2949113908906 8

C&E 950

Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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.

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

OMB No. 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , 2017, and ending , 20

Name of foundation: GOOD SHEPHERD FUND-IMA-MAIN

A Employer identification number: 20-0017143

Number and street (or P.O. box number if mail is not delivered to street address): 6325 S RAINBOW BLVD STE 300

Room/suite:

B Telephone number (see instructions): 855-834-0350

City or town, state or province, country, and ZIP or foreign postal code: LAS VEGAS, NV 89118

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 [X] Address change [ ] Name change

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

04

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 10,357,650.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

ENVELOPE POSTMARK DATE MAY 1 0 2018

6

3
4

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 ▶ [X] if the foundation is **not** required to attach Sch. B				
	3 Interest on savings and temporary cash investments	3,318.	3,318.		STMT 1
	4 Dividends and interest from securities	240,336.	236,652.		STMT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	148,917.			
	b Gross sales price for all assets on line 6a 3,367,802.				
	7 Capital gain net income (from Part IV, line 2)		148,917.		
	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	392,571.	388,887.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) STMT 6	36,032.	36,032.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 7	8,963.	5,764.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 8	114.	114.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	45,109.	41,910.	NONE	
	25 Contributions, gifts, grants paid	499,800.			499,800.
	26 **Total expenses and disbursements.** Add lines 24 and 25	544,909.	41,910.	NONE	499,800.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-152,338.			
	b **Net investment income** (if negative, enter -0-)		346,977.		
	c **Adjusted net income** (if negative, enter -0-)				

RECIEVED
MAY 1 1 2018
B639 IRS-OSC
OGDEN, UT

SCANNED JUL 1 0 2018

NE 7

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	437,661.	642,008.	642,008.
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) STMT 9	509,417.	630,405.	620,348.
b	Investments - corporate stock (attach schedule) STMT 11	5,919,839.	5,715,500.	7,225,660.
c	Investments - corporate bonds (attach schedule) STMT 14	2,215,815.	1,943,531.	1,869,522.
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 ▶ WELLS FARGO CHECKING)	112.	112.	112.
16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	9,082,844.	8,931,556.	10,357,650.
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26, and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ X and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	9,082,844.	8,931,556.	
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)	9,082,844.	8,931,556.	
31	**Total liabilities and net assets/fund balances** (see instructions)	9,082,844.	8,931,556.	

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	9,082,844.
2	Enter amount from Part I, line 27a	2	-152,338.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 16	3	5,597.
4	Add lines 1, 2, and 3	4	8,936,103.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 17	5	4,547.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,931,556.

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.)
1 a	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a	3,367,802.		3,218,885.	148,917.
b				
c				
d				
e				

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

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a				148,917.
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** 148,917.

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? [X] 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			
2015			
2014			
2013			
2012			

2	**Total** of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter: ______ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	6,940.
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	NONE
3	Add lines 1 and 2	3	6,940.
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	6,940.
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017 — 6a: 4,440.		
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	4,440.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	2,500.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ NONE **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	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.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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.	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T.*	5		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?	6	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	7	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ 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	8b	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	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

2

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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ SEE STATEMENT 18 Telephone no. ▶

Located at ▶ ZIP+4 ▶

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

			Yes	No
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?	16		X
	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?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions		1b		
	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 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?	☐ Yes ☒ 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?	☐ Yes ☒ 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		
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)*

			Yes	No
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	X	
	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		X
	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
Kenan L White 115 East Hillcrest Ave, Richmond, VA 23226	President/Direct 1	-0-	-0-	-0-
B Briscoe White III 115 East Hillcrest Ave, Richmond, VA 23226	Secretary/Treas/ 1	-0-	-0-	-0-

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

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

Total number of other employees paid over $50,000 . . . ▶ NONE

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 . . . . ▶	

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	9,995,237.
b	Average of monthly cash balances	1b	579,797.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	10,575,034.
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	10,575,034.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	158,626.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,416,408.
6	**Minimum investment return.** Enter 5% of line 5	6	520,820.

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	520,820.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	6,940.		
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	6,940.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	513,880.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	513,880.
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	513,880.

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	499,800.
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	499,800.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	499,800.

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.

20-0017143

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				513,880.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			428,684.	
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2017				
a From 2012 NONE				
b From 2013 NONE				
c From 2014 NONE				
d From 2015 NONE				
e From 2016 NONE				
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ $ 499,800.				
a Applied to 2016, but not more than line 2a			428,684.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2017 distributable amount				71,116.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2017 (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		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				442,764.
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 2012 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2013 NONE				
b Excess from 2014 NONE				
c Excess from 2015 NONE				
d Excess from 2016 NONE				
e Excess from 2017 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 2017, 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			
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	(e) Total
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 ▶ [X] 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., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines.

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

20-0017143

Part XV **Supplementary Information** *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 33				499,800.
Total . . . . ▶ **3a**				499,800.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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			14	3,318.	
4 Dividends and interest from securities			14	240,336.	
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	148,917.	
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)				392,571.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 392,571.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (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.

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

Kenan L. White | 04/06/2018 | President

Signature of officer or trustee | Date | Title

KENAN L. WHITE

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 ☐ if self-employed	PTIN
TAMMY RENAUD, AVP		04/06/2018		P01043078

Firm's name ▶ WELLS FARGO BANK N.A. Firm's EIN ▶ 94-3080771

Firm's address ▶ 1525 W W.T. HARRIS BLVD. D1114-044 CHARLOTTE, NC 28262 Phone no. 800-691-8916

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SECURED MARKET DEPOSIT ACCOUNT	3,318.	3,318.
TOTAL	3,318.	3,318.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
	246.	246.
ABERDEEN EMERG MARKETS-INST #5840	3,761.	3,761.
AIR PRODS & CHEMS INC COM	728.	728.
AIR PRODUCTS & CHEMI 1.200% 10/15/17	1,629.	1,629.
AMERICAN EXPRESS 7.000% 3/19/18	3,500.	3,500.
APPLE INC	2,822.	2,822.
APPLE INC 2.850% 2/23/23	79.	79.
BANK OF AMERICA CORP 5.875% 1/05/21	2,938.	2,938.
BLACKROCK INC	1,720.	1,720.
CVS HEALTH CORPORATION	1,220.	1,220.
CISCO SYSTEMS INC	2,210.	2,210.
CISCO SYSTEMS INC 4.950% 2/15/19	1,980.	1,980.
CITIZENS FINANCIAL GROUP INC	246.	246.
COHEN & STEERS INSTL RLTY SHRS #1263	2,584.	2,584.
COLGATE PALMOLIVE CO	1,309.	1,309.
CORNING INC 4.250% 8/15/20	2,125.	2,125.
COSTCO WHOLESALE CORP	3,436.	3,436.
COSTCO WHOLESALE COR 3.000% 5/18/27	50.	50.
CUMMINS INC.	1,517.	1,517.
DANAHER CORP	396.	396.
WALT DISNEY CO	1,253.	1,253.
DISCOVER FINANCIAL SERVICES	1,329.	1,329.
DODGE & COX INCOME FD COM #147	10,958.	10,958.
DOMINI IMPACT INTL EQ-INST #330	25,653.	25,653.
DRIEHAUS ACTIVE INCOME FUND	16,399.	16,399.
EOG RESOURCES, INC	437.	437.
EOG RESOURCES INC 4.400% 6/01/20	2,200.	2,200.
EMERSON ELECTRIC CO 5.000% 4/15/19	2,500.	2,500.
FED FARM CREDIT BK 4.625% 3/21/17	1,156.	1,156.
FED HOME LN BK 1.875% 3/13/20	776.	776.
FED HOME LN BK 2.375% 9/10/21	1,188.	1,188.
FED HOME LN BK 1.250% 6/08/18	525.	525.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FED HOME LN MTG CORP 2.000% 7/30/19	875.	875.
FED NATL MTG ASSN 2.125% 4/24/26	1,063.	1,063.
FED NATL MTG ASSN 2.000% 4/30/20	625.	625.
FED HOME LN MTG CORP 2.375% 1/13/22	1,181.	1,181.
FED HOME LN MTG CORP 1.000% 3/08/17	250.	250.
FID ADV EMER MKTS INC- CL I #607	1,284.	1,284.
FORTIVE CORP	257.	257.
FRANKLIN RESOURCES 2.800% 9/15/22	1,400.	1,400.
GENERAL MILLS INC	1,930.	1,930.
GILEAD SCIENCES INC	1,099.	1,099.
GILEAD SCIENCES INC 4.400% 12/01/21	2,200.	2,200.
HOME DEPOT INC	2,266.	2,266.
ILLINOIS TOOL WORKS INC	1,301.	1,301.
INTEL CORP	1,752.	1,752.
ISHARES CORE S&P MIDCAP ETF	5,725.	5,725.
ISHARES CORE MSCI EAFE ETF	20,917.	20,917.
JPMORGAN CHASE & CO	2,864.	2,864.
JOHNSON & JOHNSON	1,868.	1,868.
KIMBERLY CLARK CORP COM	1,866.	1,866.
LINCOLN NATIONAL COR 8.750% 7/01/19	4,375.	4,375.
MERCK & CO INC NEW	1,842.	1,842.
MERGER FUND-INST #301	2,388.	2,388.
MICROSOFT CORP	3,072.	3,072.
MICROSOFT CORP 2.375% 5/01/23	178.	178.
NEWELL RUBBERMAID INC	1,154.	1,154.
NORDSTROM INC 4.750% 5/01/20	1,663.	1,663.
OCCIDENTAL PETE CORP	2,123.	2,123.
PNC FINANCIAL SERVICES GROUP	1,906.	1,906.
PIMCO COMMODITY REAL RET STRAT-I#45	966.	966.
PRAXAIR INC COM	654.	654.
RIDGEWORTH SEIX FLOATING CL I #5203	2,940.	2,940.
RIDGEWORTH SEIX CORE BND-I #5506	1,273.	1,137.
ROCHE HOLDINGS LTD - ADR	1,551.	1,551.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SPDR DJ WILSHIRE INTERNATIONAL REAL	8,495.	8,495.
SCHLUMBERGER LTD	1,642.	1,642.
SMUCKER (J.M.) CO 3.500% 10/15/21	1,750.	1,750.
SNAP ON INC	971.	971.
SPECTRA ENERGY CORP	796.	796.
STARBUCKS CORP 2.450% 6/15/26	1,225.	1,225.
STRYKER CORP	948.	948.
TJX COMPANIES INC	1,002.	1,002.
TEMPLETON GLOBAL BOND FD-ADV #616	8,048.	8,048.
THERMO FISHER SCIENTIFIC INC	243.	243.
3M CO	1,511.	1,511.
TIME WARNER INC	1,286.	1,286.
TRAVELERS COMPANIES, INC	1,112.	1,112.
US BANCORP	1,604.	1,604.
UNION PACIFIC CORP 5.700% 8/15/18	2,850.	2,850.
UNITED PARCEL SERVICE-CL B	1,129.	1,129.
US TREASURY NOTE 1.500% 1/31/19	750.	750.
US TREASURY NOTE 2.250% 11/15/24	232.	232.
US TREASURY NOTE 2.000% 2/15/25	48.	48.
US TREASURY NOTE 2.250% 11/15/25	232.	232.
US TREASURY NOTE 2.000% 11/30/22	194.	194.
US TREASURY NOTE 1.625% 2/15/26	67.	67.
US TREASURY NOTE 1.625% 5/15/26	168.	168.
US TREASURY NOTE 2.125% 8/15/21	51.	51.
US TREASURY NOTE 2.000% 11/15/26	207.	207.
US TREASURY NOTE 2.125% 11/30/23	242.	242.
US TREASURY NOTE 2.500% 8/15/23	60.	60.
US TREASURY NOTE 2.125% 5/15/25	219.	219.
US TREASURY NOTE 1.750% 5/31/22	194.	194.
US TREASURY NOTE 2.000% 5/31/24	449.	449.
US TREASURY NOTE 1.500% 6/15/20	181.	181.
UNITEDHEALTH GROUP INC	731.	731.
V F CORP	395.	395.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
VANGUARD FTSE DEVELOPED ETF	1,015.	1,015.
VANGUARD FTSE EMERGING MARKETS ETF	4,544.	4,544.
VANGUARD REAL ESTATE ETF	9,350.	6,605.
VERIZON COMMUNICATIONS	2,687.	2,687.
VISA INC-CLASS A SHRS	814.	814.
VISA INC 3.150% 12/14/25	109.	109.
VIRTUS SEIX FLT RT HI INC-I #5203	3,015.	3,015.
ACCENTURE PLC	1,794.	1,794.
EATON CORP PLC	803.	
MEDTRONIC PLC	1,280.	1,280.
TECHNIPFMC LTD	215.	215.
TOTAL	240,336.	236,652.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CUSTODIAN & MANAGEMENT FEES (A	36,032.	36,032.
TOTALS	36,032.	36,032.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	990.	990.
FEDERAL ESTIMATES - PRINCIPAL	3,199.	
FOREIGN TAXES ON QUALIFIED FOR	3,417.	3,417.
FOREIGN TAXES ON NONQUALIFIED	1,357.	1,357.
TOTALS	8,963.	5,764.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER NONALLOCABLE EXPENSES -	114.	114.
TOTALS	114.	114.

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

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
31331SS46 FED FARM CREDIT BK	56,145.		
313378J77 FED HOME LN BK	50,472.		
313379DT3 FED HOME LN BK	49,409.		
3137EADB2 FED HOME LN MTG CORP	50,988.		
3137EADC0 FED HOME LN MTG CORP	50,039.		
313378JP7 FED HOME LN BK	50,174.	50,174.	50,440.
3134G3JM3 FED HOME LN MTG CORP	50,223.		
3136G0DU2 FED NATL MTG ASSN	50,231.		
912828B33 US TREASURY NOTE	49,959.	49,959.	49,817.
3135G0K36 FED NATL MTG ASSN	51,777.	51,777.	48,250.
9128282R0 US TREASURY NOTE		24,829.	24,649.
9128283C2 US TREASURY NOTE		30,006.	29,739.
912828G38 US TREASURY NOTE		25,382.	24,871.
912828J27 US TREASURY NOTE		24,556.	24,439.
912828M56 US TREASURY NOTE		25,272.	24,780.
912828M80 US TREASURY NOTE		24,998.	24,773.
912828P46 US TREASURY NOTE		24,016.	23,610.
912828R36 US TREASURY NOTE		23,965.	23,547.
912828RC6 US TREASURY NOTE		25,318.	25,036.
912828U24 US TREASURY NOTE		24,667.	24,194.
912828U57 US TREASURY NOTE		25,296.	24,796.
912828VS6 US TREASURY NOTE		25,585.	25,339.
912828XB1 US TREASURY NOTE		25,100.	24,618.
912828XR6 US TREASURY NOTE		24,978.	24,565.
912828XT2 US TREASURY NOTE		50,054.	49,067.
912828XU9 US TREASURY NOTE		24,999.	24,748.
912828XW5 US TREASURY NOTE		24,788.	24,548.
912828XX3 US TREASURY NOTE		24,686.	24,522.

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

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
TOTALS	509,417.	630,405.	620,348.

GOOD SHEPHERD FUND-IMA-MAIN 20-0017143

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
037833100 APPLE INC	106,755.	64,046.	143,507.
131649709 CALVERT CAPTL ACCUMU			
14040H105 CAPITAL ONE FINANCIA			
19247U106 COHEN & STEERS INSTL	308,300.		
22160K105 COSTCO WHOLESALE COR	41,300.	49,057.	78,915.
22544R305 CREDIT SUISSE COMM R	101,000.		
235851102 DANAHER CORP	42,377.	34,655.	62,375.
254687106 WALT DISNEY CO	55,471.	46,395.	79,235.
370334104 GENERAL MILLS INC	50,012.		
437076102 HOME DEPOT INC	42,245.	34,798.	111,444.
464287507 ISHARES CORE S&P MID	335,062.	335,062.	480,143.
46625H100 JPMORGAN CHASE & CO	80,438.	66,963.	139,129.
478160104 JOHNSON & JOHNSON	57,960.	37,317.	67,904.
594918104 MICROSOFT CORP	73,148.	61,979.	152,689.
66987V109 NOVARTIS AG - ADR		68,757.	68,259.
693475105 PNC FINANCIAL SERVIC	60,518.	50,149.	98,694.
722005667 PIMCO COMMODITY REAL	238,023.		
744320102 PRUDENTIAL FINL INC			
78463X863 SPDR DJ WILSHIRE INT	277,700.	277,700.	280,596.
847560109 SPECTRA ENERGY CORP	51,510.		
85771P102 STATOIL ASA ADR			
863667101 STRYKER CORP	55,516.	28,763.	64,259.
872540109 TJX COMPANIES INC	40,472.	48,057.	70,955.
911312106 UNITED PARCEL SERVIC	57,905.		
G1151C101 ACCENTURE PLC	55,481.	48,312.	101,346.
194162103 COLGATE PALMOLIVE CO	51,517.	42,712.	57,116.
231021106 CUMMINS INC.	40,836.	34,459.	58,644.
30219G108 EXPRESS SCRIPTS HOLD			
458140100 INTEL CORP	59,548.	25,147.	43,575.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
494368103 KIMBERLY CLARK CORP	48,099.	41,395.	52,487.
918204108 V F CORP	51,352.		
09247X101 BLACKROCK INC	52,489.	44,302.	81,166.
26875P101 EOG RESOURCES, INC	48,469.	40,678.	64,746.
74005P104 PRAXAIR INC COM	47,896.		
74925K581 BOSTON P LNG/SHRT RE	462,000.	249,950.	309,926.
771195104 ROCHE HOLDINGS LTD -	51,717.	44,158.	40,707.
833034101 SNAP ON INC	52,786.		
922908553 VANGUARD REIT VIPER	167,188.	190,035.	227,033.
375558103 GILEAD SCIENCES INC	60,223.	51,854.	36,393.
589509207 MERGER FUND-INST #30	481,750.	240,929.	242,837.
887317303 TIME WARNER INC	63,718.	32,582.	44,454.
922042858 VANGUARD FTSE EMERGI	154,664.	138,722.	176,983.
92826C839 VISA INC-CLASS A SHR	65,999.	76,792.	126,790.
02079K305 ALPHABET INC CL A	87,518.	68,007.	146,423.
126650100 CVS HEALTH CORPORATI	63,947.		
174610105 CITIZENS FINANCIAL G	46,351.		
257132811 DOMINI IMPACT INTL E	273,610.	723,610.	826,440.
30249U101 FMC TECHNOLOGIES INC	59,480.		
34984T857 GOLDEN SMALL CAP COR			
452308109 ILLINOIS TOOL WORKS	47,937.	40,283.	72,913.
58933Y105 MERCK & CO INC NEW	60,066.		
651229106 NEWELL BRANDS, INC	55,429.	62,200.	44,743.
77956H500 T ROWE PRICE NEW ASI	84,000.		
902973304 US BANCORP	67,197.	57,726.	69,761.
921943858 VANGUARD FTSE DEVELO	241,248.		
92343V104 VERIZON COMMUNICATIO	60,791.	52,209.	56,635.
G5960L103 MEDTRONIC PLC	78,233.	51,114.	53,860.
N6596X109 NXP SEMICONDUCTORS N	67,430.		

GOOD SHEPHERD FUND-IMA-MAIN 20-0017143

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
09062X103 BIOGEN INC	48,774.	36,491.	46,511.
17275R102 CISCO SYSTEMS INC	47,401.	55,659.	74,877.
254709108 DISCOVER FINANCIAL S	89,544.	80,809.	104,688.
34959J108 FORTIVE CORP	37,868.	38,167.	64,609.
806857108 SCHLUMBERGER LTD	64,550.	81,060.	70,827.
883556102 THERMO FISHER SCIENT	52,079.	48,483.	74,243.
89417E109 TRAVELERS COMPANIES,	50,442.	42,965.	49,102.
94988V787 WELLS FARGO SM CAP C	144,500.	144,500.	169,269.
003021714 ABERDEEN EMERG MARKE		225,000.	238,786.
009158106 AIR PRODS & CHEMS IN		55,393.	62,843.
189054109 CLOROX CO		49,473.	54,885.
46432F842 ISHARES CORE MSCI EA		810,703.	853,552.
50540R409 LABORATORY CRP OF AM		49,787.	52,479.
67103H107 O'REILLY AUTOMOTIVE		62,983.	60,857.
674599105 OCCIDENTAL PETE CORP		41,161.	46,700.
874039100 TAIWAN SEMICONDUCTOR		47,144.	50,593.
88579Y101 3M CO		84,829.	102,621.
91324P102 UNITEDHEALTH GROUP I		53,743.	71,650.
G29183103 EATON CORP PLC		87,545.	91,731.
G87110105 TECHNIPFMC LTD		58,731.	51,755.
TOTALS	5,919,839.	5,715,500.	7,225,660.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
17275RAE2 CISCO SYSTEMS INC	43,691.	43,691.	41,298.
428236BM4 HEWLETT-PACKARD CO			
76628T678 RIDGEWORTH SEIX FLOA	136,505.		
880208400 TEMPLETON GLOBAL BON	234,961.	233,620.	219,807.
61747YDD4 MORGAN STANLEY			
00287YAJ8 ABBVIE INC			
009158AS5 AIR PRODUCTS & CHEMI	48,971.		
025816AY5 AMERICAN EXPRESS	61,787.	61,787.	50,536.
06051GEE5 BANK OF AMERICA CORP	59,251.	59,251.	55,062.
071813BA6 BAXTER INTERNATIONAL			
219350AU9 CORNING INC	55,451.	55,451.	52,206.
262028855 DRIEHAUS ACTIVE INCO	510,000.	322,322.	302,924.
26875PAE1 EOG RESOURCES INC	57,027.	57,027.	52,178.
291011BA1 EMERSON ELECTRIC CO	59,536.	59,536.	51,705.
534187AX7 LINCOLN NATIONAL COR	66,135.	66,135.	54,593.
74432QAJ4 PRUDENTIAL FINL INC			
832696AB4 SMUCKER (J.M.) CO	51,559.	51,559.	51,423.
354613AJ0 FRANKLIN RESOURCES	49,854.	49,854.	50,263.
256210105 DODGE & COX INCOME F	375,000.	410,000.	423,327.
315920702 FID ADV EMER MKTS IN	50,000.		
375558AU7 GILEAD SCIENCES INC	56,468.	56,468.	53,328.
655664AN0 NORDSTROM INC	56,477.		
76628T876 RIDGEWORTH SEIX CORE	135,616.		
907818DA3 UNION PACIFIC CORP	56,942.	56,942.	51,110.
855244AK5 STARBUCKS CORP	50,584.	50,584.	48,200.
037833BU3 APPLE INC		25,471.	25,339.
22160KAM7 COSTCO WHOLESALE COR		25,043.	25,037.
437076AZ5 HOME DEPOT INC		35,154.	35,335.
594918AT1 MICROSOFT CORP		24,946.	24,790.

GOOD SHEPHERD FUND-IMA-MAIN 20-0017143

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
61746BDJ2 MORGAN STANLEY		36,557.	36,273.
92826CAD4 VISA INC		25,628.	25,558.
92837F763 VIRTUS SEIX FLT RT H		136,505.	139,230.
TOTALS	2,215,815.	1,943,531.	1,869,522.

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

DESCRIPTION	AMOUNT
MUTUAL FUND TAX EFFECTIVE DATE PRIOR TO TYE	5,205.
ACCRUED INTEREST EFF AFTER TYE	392.
TOTAL	5,597.

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

DESCRIPTION	AMOUNT
ROUNDING	4.
ROC BASIS ADJUSTMENT	2,620.
MUTUAL FUND TAX EFFECT DATE POST TYE	1,923.
TOTAL	4,547.

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
==

NAME: Wells Fargo Bank NA

ADDRESS: 100 N MAIN ST FL6 D4001-065
WINSTON SALEM, NC 27101

TELEPHONE NUMBER: (855)834-0350

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

RECIPIENT NAME:
Cystic Fibrosis
ADDRESS:
6931 ARLINGTON RD
Bethesda, MD 20814
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
Va Capital Trails
ADDRESS:
PO BOX 17966
Richmond, VA 23226
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
Cornell Lab or Ornithology
ADDRESS:
159 SAPSUCKER RD
Ithaca, NY 14850
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 1,000.

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

RECIPIENT NAME:
UNCW
ADDRESS:
601 SOUTH COLLEGE RD.
Wilmington, NC 28403
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
Elk Hill Farm
ADDRESS:
PO BOX 99
Goochland, VA 23063
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
Center for Conservation Biology Inc
ADDRESS:
POB 8795
Williamsburg, VA 23187
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ANNUAL CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
THE HEALING PLACE
ADDRESS:
700 DINWINDLE AVE
RICHMOND, VA 23226
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
FRIENDS OF THE ENVIROMENT
ADDRESS:
1 CONSERVATION WAY
MARCH HARBOUR, ABACO BAHAMAS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
ACTS
ADDRESS:
2325 WEST BROAD ST
RICHMOND, VA 23220
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 1,500.

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

RECIPIENT NAME:
Feed More Kids, Inc.
ADDRESS:
4800 NW 15TH AVE UNIT B
Ft.Lauderdale, FL 33309
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
James River Association
ADDRESS:
9 SOUTH 12TH ST 4TH FL
Richmond, VA 23219
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
Childrens Museum of Richmond
ADDRESS:
2626 WEST BROAD ST
Richmond, VA 23220
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

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

RECIPIENT NAME:
Greater Richmond SCAN
ADDRESS:
103 EAST GRACE ST
Richmond, VA 23219
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
SOUTHERN ENVIROMENTAL LAW CENTER
ADDRESS:
201 W MAIN ST
CHARLOTTESVILLE, VA 22902
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
FONKOZE USA
ADDRESS:
1700 KALORAMA RD NW
WASHINGTON, DC 20009
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

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

RECIPIENT NAME:
Delta Waterfowl
ADDRESS:
PO BOX 3128
Bismark, ND 58502
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
VA Historical Society
ADDRESS:
PO BOX 7311
Richmond, VA 23221
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
BOY SCOUTS OF AMERICA
ADDRESS:
5015 FITZHUGH AVE
RICHMOND, VA 23230
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
~~ROANOKE COLLEGE~~
ADDRESS:
221 COLLEGE LANE
SALEM, VA 24153
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
St, Joseph's Villa
ADDRESS:
8000 BROOK RD.
Richmond, VA 23227
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 51,000.

RECIPIENT NAME:
The Valentine Museum
ADDRESS:
1015 EAST CLAY ST
Richmond, VA 23219
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

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

RECIPIENT NAME:
Hollins University
ADDRESS:
PO BOX 9629
Roanoke, VA 24020
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
SPCA
ADDRESS:
2519 HERMITAGE RD
Richmond, VA 23220
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
VA Home for Boys & Girls
ADDRESS:
8716 WEST BROAD ST
Richmond, VA 23294
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

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

RECIPIENT NAME:
Grace Holy Trinity Church
ADDRESS:
8 NORTH LAUREL ST
Richmond, VA 23220
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 65,000.

RECIPIENT NAME:
Boys & Girls Club of Metro
Richamond
ADDRESS:
5511 STAPLES MILL ROAD
Richmond, VA 23228
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
WCVE PUBLIC RADIO
ADDRESS:
23 SESAME ST
RICHMOND, VA 23235
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 2,500.

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

RECIPIENT NAME:
VCU FOUNDATION
ADDRESS:
POB 842039
RICHMOND, VA 23284
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 150,500.

RECIPIENT NAME:
New Community School
ADDRESS:
4211 HERMITAGE RD.
Richmond, VA 23227
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
FEED MORE
ADDRESS:
1415 RHOADMILLER ST
RICHMOND, VA 23231
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 1,000.

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

RECIPIENT NAME:
Central VA Food Bank
ADDRESS:
1415 RHOADMILLER ST
Richmond, VA 23220
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
Wildlife Center of VA
ADDRESS:
1800 S DELPHINE AVE.
Waynesboro, VA 22980
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
Lewis Ginter Botanical Garden
ADDRESS:
1800 LAKESIDE AVENUE
Richmond, VA 23228
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

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

RECIPIENT NAME:
Library of VA Foundation
ADDRESS:
800 EAST BROAD ST
Richmond, VA 23219
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
UNIVERSITY OF VIRGINIA
ADDRESS:
POB 400807
CHARLOTTESVILLE, VA 22904
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 76,000.

RECIPIENT NAME:
St Christopher's School
ADDRESS:
711 ST. CHRISTOPHER'S RD.
Richmond, VA 23226
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 2,700.

RECIPIENT NAME:
RICHMOND PUBLIC LIBRARY FOUNDATION
ADDRESS:
101 E FRANKLIN ST
RICHMOND, VA 23219
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
WORLD PEDIATRIC PROJECT
ADDRESS:
7201 GLEN FOREST DR
RICHMOND, VA 23226
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
St. Catherines School Foundation
ADDRESS:
6001 GROVE AVE
Richmond, VA 23226
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ANNUAL CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 2,600.

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

RECIPIENT NAME:
Maymount
ADDRESS:
1700 HAMPTON ST
Richmond, VA 23220
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
Historic Richmond Foundation
ADDRESS:
4 EAASY MAIN ST
Richmond, VA 23219
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
Flagler College
ADDRESS:
POB 1027
St. Augustine, FL 32085
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ANNUAL CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 1,000.

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

RECIPIENT NAME:
The Nature Conservancy
ADDRESS:
4245 N FAIRFAX DR, STE 100
ARLINGTON, WV 22901
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 117,000.

TOTAL GRANTS PAID: 499,800.