

Form **990-PF****Return of Private Foundation**  
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

**2017**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

- ▶ Do not enter social security numbers on this form as it may be made public.  
▶ Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

For calendar year 2017 or tax year beginning 1/1/2017, and ending 12/31/2017

Name of foundation  
**NICHOLAS CHARITABLE TRUST**

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
**Wells Fargo Bank N A Trust Tax Dept - 6325 S RAINBOW BLVD STE 300**

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

Foreign country name Foreign province/state/country Foreign postal code

**A Employer identification number**  
25-6785253

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

**C If exemption application is pending, check here** ☐

**D 1. Foreign organizations, check here** ☐  
**2. Foreign organizations meeting the 85% test, check here and attach computation** ☐  
**E If private foundation status was terminated under section 507(b)(1)(A), check here** ☐  
**F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here** ☐

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

**H Check type of organization** ☒ Section 501(c)(3) exempt private foundation **04**  
☐ 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) ▶ \$** 140,675 **J Accounting method** ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_ (Part I, column (d) must be on cash basis)

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>Revenue</b>	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	2,020	1,989		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	8,061			
	b Gross sales price for all assets on line 6a 49,384				
	7 Capital gain net income (from Part IV, line 2)		8,061		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
<b>Operating and Administrative Expenses</b>	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 <b>Total.</b> Add lines 1 through 11	10,081	10,050	0	
	13 Compensation of officers, directors, trustees, etc	2,759	2,483		276
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	898			898
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	59	59		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	35			35
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23	3,751	2,542	0	1,209
	25 Contributions, gifts, grants paid	12,000			12,000
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	15,751	2,542	0	13,209
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-5,670			
	b Net investment income (if negative, enter -0-)		7,508		
	c <b>Adjusted net income</b> (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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Form **990-PF** (2017)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments	6,031	5,761	5,761	
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)				
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)	118,570	113,162	134,914		
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶ )					
16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	124,601	118,923	140,675		
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	<b>Total liabilities</b> (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	124,601	118,923		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	<b>Total net assets or fund balances</b> (see instructions)	124,601	118,923		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	124,601	118,923			

## 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	124,601
2	Enter amount from Part I, line 27a	2	-5,670
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	42
4	Add lines 1, 2, and 3	4	118,973
5	Decreases not included in line 2 (itemize) ▶ PY RETURN OF CAPITAL ADJUSTMENT	5	50
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	118,923

**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 )
<b>1a</b>	See Attached Statement			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				

  

(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))
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

<b>2</b>	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 }	<b>2</b>	8,061
<b>3</b>	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 }	<b>3</b>	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

(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	13,994	133,342	0 104948
2015	16,075	155,368	0 103464
2014	16,943	173,620	0 097587
2013	16,882	173,607	0 097243
2012	41,504	196,495	0 211222

  

<b>2</b>	Total of line 1, column (d)	<b>2</b>	0 614464
<b>3</b>	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	<b>3</b>	0 122893
<b>4</b>	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	<b>4</b>	136,166
<b>5</b>	Multiply line 4 by line 3	<b>5</b>	16,734
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	75
<b>7</b>	Add lines 5 and 6	<b>7</b>	16,809
<b>8</b>	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	<b>8</b>	13,209

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

<b>1a</b>	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>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col (b)			
<b>1</b>			150	
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		0	
<b>3</b>	Add lines 1 and 2		150	
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)			
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		150	
<b>6</b>	Credits/Payments			
<b>a</b>	2017 estimated tax payments and 2016 overpayment credited to 2017	<b>6a</b>		
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>		
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>		
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>		
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>		0
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>		
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>		150
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>		0
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2018 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>		0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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>b</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 <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
<b>2</b> 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
<b>3</b> 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
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		N/A
<b>5</b> 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
<b>6</b> 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	
<b>7</b> 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	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered. See instructions <input type="checkbox"/> MA		
<b>b</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	
<b>9</b> 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
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	Yes	No
11			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions		X
12			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
13		X	
14	The books are in care of ► WELLS FARGO BANK N.A. Telephone no ► 888-730-4933 Located at ► 6325 S RAINBOW BLVD STE 300 LAS VEGAS NV ZIP+4 ► 89118		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ►	Yes	No
16			X

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

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

1a	During the year, did the foundation (either directly or indirectly)	Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days )	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ► <input type="checkbox"/>		X
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?		X
1c			X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? If "Yes," list the years ► 20____, 20____, 20____, 20____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions )		N/A
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 )		N/A
3b			N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
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?		X
4b			X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

- 5a** During the year, did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions ☒ Yes ☐ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance, check here ☐ Yes ☒ No
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 6325 S RAINBOW BLVD STE 300 LAS VEGAS, NV 89118	TRUSTEE SEE ATTACHED	2,759		

**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.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	135,015
<b>b</b>	Average of monthly cash balances	<b>1b</b>	3,225
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	138,240
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	138,240
<b>4</b>	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	<b>4</b>	2,074
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	136,166
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	6,808

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	6,808
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5	<b>2a</b>	150
<b>b</b>	Income tax for 2017 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	150
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	6,658
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	6,658
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	6,658

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	13,209
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	13,209
<b>5</b>	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.	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	13,209

**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				6,658
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012 31,689				
b From 2013 8,348				
c From 2014 8,517				
d From 2015 8,363				
e From 2016 7,327				
f <b>Total</b> of lines 3a through e	64,244			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 13,209				
a Applied to 2016, but not more than line 2a				
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				6,658
e Remaining amount distributed out of corpus	6,551			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a) )				
6 <b>Enter the net total of each column as indicated below:</b>				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	70,795			
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				0
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)	31,689			
9 <b>Excess distributions carryover to 2018.</b> Subtract lines 7 and 8 from line 6a	39,106			
10 Analysis of line 9				
a Excess from 2013 8,348				
b Excess from 2014 8,517				
c Excess from 2015 8,363				
d Excess from 2016 7,327				
e Excess from 2017 6,551				



**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)				
<b>a</b> <i>Paid during the year</i> See Attached Statement				
<b>Total</b>			▶ <b>3a</b>	12,000
<b>b</b> <i>Approved for future payment</i> NONE				
<b>Total</b>			▶ <b>3b</b>	0





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

Recipient(s) paid during the year

Name

ALDERSGATE UTD METHODIST CHURCH

Street

397 TYLER RUN RD

City	State	Zip Code	Foreign Country
YORK	PA	17403	
Relationship	Foundation Status		
NONE	PC		
Purpose of grant/contribution			Amount
GENERAL SUPPORT GRANT			3,000

Name

ALBRIGHT CARE SERVICES

Street

90 MAPLEWOOD DRIVE

City	State	Zip Code	Foreign Country
LEWISBURG	PA	17837	
Relationship	Foundation Status		
NONE	PC		
Purpose of grant/contribution			Amount
GENERAL SUPPORT GRANT			3,000

Name

THE BRETHEREN HOME FOUNDATION

Street

PO BOX 128

City	State	Zip Code	Foreign Country
NEW OXFORD	PA	17350	
Relationship	Foundation Status		
NONE	PC		
Purpose of grant/contribution			Amount
GENERAL SUPPORT GRANT			3,000

Name

THE CHURCH OF THE BRETHEREN

Street

1505 DUNDEE AVENUE

City	State	Zip Code	Foreign Country
ELGIN	IL	60120	
Relationship	Foundation Status		
NONE	PC		
Purpose of grant/contribution			Amount
GENERAL SUPPORT GRANT			3,000

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

**Supplemental Information:**

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

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

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

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

Long Term CG Distributions Short Term CG Distributions	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Totals		Gross Sales		Cost or Other Basis, Expenses Depreciation and Adjustments		Net Gain or Loss	
									Capital Gains/Losses Other sales	Other sales	49,384	0	41,323	0	8,061	0
1	TEMPLETON EMER MKT SIC	88019R690	X				4/24/2017	7/25/2017	216		201					
2	TEMPLETON EMER MKT SIC	88019R690	X				8/25/2017	8/25/2017	87		80					
3	TOUCHSTONE MID CAP VAL	89155H389	X				1/19/2017	1/19/2017	308		299					
4	TOUCHSTONE MID CAP VAL	89155H389	X				4/24/2014	2/27/2017	286		248					
5	TOUCHSTONE MID CAP VAL	89155H389	X				7/25/2017	10/19/2017	118		115					
6	TEMPLETON EMER MKT SIC	88019R690	X				1/23/2014	2/27/2017	165		152					
7	TOUCHSTONE MID CAP VAL	89155H389	X				8/28/2016	10/19/2017	100		89					
8	INV BALANCE RISK COMM S	0088Y508	X				8/28/2016	10/19/2017	1343		1335					
9	COLUMBIA SELECT SIC VAL	19766H437	X				8/26/2016	5/24/2017	1757		1647					
10	COLUMBIA SELECT SIC VAL	19766H437	X				10/25/2016	5/24/2017	149		137					
11	COLUMBIA SELECT SIC VAL	19766H437	X				4/24/2017	5/24/2017	104		102					
12	COLUMBIA SELECT SIC VAL	19766H437	X				1/22/2016	5/24/2017	222		178					
13	COLUMBIA SELECT SIC VAL	19766H437	X				10/2/2016	10/19/2017	204		154					
14	CREDIT SUISSE COMM RET	22544R305	X				10/2/2015	1/19/2017	1024		1035					
15	CREDIT SUISSE COMM RET	22544R305	X				1/10/2015	1/19/2017	358		337					
16	DODGE & COX INTL STOCK	256206103	X				2/17/2011	1/19/2017	196		186					
17	DODGE & COX INTL STOCK	256206103	X				2/17/2011	4/20/2017	205		186					
18	DODGE & COX INTL STOCK	256206103	X				2/17/2011	6/27/2017	438		373					
19	OPPENHEIMER DEVELOPING	683974604	X				2/17/2011	10/19/2017	169		137					
20	PRINCIPAL GL MULT STRAT	742551666	X				8/28/2014	7/25/2017	754		728					
21	BOSTON P LONGSHRT RESIN	74925K581	X				7/12/2013	2/27/2017	80		67					
22	BOSTON P LONGSHRT RESIN	74925K581	X				5/24/2017	8/25/2017	194		191					
23	T ROWE PR OVERSEAS STO	77956H435	X				4/24/2017	8/25/2017	247		240					
24	T ROWE PR OVERSEAS STO	77956H435	X				4/24/2017	7/25/2017	75		70					
25	T ROWE PR OVERSEAS STO	77956H435	X				4/24/2017	8/25/2017	185		170					
26	T ROWE PR OVERSEAS STO	77956H435	X				4/24/2017	8/25/2017	33		30					
27	T ROWE PR OVERSEAS STO	77956H435	X				4/24/2017	10/19/2017	159		140					
28	T ROWE PRICE INST FLOAT	77958B402	X				8/28/2016	1/19/2017	181		170					
29	DODGE & COX INTL STOCK	256206103	X				2/17/2011	7/25/2017	136		112					
30	DODGE & COX INTL STOCK	256206103	X				2/17/2011	8/25/2017	136		112					
31	DODGE & COX INTL STOCK	256206103	X				2/17/2011	10/19/2017	140		112					
32	DODGE & COX INCOME FD C	256210105	X				10/25/2016	4/20/2017	261		264					
33	DODGE & COX INCOME FD C	256210105	X				10/5/2016	4/20/2017	151		152					
34	EATON VANCE GLOBAL MAC	277923728	X				7/25/2017	8/25/2017	91		91					
35	EATON VANCE GLOBAL MAC	277923728	X				8/28/2016	10/19/2017	4013		384					
36	EATON VANCE GLOBAL MAC	277923728	X				7/25/2017	10/19/2017	110		109					
37	FID ADV EMER MKTS INC-CL	315920702	X				7/25/2017	8/25/2017	100		98					
38	HARBOR CAPITAL APRTION	411511504	X				8/28/2016	1/19/2017	470		485					
39	HARBOR CAPITAL APRTION	411511504	X				8/28/2015	2/27/2017	555		563					
40	HARBOR CAPITAL APRTION	411511504	X				8/28/2015	4/20/2017	231		230					
41	HARBOR CAPITAL APRTION	411511504	X				8/29/2015	4/20/2017	147		145					
42	HARBOR CAPITAL APRTION	411511504	X				8/29/2015	5/30/2017	180		167					
43	HARBOR CAPITAL APRTION	411511504	X				10/24/2014	5/30/2017	760		682					
44	HARBOR CAPITAL APRTION	411511504	X				10/24/2014	6/27/2017	200		181					
45	T ROWE PRICE REAL ESTAT	779519109	X				7/25/2017	8/25/2017	85		85					
46	SPDR DJ WILSHIRE INTERNA	78463X863	X				10/25/2018	4/20/2017	153		159					
47	HARBOR CAPITAL APRTION	411511504	X				10/24/2014	7/25/2017	39		34					
48	HARBOR CAPITAL APRTION	411511504	X				1/22/2015	7/25/2017	311		281					
49	HARBOR CAPITAL APRTION	411511504	X				1/22/2015	8/25/2017	159		134					
50	HARBOR CAPITAL APRTION	411511504	X				1/22/2016	8/25/2017	261		208					
51	HARBOR CAPITAL APRTION	411511504	X				8/26/2016	10/19/2017	518		424					
52	JPMORGAN HIGH YIELD FUN	4812C0803	X				4/22/2014	1/19/2017	717		781					
53	JPMORGAN HIGH YIELD FUN	4812C0803	X				4/22/2016	1/19/2017	367		351					
54	JPMORGAN HIGH YIELD FUN	4812C0803	X				8/26/2016	1/19/2017	1764		1754					
55	MFS VALUE FUND-CLASS I #	552983694	X				10/28/2014	1/19/2017	2115		2085					
56	MFS VALUE FUND-CLASS I #	552983694	X				10/28/2014	2/27/2017	536		482					
57	MFS VALUE FUND-CLASS I #	552983694	X				4/24/2017	6/27/2017	232		225					
58	MFS VALUE FUND-CLASS I #	552983694	X				10/28/2014	6/27/2017	356		313					
59	MFS VALUE FUND-CLASS I #	552983694	X				7/25/2017	10/19/2017	82		79					
60	MFS VALUE FUND-CLASS I #	552983694	X				8/26/2016	10/19/2017	245		216					
61	MERGER FUND-INST #301	589509207	X				2/11/2013	10/18/2017	947		930					
62	MERGER FUND-INST #301	589509207	X				8/26/2016	10/19/2017	96		93					
63	MERGER FUND-INST #301	589509207	X				5/24/2017	10/19/2017	352		349					
64	WEST TOTAL RETURN B	952905509	X				8/26/2016	8/25/2017	107		110					
65	ARTISAN INTERNATIONAL FD	04314H402	X				10/24/2011	4/20/2017	1725		1279					
66	ARTISAN INTERNATIONAL FD	04314H402	X				2/17/2011	4/20/2017	4616		3718					
67	ARTISAN INTERNATIONAL FD	04314H402	X				2/17/2011	4/20/2017	923		743					
68	ARTISAN INTERNATIONAL FD	04314H402	X				10/25/2016	4/20/2017	367		354					
69	ARTISAN INTERNATIONAL FD	04314H402	X				1/19/2017	4/20/2017	224		213					
70	ARTISAN MID CAP FUND-INS	04314H600	X				8/26/2016	2/27/2017	169		177					
71	ARTISAN MID CAP FUND-INS	04314H600	X				8/26/2016	5/30/2017	490		466					
72	ARTISAN MID CAP FUND-INS	04314H600	X				8/28/2016	7/25/2017	138		132					



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		0		Capital Gains/Losses										49,384		41,323		8,061	
				Other sales										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 ARTISAN SMALL CAP FUND-I	04314H758	X				7/23/2015	1/19/2017	89	98					-9					
74 ARTISAN SMALL CAP FUND-I	04314H758	X				7/23/2015	2/27/2017	154	163					-9					
75 ARTISAN SMALL CAP FUND-I	04314H758	X				7/23/2015	5/24/2017	2,289	2,312					-23					
76 ARTISAN SMALL CAP FUND-I	04314H758	X				7/23/2015	7/25/2017	170	163					7					
77 ARTISAN SMALL CAP FUND-I	04314H758	X				7/23/2015	10/19/2017	103	98					5					
78 COLUMBIA SELECT SIC VALU	19766H437	X				8/26/2016	1/19/2017	285	279					6					
79 MSIF FRONTIER MARKETS-I	61760X836	X				10/8/2015	4/20/2017	2,165	2,007					158					
80 ASG GLOBAL ALTERNATIVES	63872T885	X				1/23/2014	10/19/2017	342	354					-12					
81 ASG GLOBAL ALTERNATIVES	63872T885	X				6/20/2014	10/19/2017	326	338					-12					
82 ASG GLOBAL ALTERNATIVES	63872T885	X				4/22/2016	10/19/2017	447	399					48					
83 ASG GLOBAL ALTERNATIVES	63872T885	X				5/24/2017	10/19/2017	326	314					14					
84 OPPENHEIMER DEVELOPING	683974604	X				2/17/2011	2/27/2017	241	240					1					
85 OPPENHEIMER DEVELOPING	683974604	X				2/17/2011	5/20/2017	415	378					37					
86 OPPENHEIMER DEVELOPING	683974604	X				2/17/2011	6/27/2017	76	69					7					
87 OPPENHEIMER DEVELOPING	683974604	X				2/17/2011	7/25/2017	277	240					37					
88 OPPENHEIMER DEVELOPING	683974604	X				2/17/2011	8/25/2017	489	412					77					

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

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

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

		59	59	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	59	59		

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

		35	0	0	35
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEES	35			35

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	113,162	134,914
2	ARTISAN MID CAP FUND-INSTL 1333		0	8,674	8,200
3	MET WEST TOTAL RETURN BOND CL I 51		0	5,532	5,461
4	FID ADV EMER MKTS INC- CL I 607		0	3,950	4,133
5	DODGE & COX INTL STOCK FD 1048		0	5,816	7,587
6	MFS VALUE FUND-CLASS I 893		0	11,811	17,626
7	COLUMBIA SELECT S/C VALUE-Z 6141		0	3,180	3,845
8	T ROWE PR OVERSEAS STOCK-I #521		0	6,816	7,696
9	T ROWE PR REAL ESTATE-I #432		0	5,893	6,116
10	VANGUARD REIT VIPER		0	1,728	2,572
11	TEMPLETON EMER MKT S/C-ADV 626		0	3,389	4,356
12	AQR MANAGED FUTURES STR-I		0	4,765	4,396
13	VANGUARD INFLAT-PROT SECS-ADM 511		0	418	411
14	EATON VANCE GLOB MACRO ADV-I 208		0	4,219	4,077
15	BLACKROCK GL L/S CREDIT-K #1940		0	2,794	2,791
16	OPPENHEIMER DEVELOPING MKT-I 799		0	7,743	9,928
17	JOHN HANCOCK II-CURR STR-I 3643		0	2,807	2,822
18	ARTISAN SMALL CAP FUND-INS #2452		0	3,590	3,773
19	SPDR DJ WILSHIRE INTERNATIONAL REA		0	3,588	3,968
20	ROBECO BP LNG/SHRT RES-INS		0	6,259	7,283
21	TOUCHSTONE MID CAP VAL-INST #552		0	7,704	8,894
22	DODGE & COX INCOME FD COM 147		0	2,499	2,523
23	HARBOR CAPITAL APRCTION-INST 2012		0	9,987	16,456

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

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

1	COST BASIS ADJUSTMENT	1	4
2	MUTUAL FUND TIMING ADJUSTMENT	2	10
3	FEDERAL EXCISE TAX REFUND	3	28
4	Total	4	42

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

1	PY RETURN OF CAPITAL ADJUSTMENT	1	50
2	Total	2	50

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## Amount

[illegible]

## 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 SEE ATTAC	Compensation	Benefits	Expense Account	0
1	Wells Fargo Bank N A Trust Tax D		6325 S RAINBOW BLVD STE 300	LAS VEGAS	NV	89118		TRUSTEE		2,759			0