

2017

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn 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.

For calendar year 2017 or tax year beginning

, and ending

Name of foundation
WILLIAMSON I FBO CHARITIES 4947 TUW

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/county Foreign postal code

A Employer identification number
23-6215020

B Telephone number (see instructions)
888-730-4933

C If exemption application is pending, check here ☐ 3

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 change

H Check type of organization ☐ Section 501(c)(3) exempt private foundation ☒ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 1,797,041**

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)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	35,806	35,287		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	68,468			
	b Gross sales price for all assets on line 6a 548,809				
	7 Capital gain net income (from Part IV, line 2)		68,468		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	104,274	103,755	0	
	13 Compensation of officers, directors, trustees, etc.	24,372	21,935		2,437
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,235			1,235
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,612	1,032		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	28	28		
	24 Total operating and administrative expenses. Add lines 13 through 23	27,247	22,995	0	3,672
	25 Contributions, gifts, grants paid	78,000			78,000
	26 Total expenses and disbursements. Add lines 24 and 25	105,247	22,995	0	81,672
	27 Subtract line 26 from line 12	-973			
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		80,760		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2017)

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ENVELOPE
POSTMARK DATE
MAY 10 2018SCANNED
JUL 16 2018

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	11,792	15,442	15,442
	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)			
Liabilities	11	Investments—land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,533,087	1,530,689	1,781,599
	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)	1,544,879	1,546,131	1,797,041
	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	1,544,879	1,546,131	
	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)	1,544,879	1,546,131	
	31	Total liabilities and net assets/fund balances (see instructions)	1,544,879	1,546,131	

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	1,544,879
2	Enter amount from Part I, line 27a	2	-973
3	Other increases not included in line 2 (itemize) ▶ <u>FEDERAL EXCISE TAX REFUND</u>	3	3,263
4	Add lines 1, 2, and 3	4	1,547,169
5	Decreases not included in line 2 (itemize) ▶ <u>See Attached Statement</u>	5	1,038
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,546,131

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			(i) 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	68,468
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	99,013	1,646,581	0 060132
2015	83,745	1,786,489	0 046877
2014	75,661	1,872,283	0 040411
2013	44,774	1,782,767	0 025115
2012	44,632	1,681,823	0 026538
2 Total of line 1, column (d)			2 0 199073
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 039815
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 1,739,680
5 Multiply line 4 by line 3			5 69,265
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 808
7 Add lines 5 and 6			7 70,073
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 81,672

3

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	808	
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	808	
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	808	
6	Credits/Payments			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	195	
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	195	
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	613	
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 ▶ PA		
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)

	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		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
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	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 0		<input checked="" type="checkbox"/>
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 ►		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.

	Yes	No
1a During the year, did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20 , 20 , 20 , 20		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions) .	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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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		<input type="checkbox"/>	
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?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			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 89101	TRUSTEE SEE ATTACHED	24,372		

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	1,703,465
b	Average of monthly cash balances	1b	62,708
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,766,173
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	1,766,173
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	26,493
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,739,680
6	Minimum investment return. Enter 5% of line 5	6	86,984

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	86,984
2a	Tax on investment income for 2017 from Part VI, line 5	2a	808
b	Income tax for 2017 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	808
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	86,176
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	86,176
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	86,176

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	81,672
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	81,672
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	808
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	80,864

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				86,176
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			72,297	
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 ▶ \$ 81,672				
a Applied to 2016, but not more than line 2a			72,297	
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				9,375
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				76,801
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 78,000
b Approved for future payment NONE				
Total				3b 0

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 | |
| 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.

 SVP	4/24/2018	SVP Wells Fargo Bank N A
Signature of officer or trustee	Date	Title

May the IRS
with the pre
See instr

May the IRS discuss this return with the preparer shown below?
See instructions ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Pnn/Type preparer's name JOSEPH J CASTRIANO	Preparer's signature 	Date 4/24/2018	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

TEMPLE UNIVERSITY HOSPITAL

Street

2450 W HUNTING PARK AVENUE

City

PHILADELPHIA

State

PA

Zip Code

19129

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,168

Name

MERCANTILE BENEFICIAL ASSOCIATION

Street

1839 HARTEL AVE

City

PHILADELPHIA

State

PA

Zip Code

19111

Foreign Country**Relationship**

NONE

Foundation Status

NC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,253

Name

THOMAS SCATTERGOOD BEHAVIORAL HEALTH FDN

Street

1501 CHERRY STREET

City

PHILADELPHIA

State

PA

Zip Code

19102

Foreign Country**Relationship**

NONE

Foundation Status

NC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,505

Name

MOORE COLLEGE OF ART

Street

OFF 20TH ST AND THE PKWY

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,253

Name

PENNSYLVANIA PRISON SOCIETY

Street

245 N BROAD STREET, STE 300

City

PHILADELPHIA

State

PA

Zip Code

19107

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,253

Name

CHILDREN'S AID SOCIETY OF PA

Street

415 SOUTH 15TH STREET

City

PHILADELPHIA

State

PA

Zip Code

19146

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,168

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

Recipient(s) paid during the year

Name

EPISCOPAL COMMUNITY SERVICES

Street

225 SOUTH THIRD STREET

City PHILADELPHIA	State PA	Zip Code 19106	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 2,169

Name

THE HISTORICAL SOCIETY OF PA

Street

1300 LOCUST ST

City PHILADELPHIA	State PA	Zip Code 19107	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 2,168

Name

SEAMENS CHURCH INSTITUTE

Street

475 NORTH 5TH STREET

City PHILADELPHIA	State PA	Zip Code 19123	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 2,169

Name

TABOR SERVICES

Street

601 NEW BRITAIN RD

City DOYLESTOWN	State PA	Zip Code 18901	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 6,505

Name

TRUSTEES OF THE UNIVERSITY OF PA

Street

3451 WALNUT ST

City PHILADELPHIA	State PA	Zip Code 19104	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 2,169

Name

UNION BENEVOLENT ASSOCIATION

Street

1528 WALNUT STREET SUITE 1002

City PHILADELPHIA	State PA	Zip Code 19102	Foreign Country
Relationship NONE	Foundation Status NC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 3,970

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

Recipient(s) paid during the year

Name

YOUTH SERVICE INC

Street

410 N 34TH ST

City

PHILADELPHIA

State

PA

Zip Code

19104

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,168

Name

PA ASYLUM FOR INDIGENT WIDOWS

Street

1401 EAST SUSQUEHANNA AVE

City

PHILADELPHIA

State

PA

Zip Code

19125

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,413

Name

UNITED COMMUNITIES SE PA

Street

2028 SOUTH EIGHT ST

City

PHILADELPHIA

State

PA

Zip Code

19148

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,413

Name

FRIENDS FIDUCIARY CORPORATION

Street

1650 ARCH STREET SUITE 1904

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,421

Name

EDITH RUDOLPHY RESIDENCE FOR BLIND

Street

PO BOX 54625

City

PHILADELPHIA

State

PA

Zip Code

19148

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,413

Name

CHILDRENS HOSP FDN

Street

34TH ST & CIVIC CTR BLVD

City

PHILADELPHIA

State

PA

Zip Code

19104

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,413

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

Recipient(s) paid during the year

Name

SPRING GARDEN SOUP SOCIETY

Street

51 ANNWOOD LANE

City

PHILADELPHIA

State

PA

Zip Code

19087

Foreign Country

Relationship

NONE

Foundation Status

NC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,596

Name

WESTERN ASSN LADIES FOR RELIEF

Street

240 CHATHAM WAY

City

WEST CHESTER

State

PA

Zip Code

19380

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,413

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

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

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

Long Term CG Distributions Short Term CG Distributions		Amount		Totals										Gross Sales		Cost or Other Basis, Expenses Depreciation and Adjustments		Net Gain or Loss	
		16,766		0		Capital Gains/Losses Other sales		Gross Sales		Cost or Other Basis		Valuation Method		Expense of Sale and Cost of Improvements		Depreciation		Net Gain or Loss	
Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis										
1 CVS HEALTH CORPORATION	126950100	X				8/6/2014	12/02/2017	817	770										47
2 CVS HEALTH CORPORATION	126950100	X				8/6/2017	10/23/2017	1,520	1,587										-67
3 CELANESE CORP	150870103	X				12/10/2014	1/20/2017	1,646	1,207										439
4 CELANESE CORP	150870103	X				8/6/2014	1/20/2017	411	294										117
5 WALT DISNEY CO	254687106	X				8/6/2014	1/20/2017	1,075	865										210
6 CELANESE CORP	150870103	X				8/24/2016	10/23/2017	1,578	990										588
7 DODGE & COX INT'L STOCK	256206103	X				9/29/2011	12/02/2017	4,214	3,167										1,047
8 DIAGEO PLC - ADR	25243Q205	X				8/24/2018	1/20/2017	1,606	1,721										-115
9 DODGE & COX INT'L STOCK	256206103	X				9/29/2011	4/24/2017	930	651										279
10 DODGE & COX INT'L STOCK	256206103	X				9/29/2011	10/23/2017	5,016	3,167										1,849
11 DODGE & COX INCOME FDC	256210105	X				10/12/2016	4/24/2017	10,290	10,372										-82
12 EATON VANCE GLOBAL MAC	277923728	X				10/12/2015	1/20/2017	163	162										1
13 EATON VANCE GLOBAL MAC	277923728	X				10/27/2015	1/20/2017	1,544	1,534										10
14 EATON VANCE GLOBAL MAC	277923728	X				10/27/2015	10/23/2017	13,968	13,779										189
15 EATON VANCE GLOBAL MAC	277923728	X				4/27/2016	10/23/2017	1,277	1,243										34
16 EATON VANCE GLOBAL MAC	277923728	X				8/24/2016	10/23/2017	35,210	34,838										372
17 EATON VANCE GLOBAL MAC	277923728	X				4/26/2017	10/23/2017	811	809										2
18 FID ADV EMER MKTS INC. CL	315920702	X				9/17/2013	1/20/2017	1,105	1,141										-36
19 JP MORGAN MID CAP VALUE	339128100	X				7/24/2015	10/23/2017	1,761	1,805										-44
20 ARTISAN MID CAP FUND-INS	04314H600	X				6/20/2014	10/23/2017	3,319	3,822										303
21 BAYER AG - ADR	072730302	X				1/29/2016	1/20/2017	1,097	989										102
22 BERKSHIRE HATHAWAY INC.	084670702	X				8/6/2014	1/20/2017	1,599	1,290										309
23 BLACKROCK GL US CREDIT	091936732	X				9/14/2015	1/20/2017	105	108										-3
24 BLACKROCK GL US CREDIT	091936732	X				10/27/2015	1/20/2017	3,200	3,273										-73
25 BLACKROCK INC	09247X101	X				10/29/2014	1/20/2017	1,138	995										143
26 BLACKROCK INC	09247X101	X				8/6/2014	1/20/2017	759	610										149
27 BOEING CO	097023105	X				8/7/2014	1/20/2017	2,378	1,795										581
28 BOEING CO	097023105	X				1/25/2016	3/24/2017	1,755	1,237										518
29 BOEING CO	097023105	X				8/7/2014	3/24/2017	1,755	1,197										558
30 BOEING CO	097023105	X				8/7/2014	8/9/2017	5,860	2,992										2,868
31 CME GROUP INC	12572Q105	X				8/6/2014	1/20/2017	1,744	1,106										638
32 CME GROUP INC	12572Q105	X				8/6/2014	3/31/2017	1,784	1,106										678
33 CVS HEALTH CORPORATION	126950100	X				8/24/2016	1/20/2017	817	971										-154
34 JP MORGAN CHASE & CO	46625H100	X				3/1/2016	10/23/2017	2,200	1,478										722
35 JP MORGAN CHASE & CO	46625H100	X				3/1/2016	10/23/2017	1,493	887										908
36 JP MORGAN MID CAP VALUE	339128100	X				7/24/2015	4/24/2017	229	226										3
37 JP MORGAN HIGH YIELD FUND	4812C0803	X				12/23/2014	1/20/2017	31,647	32,501										-854
38 JP MORGAN HIGH YIELD FUND	4812C0803	X				7/24/2015	1/20/2017	3,719	3,769										-50
39 HAIN CELESTIAL GROUP INC	405217100	X				1/5/2016	1/20/2017	1,014	1,002										12
40 JP MORGAN CHASE & CO	46625H100	X				8/6/2014	1/20/2017	2,504	1,688										816
41 JP MORGAN HIGH YIELD FUND	4812C0803	X				1/25/2014	1/20/2017	175	80										-5
42 JP MORGAN HIGH YIELD FUND	4812C0803	X				12/26/2013	1/20/2017	191	217										-28
43 JP MORGAN HIGH YIELD FUND	4812C0803	X				7/10/2014	1/20/2017	1,145	1,145										-129
44 JP MORGAN HIGH YIELD FUND	4812C0803	X				12/11/2013	1/20/2017	437	486										-59
45 JP MORGAN HIGH YIELD FUND	4812C0803	X				8/24/2016	1/20/2017	11,760	11,712										48
46 JP MORGAN HIGH YIELD FUND	4812C0803	X				4/27/2016	1/20/2017	1,366	1,305										61
47 LAS VEGAS SANDS CORP	517834107	X				9/10/2014	1/20/2017	1,391	1,573										-182
48 ELLI LILLY & CO COM	532457108	X				10/3/2016	1/20/2017	1,149	1,210										-81
49 MANULIFE FINANCIAL CORP	56501R106	X				1/6/2016	1/20/2017	1,765	1,352										413
50 MCKESSON CORP	58155Q103	X				1/25/2016	1/20/2017	749	851										-102
51 T ROWE PRICE INST FLOAT	77958B402	X				8/24/2016	1/20/2017	5,679	5,628										51
52 T ROWE PRICE INST FLOAT	77958B402	X				4/27/2016	1/20/2017	1,904	1,870										34
53 SPDR DJ WILL SHIRE INTERNA	78463X863	X				1/20/2017	4/24/2017	987	910										47
54 SCHLUMBERGER LTD	808957108	X				8/6/2014	1/20/2017	1,727	2,158										-431
55 SPIRIT AEROSYSTEMS HOLD	848574109	X				10/3/2016	1/20/2017	1,414	1,130										284
56 SPIRIT AEROSYSTEMS HOLD	848574109	X				10/3/2016	10/23/2017	3,210	1,809										1,401
57 STERLING CAPITAL STRAT	85917K546	X				8/24/2016	1/20/2017	4,719	4,470										249
58 STERLING CAPITAL STRAT	85917K546	X				6/20/2014	5/23/2017	8,349	7,729										820
59 STERLING CAPITAL STRAT	85917K546	X				7/24/2015	5/23/2017	8,378	7,320										1,058
60 STERLING CAPITAL STRAT	85917K546	X				8/24/2016	5/23/2017	6,382	5,809										453
61 STERLING CAPITAL STRAT	85917K546	X				4/26/2017	5/23/2017	943	951										-8
62 STERLING CAPITAL STRAT	85917K546	X				8/7/2014	5/23/2017	1,804	1,572										232
63 STERLING CAPITAL STRAT	85917K546	X				8/7/2014	10/23/2017	1,278	1,030										248
64 AFFILIATED MANAGERS GR	008252108	X				7/28/2015	1/20/2017	714	1,042										-328
65 AFFILIATED MANAGERS GR	008252108	X				8/6/2014	1/20/2017	714	978										-264
66 AFFILIATED MANAGERS GR	008252108	X				8/6/2014	10/23/2017	1,967	1,956										11
67 INV BALANCE RISK COMM S	00888Y508	X				8/24/2016	1/20/2017	17,378	17,253										125
68 ALPHABET INC CL C	02079K107	X				7/25/2016	1/20/2017	4,017	3,559										458
69 AMER CENT SMALL CAP GR	025083320	X				9/12/2015	10/23/2017	4,869	3,000										1,869
70 AMER CENT SMALL CAP GR	025083320	X				7/24/2015	1/20/2017	5,042	5,142										-100
71 AMER CENT SMALL CAP GR	025083320	X				4/24/2017	5/23/2017	1,017	974										43
72 AMER CENT SMALL CAP GR	025083320	X				7/24/2015	5/23/2017	28,492	25,213										1,279

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

Long Term CG Distributions		Amount		Totals		Gross Sales		Cost or Other Basis, Expenses Depreciation and Adjustments		Net Gain or Loss				
Short Term CG Distributions		16,768		Capital Gains/Losses Other sales		Gross Sales		548,809		480,341		68,468		
		0						0		0		0		
Description	CUSIP #	Check "x" to include in Part IV	Purchaser	Check "x" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
73 AMER CENT SMALL CAP GR	025083320	X		X		7/24/2015	10/23/2017	864	764				0	100
74 AMERPRIME FINL INC	03076C106	X		X		1/20/2017	1/20/2017	1,696	1,978				0	-192
75 APPLE INC	037833100	X		X		9/1/2015	1/20/2017	1,797	1,630				0	167
76 APPLE INC	037833100	X		X		8/24/2016	1/20/2017	2,396	2,158				0	238
77 APPLE INC	037833100	X		X		1/18/2016	1/20/2017	1,198	1,119				0	79
78 APPLE INC	037833100	X		X		8/6/2014	4/25/2017	3,616	2,379				0	1,237
79 APPLE INC	037833100	X		X		8/6/2014	10/23/2017	1,566	952				0	614
80 ARTISAN INTERNATIONAL FE	04314H402	X		X		1/12/2011	4/24/2017	29,502	20,013				0	9,489
81 ARTISAN INTERNATIONAL FE	04314H402	X		X		9/29/2011	4/24/2017	31,419	21,000				0	10,419
82 ARTISAN INTERNATIONAL FE	04314H402	X		X		1/26/2017	4/24/2017	2,319	2,183				0	136
83 ARTISAN MID CAP FUND-INS	04314H600	X		X		6/20/2014	4/24/2017	383	459				0	-76
84 CELANESE CORP	150870103	X		X		8/6/2014	10/23/2017	1,052	588				0	464
85 CISCO SYSTEMS INC	17275R102	X		X		8/24/2016	1/20/2017	601	621				0	-20
86 CISCO SYSTEMS INC	17275R102	X		X		9/1/2015	1/20/2017	1,352	1,136				0	216
87 CITIGROUP INC	172967424	X		X		8/6/2014	1/20/2017	1,983	1,444				0	539
88 CITIGROUP INC	172967424	X		X		8/6/2014	10/23/2017	1,474	963				0	511
89 COGNIZANT TECH SOLUTION	192446102	X		X		3/16/2016	1/20/2017	1,992	2,061				0	-69
90 COGNIZANT TECH SOLUTION	192446102	X		X		10/23/2017	1/20/2017	1,493	1,178				0	315
91 COMCAST CORP CLASS A	20030N101	X		X		9/1/2015	1/20/2017	1,102	831				0	271
92 COMCAST CORP CLASS A	20030N101	X		X		8/24/2016	1/20/2017	1,837	1,640				0	197
93 COMCAST CORP CLASS A	20030N101	X		X		8/6/2014	10/23/2017	1,285	927				0	358
94 CREDIT SUISSE COMM RET	22544R305	X		X		9/1/2014	1/20/2017	6,701	9,113				0	-2,412
95 CREDIT SUISSE COMM RET	22544R305	X		X		1/28/2015	1/20/2017	6,617	9,673				0	-1,056
96 CREDIT SUISSE COMM RET	22544R305	X		X		11/16/2015	1/20/2017	2,580	2,356				0	204
97 MERCK & CO INC NEW	58933Y105	X		X		8/24/2016	1/20/2017	938	940				0	-2
98 MERCK & CO INC NEW	58933Y105	X		X		4/26/2016	1/20/2017	625	560				0	65
99 MERGER FUND-INST #301	589509207	X		X		10/17/2011	1/20/2017	1,392	1,399				0	-7
100 MERGER FUND-INST #301	589509207	X		X		9/29/2011	10/23/2017	8,636	8,600				0	36
101 MERGER FUND-INST #301	589509207	X		X		10/17/2011	10/23/2017	1,146	1,121				0	25
102 MERGER FUND-INST #301	589509207	X		X		2/14/2012	10/23/2017	2,919	2,846				0	73
103 MERGER FUND-INST #301	589509207	X		X		4/27/2016	10/23/2017	782	746				0	36
104 MERGER FUND-INST #301	589509207	X		X		10/2/2011	10/23/2017	193	188				0	5
105 MERGER FUND-INST #301	589509207	X		X		8/24/2016	10/23/2017	16,088	15,477				0	611
106 MERGER FUND-INST #301	589509207	X		X		4/26/2017	10/23/2017	371	371				0	0
107 MERGER FUND-INST #301	589509207	X		X		5/26/2017	10/23/2017	4,593	4,536				0	57
108 MICROSOFT CORP	594918104	X		X		8/24/2016	1/20/2017	3,125	2,892				0	233
109 MICROSOFT CORP	594918104	X		X		10/3/2016	1/20/2017	288	288				0	0
110 MICROSOFT CORP	594918104	X		X		10/3/2016	10/23/2017	1,583	1,150				0	433
111 MICROSOFT CORP	594918104	X		X		8/10/2015	10/23/2017	396	237				0	159
112 SUNCOR ENERGY INC NEW	867224107	X		X		7/17/2015	1/20/2017	2,062	1,733				0	329
113 TUX COMPANIES INC	872540109	X		X		8/6/2014	1/20/2017	1,131	811				0	320
114 TARGET CORP	87612E106	X		X		8/24/2016	1/20/2017	638	717				0	-79
115 TARGET CORP	87612E106	X		X		8/6/2014	1/20/2017	1,913	1,740				0	173
116 THERMO FISHER SCIENTIFIC	883556102	X		X		8/24/2016	1/20/2017	1,436	1,511				0	-75
117 TOTAL S.A. -ADR	89151E109	X		X		8/6/2014	1/20/2017	1,536	1,954				0	-418
118 UNION PACIFIC CORP	907818108	X		X		8/6/2014	1/20/2017	2,700	2,440				0	260
119 UNITED PARCEL SERVICE-C	911312106	X		X		12/8/2016	1/20/2017	1,146	1,188				0	-42
120 UNITED PARCEL SERVICE-C	911312106	X		X		8/6/2014	1/20/2017	573	478				0	95
121 UNITED PARCEL SERVICE-C	91324P102	X		X		9/1/2015	1/20/2017	792	564				0	228
122 UNITEDHEALTH GROUP INC	91324P102	X		X		8/24/2016	1/20/2017	1,584	1,399				0	185
123 UNITEDHEALTH GROUP INC	91324P102	X		X		8/6/2014	10/23/2017	1,593	2,042				0	3,151
124 VANGUARD REIT VIPER	922908553	X		X		7/13/2011	1/20/2017	496	344				0	152
125 EATON CORP PLC	G29183103	X		X		12/8/2016	1/20/2017	678	689				0	-11
126 EATON CORP PLC	G29183103	X		X		8/6/2014	1/20/2017	339	309				0	30
127 TE CONNECTIVITY LTD	H94989104	X		X		1/16/2016	1/20/2017	1,046	980				0	66
128 MCKESSON CORP	58155Q103	X		X		8/24/2016	1/20/2017	749	947				0	-198
129 NEUBERGER BERMAN LONG	64128R608	X		X		6/20/2014	4/24/2017	369	349				0	20
130 OPPENHEIMER DEVELOPING	683974604	X		X		1/23/2014	4/24/2017	72	72				0	0
131 OPPENHEIMER DEVELOPING	683974604	X		X		1/28/2015	4/24/2017	4,082	3,998				0	84
132 OPPENHEIMER DEVELOPING	683974604	X		X		1/28/2015	10/23/2017	10,825	9,155				0	1,670
133 OPPENHEIMER DEVELOPING	683974604	X		X		1/26/2017	10/23/2017	2,882	2,335				0	557
134 T ROWE PRICE INST FLOAT	77958B402	X		X		4/24/2014	1/20/2017	9,575	9,726				0	-151
135 T ROWE PRICE INST FLOAT	77958B402	X		X		8/7/2014	1/20/2017	592	600				0	-8
136 PNC FINANCIAL SERVICES G	693475105	X		X		12/8/2016	1/20/2017	1,170	1,150				0	20
137 PNC FINANCIAL SERVICES G	693475105	X		X		5/27/2015	1/20/2017	1,170	960				0	210
138 PNC FINANCIAL SERVICES G	693475105	X		X		5/27/2015	10/23/2017	1,367	960				0	407
139 BOSTON P LINGSHIRT RES-IN	74925K581	X		X		8/7/2014	1/20/2017	785	724				0	41
140 ASG GLOBAL ALTERNATIVES	638721885	X		X		7/12/2013	1/20/2017	2,406	2,691				0	-283
141 NEUBERGER BERMAN LONG	64128R608	X		X		6/20/2014	1/20/2017	1,713	1,694				0	19
142 BOSTON P LINGSHIRT RES-IN	74925K581	X		X		8/7/2014	10/23/2017	12,506	11,202				0	1,304
143 BOSTON P LINGSHIRT RES-IN	74925K581	X		X		1/25/2016	10/23/2017	775	670				0	105
144 BOSTON P LINGSHIRT RES-IN	74925K581	X		X		4/26/2017	10/23/2017	197	189				0	8

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

Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Totals		Gross Sales	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
									Capital Gains/Losses	Other sales							
Long Term CG Distributions	Amount	16,768															Net Gain or Loss
Short Term CG Distributions		0															68,468
145 BOSTON P LINGSHIRT RES-IN	74925K581	X				5/28/2017	10/23/2017	13,379			12,941					0	438
146 ROCHE HOLDINGS LTD - ADP	771195104	X				4/26/2016	1/20/2017	1,309			1,434					-125	0
147 ROCHE HOLDINGS LTD - ADP	771195104	X				3/27/2015	1/20/2017	145			171					-26	0
148 T ROWE PR OVERSEAS STO	77856H435	X				4/28/2017	10/23/2017	3,929			3,490					439	0
149 T ROWE PRICE INST FLOAT	77936B402	X				12/26/2013	1/20/2017	96			58					-2	0
150 T ROWE PRICE INST FLOAT	77956B402	X				1/23/2014	1/20/2017	2,747			2,810					63	0
151 T ROWE PRICE INST FLOAT	77956B402	X				12/11/2013	1/20/2017	262			271					-9	0

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

		1,235	0	0	1,235
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,235			1,235

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

		1,612	1,032	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,032	1,032		
2	PY EXCISE TAX DUE	580			

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

		28	28	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	28	28		

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	0	1,781,599
2	AFFILIATED MANAGERS GROUP INC		0	7,839	10,262
3	APPLE COMPUTER INC COM		0	14,274	25,384
4	CVS/CAREMARK CORPORATION		0	8,883	8,338
5	CISCO SYSTEMS INC		0	10,443	15,894
6	COGNIZANT TECH SOLUTIONS CRP COM		0	8,906	11,363
7	DIAGEO PLC - ADR		0	7,076	8,762
8	WALT DISNEY CO		0	6,582	8,063
9	GILEAD SCIENCES INC		0	7,951	6,448
10	HOME DEPOT INC		0	3,674	4,738
11	ELI LILLY & CO COM		0	6,049	6,757
12	MICROSOFT CORP		0	11,385	22,240
13	NIKE INC CL B		0	8,550	9,695
14	PNC FINANCIAL SERVICES GROUP		0	7,896	12,265
15	ROCHE HOLDINGS LTD - ADR		0	10,335	9,790
16	SCHLUMBERGER LTD		0	11,690	8,424
17	BAYER A G SPONSORED ADR		0	4,451	5,596
18	BOEING COMPANY		0	3,590	8,847
19	TJX COS INC NEW		0	3,514	4,970
20	THERMO FISHER SCIENTIFIC INC		0	6,014	9,494
21	TOTAL FINA ELF S A ADR		0	11,161	11,609
22	UNION PACIFIC CORP		0	10,484	15,422
23	MCKESSON CORP		0	8,334	7,018
24	MANULIFE FINANCIAL CORP		0	7,532	11,160
25	UNITED PARCEL SERVICE-CL B		0	7,355	8,936
26	TARGET CORP		0	4,640	5,220
27	UNITEDHEALTH GROUP INC		0	5,309	14,330
28	HAIN CELESTIAL GROUP INC		0	5,793	6,570
29	BLACKROCK INC		0	4,252	7,192
30	JPMORGAN CHASE & CO		0	5,654	10,694
31	SUNCOR ENERGY INC NEW F		0	9,071	12,668
32	MERCK & CO INC NEW		0	6,717	7,315
33	BERSHIRE HATHAWAY INC		0	4,514	6,938
34	ALPHABET INC/CA		0	6,715	12,557
35	COMCAST CORP CLASS A		0	8,079	12,215
36	LAS VEGAS SANDS CORP		0	6,938	8,339
37	CELANESE CORP		0	6,153	11,243
38	TE CONNECTIVITY LTD		0	7,128	9,979
39	CITIGROUP INC		0	8,575	13,766
40	AMERIPRISE FINL INC		0	8,333	12,710
41	SPIRIT AEROSYTSEMS HOLD-CL A		0	3,391	6,544
42	EATON CORP PLC		0	5,105	6,716
43	CME GROUP INC		0	3,317	6,572
44	ZOETIS INC		0	4,495	5,763
45	DODGE & COX INCOME FD COM 147		0	67,380	73,108
46	ARTISAN MID CAP FUND-INSTL 1333		0	71,893	73,179

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
47	MET WEST TOTAL RETURN BOND CL I 51		0	161,480	159,167
48	FID ADV EMER MKTS INC- CL I 607		0	102,870	106,770
49	DODGE & COX INT'L STOCK FD 1048		0	39,178	62,562
50	AMER CENT SMALL CAP GRWTH INST 334		0	22,017	28,233
51	JP MORGAN MID CAP VALUE-I 758		0	54,643	82,531
52	STERLING CAPITAL STRATTON SMALL CA		0	21,318	25,736
53	T ROWE PR OVERSEAS STOCK-I #521		0	56,060	63,046
54	T ROWE PR REAL ESTATE-I #432		0	95,760	99,149
55	ASG GLOBAL ALTERNATIVES-Y 1993		0	35,416	37,207
56	VANGUARD REIT VIPER		0	18,480	26,720
57	AQR MANAGED FUTURES STR-I		0	60,333	55,923
58	VANGUARD INFLAT-PROT SECS-ADM 511		0	12,522	12,295
59	JPMORGAN HIGH YIELD FUND SS 3580		0	23,813	24,846
60	T ROWE PRICE INST FLOAT RATE 170		0	10,933	11,033
61	EATON VANCE GLOB MACRO ADV-I 208		0	54,421	52,790
62	BLACKROCK GL L/S CREDIT-K #1940		0	62,087	62,761
63	OPPENHEIMER DEVELOPING MKT-I 799		0	79,853	109,856
64	JOHN HANCOCK II-CURR STR-I 3643		0	36,280	35,648
65	SPDR DJ WILSHIRE INTERNATIONAL REA		0	48,885	56,686
66	NEUBERGER BERMAN LONG SH-INS #183		0	86,920	93,547

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

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

1	FEDERAL EXCISE TAX REFUND	1	3,263
2	Total	2	3,263

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

1	MUTUAL FUND TIMING DIFFERENCE	1	6
2	PY RETURN OF CAPITAL ADJUSTMENT	2	1,027
3	COST BASIS ADJUSTMENT	3	5
4	Total	4	1,038

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

[illegible]

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

Long Term CG Distributions										Amount			
Short Term CG Distributions										16,766	0		
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Excess FMV Over Adj Basis or Losses
70 JAMER CENT SMALL CAP GRV	025083320		7/24/2015	1/20/2017	5,042		0	5,142	-100	0	0	0	51,702
71 JAMER CENT SMALL CAP GRV	025083320		7/24/2015	4/24/2017	1,017		0	974	43	0	0	0	-100
72 JAMER CENT SMALL CAP GRV	025083320		7/24/2015	5/23/2017	26,492		0	25,213	1,279	0	0	0	43
73 JAMER CENT SMALL CAP GRV	025083320		7/24/2015	10/23/2017	864		0	764	100	0	0	0	1,279
74 AMERIPRISE FINL INC	030766106		7/28/2015	1/20/2017	1,886		0	1,878	-192	0	0	0	100
75 APPLE INC	0378333100		9/12/2015	1/20/2017	2,396		0	1,630	167	0	0	0	-192
76 APPLE INC	0378333100		8/24/2016	1/20/2017	2,396		0	2,158	238	0	0	0	167
77 APPLE INC	0378333100		1/28/2016	1/20/2017	1,198		0	1,119	79	0	0	0	238
78 APPLE INC	0378333100		8/6/2014	4/25/2017	3,616		0	2,378	1,237	0	0	0	79
79 APPLE INC	0378333100		8/6/2014	10/23/2017	1,566		0	952	614	0	0	0	1,237
80 ARTISAN INTERNATIONAL FC	04314H402		1/12/2011	4/24/2017	29,602		0	20,073	9,589	0	0	0	614
81 ARTISAN INTERNATIONAL FC	04314H402		9/29/2011	4/24/2017	31,419		0	21,000	10,419	0	0	0	9,589
82 ARTISAN INTERNATIONAL FC	04314H402		1/26/2017	4/24/2017	2,319		0	2,183	136	0	0	0	10,419
83 ARTISAN MID CAP FUND-INS	04314H600		6/20/2014	4/24/2017	383		0	459	-76	0	0	0	136
84 CELEANESE CORP	150870103		9/6/2014	10/23/2017	1,052		0	588	464	0	0	0	-76
85 CISO SYSTEMS INC	17275R102		8/24/2016	1/20/2017	601		0	621	-20	0	0	0	464
86 CISO SYSTEMS INC	17275R102		9/12/2015	1/20/2017	1,352		0	1,136	216	0	0	0	-20
87 CITIGROUP INC	172967424		8/6/2014	1/20/2017	1,685		0	1,444	241	0	0	0	216
88 CITIGROUP INC	172967424		8/6/2014	10/23/2017	1,474		0	963	511	0	0	0	241
89 COGNIZANT TECH SOLUTION	192446102		3/16/2016	1/20/2017	1,992		0	2,061	-69	0	0	0	511
90 COGNIZANT TECH SOLUTION	192446102		3/16/2016	10/23/2017	1,493		0	1,178	315	0	0	0	-69
91 COMCAST CORP CLASS A	20030N101		9/12/2015	1/20/2017	1,102		0	1,831	727	0	0	0	315
92 COMCAST CORP CLASS A	20030N101		8/24/2016	10/23/2017	1,837		0	1,640	197	0	0	0	727
93 COMCAST CORP CLASS A	20030N101		8/6/2014	10/23/2017	1,285		0	927	358	0	0	0	197
94 CREDIT SUISSE COMM RET	22544R305		9/11/2014	1/20/2017	6,701		0	9,113	-2,412	0	0	0	358
95 CREDIT SUISSE COMM RET	22544R305		1/28/2015	1/20/2017	8,817		0	9,673	-1,056	0	0	0	-2,412
96 CREDIT SUISSE COMM RET	22544R305		11/16/2015	1/20/2017	2,560		0	2,356	204	0	0	0	-1,056
97 MERCK & CO INC NEW	58933Y105		8/24/2016	1/20/2017	938		0	940	-2	0	0	0	204
98 MERCK & CO INC NEW	58933Y105		4/26/2016	1/20/2017	625		0	580	65	0	0	0	-2
99 MERGER FUND-INST #301	589509207		10/17/2011	1/20/2017	1,392		0	1,399	-7	0	0	0	65
100 MERGER FUND-INST #301	589509207		9/29/2011	10/23/2017	8,636		0	8,600	36	0	0	0	-7
101 MERGER FUND-INST #301	589509207		10/17/2011	10/23/2017	1,146		0	1,121	25	0	0	0	36
102 MERGER FUND-INST #301	589509207		2/14/2012	10/23/2017	2,919		0	2,846	73	0	0	0	25
103 MERGER FUND-INST #301	589509207		4/27/2016	10/23/2017	782		0	746	36	0	0	0	73
104 MERGER FUND-INST #301	589509207		10/2/2011	10/23/2017	183		0	188	5	0	0	0	36
105 MERGER FUND-INST #301	589509207		8/24/2016	10/23/2017	16,088		0	15,477	611	0	0	0	5
106 MERGER FUND-INST #301	589509207		4/26/2017	10/23/2017	377		0	371	6	0	0	0	611
107 MERGER FUND-INST #301	589509207		5/26/2017	10/23/2017	4,593		0	4,536	57	0	0	0	6
108 MICROSOFT CORP	594918104		8/24/2016	1/20/2017	3,125		0	2,892	233	0	0	0	57
109 MICROSOFT CORP	594918104		10/3/2016	1/20/2017	313		0	288	25	0	0	0	233
110 MICROSOFT CORP	594918104		8/10/2015	10/23/2017	1,583		0	1,150	433	0	0	0	25
111 MICROSOFT CORP	594918104		7/11/2015	10/23/2017	396		0	237	159	0	0	0	433
112 SUNCOR ENERGY INC NEW	867224107		8/6/2014	1/20/2017	2,062		0	1,733	329	0	0	0	159
113 TJX COMPANIES INC	872540109		8/6/2014	1/20/2017	1,131		0	811	320	0	0	0	329
114 TARGET CORP	87612E106		8/24/2016	1/20/2017	638		0	717	-79	0	0	0	320
115 THERMO FISHER SCIENTIFIC	883556102		8/6/2014	1/20/2017	1,913		0	1,740	173	0	0	0	-79
116 TOTAL S.A. - ADR	89151E109		8/6/2014	1/20/2017	1,436		0	1,511	-75	0	0	0	173
117 TOTAL S.A. - ADR	89151E109		8/6/2014	1/20/2017	1,536		0	1,954	-418	0	0	0	-75
118 UNITED PARCEL SERVICE-C	907818108		8/6/2014	1/20/2017	2,700		0	2,440	260	0	0	0	-418
119 UNITED PARCEL SERVICE-C	911312106		12/8/2016	1/20/2017	1,146		0	1,188	-42	0	0	0	260
120 UNITED PARCEL SERVICE-C	911312106		8/6/2014	1/20/2017	573		0	478	95	0	0	0	-42
121 UNITED-HEALTH GROUP INC	91324P102		9/12/2015	1/20/2017	792		0	564	228	0	0	0	95
122 UNITED-HEALTH GROUP INC	91324P102		8/24/2016	1/20/2017	1,584		0	1,399	185	0	0	0	228
123 UNITED-HEALTH GROUP INC	91324P102		8/6/2014	10/23/2017	5,193		0	2,042	3,151	0	0	0	185
124 VANGUARD REIT VIPER	922908553		7/13/2011	1/20/2017	496		0	344	152	0	0	0	3,151
125 EATON CORP PLC	G29183103		12/8/2016	1/20/2017	678		0	689	-11	0	0	0	152
126 EATON CORP PLC	G29183103		8/6/2014	1/20/2017	339		0	309	30	0	0	0	-11
127 TE CONNECTIVITY LTD	H84989104		1/18/2016	1/20/2017	1,046		0	980	66	0	0	0	30
128 MCKESSON CORP	H8155Q103		8/24/2016	1/20/2017	749		0	947	-198	0	0	0	66
129 NEUBERGER BERMAN LONG	64129R608		6/20/2014	4/24/2017	369		0	349	20	0	0	0	-198
130 OPPENHEIMER DEVELOPING	683974604		12/3/2014	4/24/2017	72		0	72	0	0	0	0	20
131 OPPENHEIMER DEVELOPING	683974604		12/8/2015	4/24/2017	4,082		0	3,988	84	0	0	0	0
132 OPPENHEIMER DEVELOPING	683974604		12/8/2015	10/23/2017	10,825		0	9,155	1,670	0	0	0	84
133 OPPENHEIMER DEVELOPING	683974604		12/8/2015	10/23/2017	2,892		0	2,335	557	0	0	0	1,670
134 T ROWE PRICE INST FLOAT	77958B402		4/24/2014	1/20/2017	9,575		0	9,726	-151	0	0	0	557
135 T ROWE PRICE INST FLOAT	77958B402		8/7/2014	1/20/2017	592		0	600	-8	0	0	0	-151
136 PNC FINANCIAL SERVICES G	693475105		12/8/2016	1/20/2017	1,170		0	1,150	20	0	0	0	-8
137 PNC FINANCIAL SERVICES G	693475105		5/27/2015	10/23/2017	1,367		0	960	210	0	0	0	20
138 PNC FINANCIAL SERVICES G	693475105		5/27/2015	10/23/2017	1,367		0	960	407	0	0	0	210

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	24,372		
										24,372	0	0

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

	Date	Amount
1 Credit from prior year return	1	195
2 First quarter estimated tax payment	2	
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	195

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	72,297
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	72,297

**Expenditure Responsibility Statement
for the year 2017**

Pursuant to Treasury Regulation § 53.4945-5(d)(2), the Foundation provides the following information:

- (i) The name and address of the grantee:**
Union Benevolent Association
1528 Walnut Street, Suite 1002
Philadelphia, PA 19102
- (ii) The date(s) and amount(s) of the grant(s):**
December 20, 2016 \$3,970.20
- (iii) The specific purpose(s) of the grant(s):**
Per terms of the document
- (iv) The amounts expended by the grantee (based upon the most recent report received from the grantee):**
The grantee reported the funds were used for the purpose intended.
- (v) Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the Foundation as grantor):**
To the Trust's knowledge, no funds have been diverted to any activity other than the activity for which the grant was originally made.
- (vi) The dates of report(s) received from the grantee:**
March 8, 2018
- (vii) The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under Treasury Regulation § 53.4945-5(c)(1) by the Foundation as the grantor or by others at the direction of the Foundation:**
March 8, 2018

The Trust has no reason to doubt the accuracy or reliability of information supplied by the named beneficiary; therefore, the Trust did not undertake or direct independent verification.

**Expenditure Responsibility Statement
for the year 2017**

Pursuant to Treasury Regulation § 53.4945-5(d)(2), the Foundation provides the following information:

- (i) The name and address of the grantee:**
Thomas Scattergood Behavioral Health Foundation
1501 Cherry Street
Philadelphia, PA 19102
- (ii) The date(s) and amount(s) of the grant(s):**
12/20/2017 \$6,505.20
- (iii) The specific purpose(s) of the grant(s):**
To make charitable contributions to 501(c)(3) organizations.
- (iv) The amounts expended by the grantee (based upon the most recent report received from the grantee):**
The grantee reported the funds were used for the purpose intended.
- (v) Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the Foundation as grantor):**
To the Trust's knowledge, no funds have been diverted to any activity other than the activity for which the grant was originally made.
- (vi) The dates of report(s) received from the grantee:**
02/08/2018
- (vii) The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under Treasury Regulation § 53.4945-5(c)(1) by the Foundation as the grantor or by others at the direction of the Foundation:**
02/08/2018
The Trust has no reason to doubt the accuracy or reliability of information supplied by the named beneficiary, therefore, the Trust did not undertake or direct independent verification.

**Expenditure Responsibility Statement
for the year 2017**

Pursuant to Treasury Regulation § 53.4945-5(d)(2), the Foundation provides the following information:

- (i) The name and address of the grantee:**
Mercantile Beneficial Association
244 Perry Street
Elkins Park, PA 19027
- (ii) The date(s) and amount(s) of the grant(s):**
12/26/2017 \$3,252.60
- (iii) The specific purpose(s) of the grant(s):**
To make charitable contributions to 501(c)(3) organizations.
- (iv) The amounts expended by the grantee (based upon the most recent report received from the grantee):**
The grantee reported the funds were used for the purpose intended.
- (v) Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the Foundation as grantor):**
To the Trust's knowledge, no funds have been diverted to any activity other than the activity for which the grant was originally made.
- (vi) The dates of report(s) received from the grantee:**
02/22/2018
- (vii) The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under Treasury Regulation § 53.4945-5(c)(1) by the Foundation as the grantor or by others at the direction of the Foundation:**
02/22/2018
The Trust has no reason to doubt the accuracy or reliability of information supplied by the named beneficiary; therefore, the Trust did not undertake or direct independent verification

**Expenditure Responsibility Statement
for the year 2016**

Pursuant to Treasury Regulation § 53.4945-5(d)(2), the Foundation provides the following information:

- (i) **The name and address of the grantee:**
Mercantile Beneficial Association
244 Perry Street
Elkins Park, PA 19027
- (ii) **The date(s) and amount(s) of the grant(s):**

12/20/2016	\$3,377.70
12/22/2016	<u>\$375.30</u>
TOTAL:	\$3,753.00
- (iii) **The specific purpose(s) of the grant(s):**
To make charitable contributions to 501(c)(3) organizations.
- (iv) **The amounts expended by the grantee (based upon the most recent report received from the grantee):**
The grantee reported the funds were used for the purpose intended.
- (v) **Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the Foundation as grantor):**
To the Trust's knowledge, no funds have been diverted to any activity other than the activity for which the grant was originally made.
- (vi) **The dates of report(s) received from the grantee:**
05/11/2017
- (vii) **The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under Treasury Regulation § 53.4945-5(c)(1) by the Foundation as the grantor or by others at the direction of the Foundation:**
05/11/2017
The Trust has no reason to doubt the accuracy or reliability of information supplied by the named beneficiary; therefore, the Trust did not undertake or direct independent verification

**Expenditure Responsibility Statement
for the year 2016**

Pursuant to Treasury Regulation § 53.4945-5(d)(2), the Foundation provides the following information:

- (i) **The name and address of the grantee:**
Thomas Scattergood Behavioral Health Foundation
1501 Cherry Street
Philadelphia, PA 19102
- (ii) **The date(s) and amount(s) of the grant(s):**

12/20/2016	\$6,755.40
12/22/2016	\$750.60
TOTAL	\$7,506.00
- (iii) **The specific purpose(s) of the grant(s):**
To make charitable contributions to 501(c)(3) organizations.
- (iv) **The amounts expended by the grantee (based upon the most recent report received from the grantee):**
The grantee reported the funds were used for the purpose intended.
- (v) **Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the Foundation as grantor):**
To the Trust's knowledge, no funds have been diverted to any activity other than the activity for which the grant was originally made.
- (vi) **The dates of report(s) received from the grantee:**
06/06/2017
- (vii) **The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under Treasury Regulation § 53.4945-5(c)(1) by the Foundation as the grantor or by others at the direction of the Foundation:**
06/06/2017
The Trust has no reason to doubt the accuracy or reliability of information supplied by the named beneficiary; therefore, the Trust did not undertake or direct independent verification.

**Expenditure Responsibility Statement
for the year 2016**

Pursuant to Treasury Regulation § 53.4945-5(d)(2), the Foundation provides the following information:

- (i) **The name and address of the grantee:**
Spring Garden Soup Society
- (ii) **The date(s) and amount(s) of the grant(s):**
December 21, 2016 \$3,734.10
- (iii) **The specific purpose(s) of the grant(s):**
Per terms of the document
- (iv) **The amounts expended by the grantee (based upon the most recent report received from the grantee):**
The grantee reported the funds were used for the purpose intended.
- (v) **Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the Foundation as grantor):**
To the Trust's knowledge, no funds have been diverted to any activity other than the activity for which the grant was originally made.
- (vi) **The dates of report(s) received from the grantee:**
05/23/2017
- (vii) **The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under Treasury Regulation § 53.4945-5(c)(1) by the Foundation as the grantor or by others at the direction of the Foundation:**
05/23/2017
The Trust has no reason to doubt the accuracy or reliability of information supplied by the named beneficiary; therefore, the Trust did not undertake or direct independent verification.