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Form 990-PF

Department of the Treasury  
Internal Revenue Service

# Return of Private Foundation

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

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

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , and ending

Name of foundation <b>THE FRANK J POLEY MEMORIAL FUND</b>		A Employer identification number <b>25-6852214</b>
Number and street (or P O box number if mail is not delivered to street address) <b>Wells Fargo Bank N A Trust Tax Dept - 6325 S RAINBOW BLVD STE 300</b>	Room/suite	B Telephone number (see instructions) <b>888-730-4933</b>
City or town, state or province, country, and ZIP or foreign postal code <b>LAS VEGAS NV 89118</b>		
Foreign country name	Foreign province/state/county	Foreign postal code
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <b>04</b> <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 148,137</b>		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____
C If exemption application is pending, check here <input type="checkbox"/>		
D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>		
E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>		

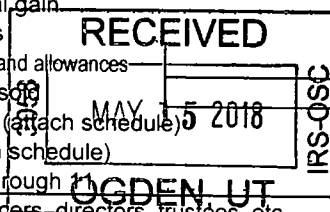
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <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	2,553	2,528		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	6,032			
b	Gross sales price for all assets on line 6a <b>45,118</b>				
7	Capital gain net income (from Part IV, line 2)		6,032		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	<b>Total.</b> Add lines 1 through 11	8,585	8,560	0	
13	Compensation of officers, directors, trustees, etc.	2,885	2,596		289
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	1,110			1,110
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	57	42		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	<b>Total operating and administrative expenses.</b> Add lines 13 through 23	4,052	2,638	0	1,399
25	Contributions, gifts, grants paid	7,000			7,000
26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	11,052	2,638	0	8,399
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-2,467			
b	Net investment income (if negative, enter -0-)		5,922		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2017)

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 03/04  
 POSTMARK DATE MAY 10 2018  
 ENVELOPE

 SCANNED JUL 11 2018  
 Revenue  
 Operating and Administrative Expenses


<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
<b>Assets</b>	1 Cash—non-interest-bearing					
	2 Savings and temporary cash investments			5,713	8,506	8,506
	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)			123,258	117,930	139,631
	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)			128,971	126,436	148,137	
<b>Liabilities</b>	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	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 24 through 26, and lines 30 and 31.</b>					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	<b>Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/></b> <b>and complete lines 27 through 31.</b>					
	27 Capital stock, trust principal, or current funds			128,971	126,436	
	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)			128,971	126,436		
31 <b>Total liabilities and net assets/fund balances</b> (see instructions)			128,971	126,436		

**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	128,971
2 Enter amount from Part I, line 27a	2	-2,467
3 Other increases not included in line 2 (itemize) ▶ <u>MUTUAL FUND TIMING DIFFERENCE</u>	3	1
4 Add lines 1, 2, and 3	4	126,505
5 Decreases not included in line 2 (itemize) ▶ <u>See Attached Statement</u>	5	69
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	126,436

**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) FMV 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>	6,032	
<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	8,766	137,075	0.063950
2015	8,749	149,425	0.058551
2014	7,351	159,571	0.046067
2013	7,366	155,042	0.047510
2012	5,386	147,956	0.036403
<b>2</b> Total of line 1, column (d)		<b>2</b>	0.252481
<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>	0.050496
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5		<b>4</b>	142,216
<b>5</b> Multiply line 4 by line 3		<b>5</b>	7,181
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)		<b>6</b>	59
<b>7</b> Add lines 5 and 6		<b>7</b>	7,240
<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>	8,399

**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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>		59
<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>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	<b>2</b>		0
<b>3</b>	Add lines 1 and 2	<b>3</b>		59
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	<b>4</b>		
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>		59
<b>6</b>	<b>Credits/Payments</b>			
<b>a</b>	2017 estimated tax payments and 2016 overpayment credited to 2017	<b>6a</b>	22	
<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>		22
<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>		37
<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 ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
<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 PA _____		
<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
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	11		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	12		X
	Website address ▶ N/A	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?		Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶	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 ▶		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 <b>not</b> 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 <b>any</b> of the years listed in 2a, list the years here ▶ 20 _____, 20 _____, 20 _____, 20 _____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017 )		3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		4b	X

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

- 5a** During the year, did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions **5b** N/A
- Organizations relying on a current notice regarding disaster assistance, check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No N/A
- If "Yes," attach the statement required by Regulations section 53.4945–5(d)
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X
- If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** 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 89	TRUSTEE SEE ATTACHED	2,885		

**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	
<b>Total.</b> 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>	139,901
<b>b</b>	Average of monthly cash balances	<b>1b</b>	4,481
<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>	144,382
<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>	144,382
<b>4</b>	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	<b>4</b>	2,166
<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>	142,216
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	7,111

**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>	7,111
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5	<b>2a</b>	59
<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>	59
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	7,052
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	7,052
<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>	7,052

**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>	8,399
<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>	8,399
<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>	59
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	8,340

**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
<b>1</b> Distributable amount for 2017 from Part XI, line 7				7,052
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only			4,466	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2017				
<b>a</b> From 2012				
<b>b</b> From 2013				
<b>c</b> From 2014				
<b>d</b> From 2015				
<b>e</b> From 2016				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 8,399				
<b>a</b> Applied to 2016, but not more than line 2a			4,466	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2017 distributable amount				3,933
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions				
<b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				3,119
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2013				
<b>b</b> Excess from 2014				
<b>c</b> Excess from 2015				
<b>d</b> Excess from 2016				
<b>e</b> Excess from 2017				

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

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling ▶  

**b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2017	(b) 2016	(c) 2015	(d) 2014	
				0
<b>b</b> 85% of line 2a				0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed				0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities				0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon				
<b>a</b> "Assets" alternative test—enter				
<b>(1)</b> Value of all assets				0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)				0
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
<b>c</b> "Support" alternative test—enter				
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
<b>(3)</b> Largest amount of support from an exempt organization				0
<b>(4)</b> Gross investment income				0

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

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

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

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

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

- c** Any submission deadlines

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

**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> 7,000
<b>b</b> <i>Approved for future payment</i> NONE				
<b>Total</b>				<b>3b</b> 0



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

- |   |       |     |    |
|---|-------|-----|----|
| <p><b>1</b> 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?</p> <p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p><b>b</b> Other transactions</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p><b>d</b> 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</p> |       | Yes | No |
|   | 1a(1) |     | X  |
|   | 1a(2) |     | X  |
|   | 1b(1) |     | X  |
|   | 1b(2) |     | X  |
|   | 1b(3) |     | X  |
|   | 1b(4) |     | X  |
|   | 1b(5) |     | X  |
|   | 1b(6) |     | X  |
|   | 1c    |     | X  |

[illegible]

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

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

**Sign  
Here**

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

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

4/16/2018  
Date

**SVP Wells Fargo Bank N A**  
Title

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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name
----------------------------

JOSEPH J CASTRIANO

Preparer's signature

*Allen*

Date	
------	--

4/16/2018

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

Recipient(s) paid during the year

Name

ST LUKE'S UNITED CHURCH OF CHRIST

Street

200 WEST MAIN STREET

City

TRAPPE

State

PA

Zip Code

19426

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

7,000

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

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										Amount		Totals		Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss	
Short Term CG Distributions										3,492		0		45,118		39,086		6,032	
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					
1 BOSTON P LONG/SHRT RES-IN	74925K581	X				5/24/2017	10/23/2017	1,037	1,001					36					
2 T ROWE PR OVERSEAS STO	77956H435	X				4/25/2017	7/3/2017	226	221					5					
3 INV BALANCE RISK COMM S	0088Y508	X				8/26/2016	1/19/2017	1,413	1,405					8					
4 AMER CENT SMALL CAP GRV	025083320	X				7/23/2015	1/19/2017	249	258					-9					
5 AMER CENT SMALL CAP GRV	025083320	X				7/23/2015	5/24/2017	2,321	2,229					92					
6 AMER CENT SMALL CAP GRV	025083320	X				7/23/2015	7/25/2017	184	167					17					
7 ARTISAN INTERNATIONAL FI	04314H402	X				10/21/2011	4/21/2017	4,884	3,550					1,334					
8 ARTISAN INTERNATIONAL FI	04314H402	X				1/19/2017	4/21/2017	308	292					16					
9 ARTISAN MID CAP FUND-INS	04314H600	X				6/20/2014	7/3/2017	38	43					-5					
10 ARTISAN MID CAP FUND-INS	04314H600	X				10/24/2014	7/3/2017	348	392					-44					
11 ARTISAN MID CAP FUND-INS	04314H600	X				1/22/2015	7/3/2017	130	138					-8					
12 ARTISAN MID CAP FUND-INS	04314H600	X				2/11/2013	7/3/2017	70	64					6					
13 ARTISAN MID CAP FUND-INS	04314H600	X				2/11/2013	7/25/2017	62	56					6					
14 ARTISAN MID CAP FUND-INS	04314H600	X				4/10/2012	7/25/2017	77	66					11					
15 BLACKROCK GL US CREDIT	091938732	X				10/27/2015	1/19/2017	102	104					-2					
16 CREDIT SUISSE COMM RET	22544R305	X				10/24/2014	1/19/2017	475	622					-147					
17 CREDIT SUISSE COMM RET	22544R305	X				1/22/2015	1/19/2017	585	667					-82					
18 CREDIT SUISSE COMM RET	22544R305	X				1/10/2015	1/19/2017	270	254					16					
19 CREDIT SUISSE COMM RET	22544R305	X				1/22/2016	1/19/2017	125	106					19					
20 DODGE & COX INTL STOCK	256208103	X				10/21/2011	1/19/2017	196	157					39					
21 DODGE & COX INTL STOCK	256208103	X				1/22/2016	7/3/2017	439	328					111					
22 DODGE & COX INTL STOCK	256208103	X				1/22/2016	7/25/2017	182	131					51					
23 DODGE & COX INCOME FD	256210105	X				10/5/2016	4/21/2017	865	871					-6					
24 DODGE & COX INCOME FD	256210105	X				10/5/2016	7/25/2017	83	83					0					
25 EATON VANCE GLOBAL MAC	277923728	X				10/27/2015	10/23/2017	1,347	1,328					19					
26 EATON VANCE GLOBAL MAC	277923728	X				4/22/2016	10/23/2017	91	89					2					
27 EATON VANCE GLOBAL MAC	277923728	X				8/28/2016	10/23/2017	2,808	2,785					23					
28 EATON VANCE GLOBAL MAC	277923728	X				4/25/2017	10/23/2017	82	82					0					
29 JP MORGAN MID CAP VALUE	339128100	X				1/22/2015	7/3/2017	156	149					7					
30 JP MORGAN MID CAP VALUE	339128100	X				1/22/2015	7/25/2017	79	75					4					
31 HARBOR CAPITAL APRCION	411511504	X				7/23/2015	1/19/2017	823	933					-110					
32 HARBOR CAPITAL APRCION	411511504	X				7/23/2015	4/21/2017	14	15					-1					
33 HARBOR CAPITAL APRCION	411511504	X				7/24/2015	4/21/2017	126	133					-7					
34 HARBOR CAPITAL APRCION	411511504	X				8/28/2015	4/21/2017	425	423					2					
35 HARBOR CAPITAL APRCION	411511504	X				8/28/2015	7/3/2017	1,122	1,063					59					
36 HARBOR CAPITAL APRCION	411511504	X				8/28/2015	7/25/2017	179	159					20					
37 HARBOR CAPITAL APRCION	411511504	X				10/24/2014	7/25/2017	663	569					94					
38 HARBOR CAPITAL APRCION	411511504	X				8/26/2016	10/23/2017	588	485					103					
39 JPMORGAN HIGH YIELD FUN	4812C0803	X				1/23/2014	1/19/2017	64	69					-5					
40 JPMORGAN HIGH YIELD FUN	4812C0803	X				12/19/2014	1/19/2017	2,684	2,745					-61					
41 JPMORGAN HIGH YIELD FUN	4812C0803	X				8/26/2016	1/19/2017	1,052	1,047					5					
42 JPMORGAN HIGH YIELD FUN	4812C0803	X				4/22/2016	1/19/2017	222	212					10					
43 MFS VALUE FUND-CLASS I #	552983694	X				1/22/2015	1/19/2017	60	58					2					
44 MFS VALUE FUND-CLASS I #	552983694	X				7/23/2015	1/19/2017	328	322					6					
45 MFS VALUE FUND-CLASS I #	552983694	X				8/26/2016	1/19/2017	1,137	1,121					16					
46 MFS VALUE FUND-CLASS I #	552983694	X				6/20/2014	1/19/2017	116	111					5					
47 MFS VALUE FUND-CLASS I #	552983694	X				6/20/2014	7/3/2017	869	770					99					
48 MFS VALUE FUND-CLASS I #	552983694	X				8/20/2014	7/25/2017	159	140					19					
49 MFS VALUE FUND-CLASS I #	552983694	X				6/20/2014	10/23/2017	36	31					5					
50 MFS VALUE FUND-CLASS I #	552983694	X				10/28/2014	10/23/2017	87	73					14					
51 MERGER FUND-INST #301	589509207	X				10/21/2011	7/25/2017	96	95					1					
52 MERGER FUND-INST #301	589509207	X				2/11/2013	10/23/2017	883	865					18					
53 MERGER FUND-INST #301	589509207	X				10/21/2011	10/23/2017	259	256					3					
54 MERGER FUND-INST #301	589509207	X				8/26/2016	10/23/2017	1,323	1,271					52					
55 MERGER FUND-INST #301	589509207	X				5/24/2017	10/23/2017	401	396					5					
56 FID ADV EMER MKTS INC-CL	315920702	X				8/26/2016	7/25/2017	112	112					0					
57 OPPENHEIMER DEVELOPING	683974604	X				10/21/2011	7/25/2017	396	305					91					
58 OPPENHEIMER DEVELOPING	683974604	X				10/21/2011	10/23/2017	418	305					113					
59 BOSTON P LONG/SHRT RES-IN	74925K581	X				5/24/2017	7/25/2017	98	96					2					
60 BOSTON P LONG/SHRT RES-IN	74925K581	X				10/24/2014	10/23/2017	1,137	1,023					114					
61 MET WEST TOTAL RETURN B	592905509	X				10/5/2016	7/25/2017	128	132					-4					
62 ASG GLOBAL ALTERNATIVES	638721885	X				7/12/2013	1/19/2017	123	138					-15					
63 ASG GLOBAL ALTERNATIVES	638721885	X				7/12/2013	7/25/2017	106	115					7					
64 T ROWE PR OVERSEAS STO	77956H435	X				4/25/2017	7/25/2017	151	141					10					
65 T ROWE PR OVERSEAS STO	77956H435	X				4/25/2017	10/23/2017	169	151					18					
66 T ROWE PRICE INST FLOAT	77958B402	X				1/23/2014	1/19/2017	251	256					-5					
67 T ROWE PRICE INST FLOAT	77958B402	X				4/24/2014	1/19/2017	809	821					-12					
68 T ROWE PRICE INST FLOAT	77958B402	X				8/26/2016	1/19/2017	474	470					4					
69 T ROWE PRICE INST FLOAT	77958B402	X				10/21/2011	7/25/2017	133	130					3					
70 SPDR DJ WLSHIRE INTERNA	78463X863	X				10/21/2011	4/21/2017	76	69					7					
71 SPDR DJ WLSHIRE INTERNA	78463X863	X				5/24/2017	7/25/2017	117	104					13					
72 NEUBERGER BERMAN LONG	64128T608	X						209	205					3					

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										45,118		39,086		6,032											
				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	
Description		CUSIP #																											
73	OPPENHEIMER DEVELOPING		683974604	X								1/23/2014	1/19/2017	165	181														-16
74	OPPENHEIMER DEVELOPING		683974604	X								8/10/2012	4/21/2017	212	192														0
75	OPPENHEIMER DEVELOPING		683974604	X								1/23/2014	4/21/2017	190	192														0
76	OPPENHEIMER DEVELOPING		683974604	X								10/21/2011	7/21/2017	28	23														0
77	OPPENHEIMER DEVELOPING		683974604	X								10/21/2011	7/21/2017	646	518														0
78	STERLING CAPITAL STRATG		85917K546	X								6/20/2014	1/19/2017	247	234														0
79	STERLING CAPITAL STRATG		85917K546	X								6/20/2014	5/24/2017	802	741														0
80	STERLING CAPITAL STRATG		85917K546	X								7/23/2015	5/24/2017	435	384														61
81	STERLING CAPITAL STRATG		85917K546	X								4/25/2017	5/24/2017	82	83														-1
82	STERLING CAPITAL STRATG		85917K546	X								10/24/2014	7/25/2017	879	817														0
83	STERLING CAPITAL STRATG		85917K546	X								10/24/2014	7/25/2017	87	72														0



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

		1,110	0	0	1,110
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,110			1,110

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

		57	42	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
<b>1</b>	FOREIGN TAXES PAID	42	42		
<b>2</b>	ESTIMATED EXCISE TAXES PAID	15			

**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	139,631
2	ARTISAN MID CAP FUND-INSTL 1333		0	5,612	5,868
3	MET WEST TOTAL RETURN BOND CL I 51		0	12,928	12,774
4	FID ADV EMER MKTS INC- CL I 607		0	8,227	8,569
5	DODGE & COX INTL STOCK FD 1048		0	3,451	5,105
6	AMER CENT SMALL CAP GRWTH INST 336		0	1,756	2,258
7	MFS VALUE FUND-CLASS I 893		0	10,824	16,035
8	JP MORGAN MID CAP VALUE-I 758		0	4,386	6,621
9	STERLING CAPITAL STRATTON SMALL CA		0	1,786	2,157
10	T ROWE PR OVERSEAS STOCK-I #521		0	4,511	5,064
11	T ROWE PR REAL ESTATE-I #432		0	7,771	7,934
12	ASG GLOBAL ALTERNATIVES-Y 1993		0	2,891	3,029
13	VANGUARD REIT VIPER		0	1,289	2,074
14	AQR MANAGED FUTURES STR-I		0	4,898	4,490
15	VANGUARD INFLAT-PROT SECS-ADM 511		0	963	951
16	JPMORGAN HIGH YIELD FUND SS 3580		0	1,901	1,987
17	T ROWE PRICE INST FLOAT RATE 170		0	799	808
18	EATON VANCE GLOB MACRO ADV-I 208		0	4,370	4,223
19	BLACKROCK GL L/S CREDIT-K #1940		0	4,948	5,002
20	OPPENHEIMER DEVELOPING MKT-I 799		0	6,305	8,840
21	JOHN HANCOCK II-CURR STR-I 3643		0	2,911	2,908
22	SPDR DJ WILSHIRE INTERNATIONAL REA		0	3,997	4,535
23	NEUBERGER BERMAN LONG SH-INS #183		0	6,957	7,506
24	DODGE & COX INCOME FD COM 147		0	5,376	5,862
25	HARBOR CAPITAL APRCTION-INST 2012		0	9,073	15,031

### 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	MUTUAL FUND TIMING DIFFERENCE	1	1
2	Total	2	1

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

1	PY RETURN OF CAPITAL ADJUSTMENT	1	65
2	ROUNDING	2	4
3	Total	3	69

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

Long Term CG Distributions										Amount							
Short Term CG Distributions										3,492	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	0	0	2,540	Gain Minus Excess FMV Over Adj Basis or Losses
1	BOSTON P LING/SHRT RES-IN	74925K561		5/24/2017	10/23/2017	1,037		0	1,001	36	36	0	0	0	0	0	36
2	T ROWE PR OVERSEAS STO	77956H435		4/26/2017	7/3/2017	226		0	221	5	5	0	0	0	0	0	5
3	INV BALANCE RISK COMM ST	0088BY508		8/26/2016	1/19/2017	1,413		0	1,405	8	8	0	0	0	0	0	8
4	AMER CENT SMALL CAP GRV	025083320		7/23/2015	1/19/2017	249		0	258	-9	-9	0	0	0	0	0	-9
5	AMER CENT SMALL CAP GRV	025083320		7/23/2015	5/24/2017	2,321		0	2,229	92	92	0	0	0	0	0	92
6	AMER CENT SMALL CAP GRV	025083320		7/23/2015	7/25/2017	184		0	167	17	17	0	0	0	0	0	17
7	ARTISAN INTERNATIONAL FI	04314H402		10/21/2011	4/21/2017	4,884		0	3,550	1,334	1,334	0	0	0	0	0	1,334
8	ARTISAN INTERNATIONAL FI	04314H402		1/19/2017	4/21/2017	308		0	292	16	16	0	0	0	0	0	16
9	ARTISAN MID CAP FUND-INS	04314H600		6/20/2014	7/3/2017	38		0	43	-5	-5	0	0	0	0	0	-5
10	ARTISAN MID CAP FUND-INS	04314H600		10/24/2014	7/3/2017	348		0	392	-44	-44	0	0	0	0	0	-44
11	ARTISAN MID CAP FUND-INS	04314H600		1/22/2015	7/3/2017	130		0	138	-8	-8	0	0	0	0	0	-8
12	ARTISAN MID CAP FUND-INS	04314H600		2/11/2013	7/3/2017	70		0	64	6	6	0	0	0	0	0	6
13	ARTISAN MID CAP FUND-INS	04314H600		2/11/2013	7/25/2017	62		0	56	6	6	0	0	0	0	0	6
14	ARTISAN MID CAP FUND-INS	04314H600		4/10/2012	7/25/2017	77		0	66	11	11	0	0	0	0	0	11
15	BLACKROCK GL US CREDIT	081936732		10/27/2015	1/19/2017	472		0	104	-2	-2	0	0	0	0	0	-2
16	CREDIT SUISSE COMM RET	22544R305		10/24/2014	1/19/2017	105		0	622	-147	-147	0	0	0	0	0	-147
17	CREDIT SUISSE COMM RET	22544R305		1/22/2015	1/19/2017	585		0	667	-82	-82	0	0	0	0	0	-82
18	CREDIT SUISSE COMM RET	22544R305		1/10/2016	1/19/2017	270		0	254	16	16	0	0	0	0	0	16
19	CREDIT SUISSE COMM RET	22544R305		1/22/2015	1/19/2017	125		0	106	19	19	0	0	0	0	0	19
20	DODGE & COX INTL STOCK	256206103		10/21/2011	1/19/2017	196		0	157	39	39	0	0	0	0	0	39
21	DODGE & COX INTL STOCK	256206103		1/22/2016	7/3/2017	439		0	328	111	111	0	0	0	0	0	111
22	DODGE & COX INTL STOCK	256206103		1/22/2016	7/25/2017	182		0	131	51	51	0	0	0	0	0	51
23	DODGE & COX INCOME FD C	256210105		10/5/2016	4/21/2017	865		0	871	-6	-6	0	0	0	0	0	-6
24	DODGE & COX INCOME FD C	256210105		10/5/2016	7/25/2017	83		0	83	0	0	0	0	0	0	0	0
25	EATON VANCE GLOBAL MAC	277923728		10/27/2015	10/23/2017	1,347		0	1,328	19	19	0	0	0	0	0	19
26	EATON VANCE GLOBAL MAC	277923728		4/22/2016	10/23/2017	91		0	89	2	2	0	0	0	0	0	2
27	EATON VANCE GLOBAL MAC	277923728		8/26/2016	10/23/2017	2,806		0	2,785	21	21	0	0	0	0	0	21
28	EATON VANCE GLOBAL MAC	277923728		4/25/2017	10/23/2017	82		0	82	0	0	0	0	0	0	0	0
29	JP MORGAN MID CAP VALUE	339128100		1/22/2015	7/3/2017	156		0	149	7	7	0	0	0	0	0	7
30	JP MORGAN MID CAP VALUE	339128100		7/25/2017	7/25/2017	79		0	75	4	4	0	0	0	0	0	4
31	HARBOR CAPITAL APRCTN	411511504		7/23/2015	1/19/2017	823		0	933	-110	-110	0	0	0	0	0	-110
32	HARBOR CAPITAL APRCTN	411511504		7/23/2015	4/21/2017	14		0	15	-1	-1	0	0	0	0	0	-1
33	HARBOR CAPITAL APRCTN	411511504		7/24/2015	4/21/2017	126		0	139	-7	-7	0	0	0	0	0	-7
34	HARBOR CAPITAL APRCTN	411511504		8/28/2015	4/21/2017	425		0	423	2	2	0	0	0	0	0	2
35	HARBOR CAPITAL APRCTN	411511504		8/28/2015	7/3/2017	1,122		0	1,063	59	59	0	0	0	0	0	59
36	HARBOR CAPITAL APRCTN	411511504		8/28/2015	7/25/2017	179		0	159	20	20	0	0	0	0	0	20
37	HARBOR CAPITAL APRCTN	411511504		10/24/2014	7/25/2017	563		0	569	94	94	0	0	0	0	0	94
38	HARBOR CAPITAL APRCTN	411511504		8/26/2016	10/23/2017	588		0	485	103	103	0	0	0	0	0	103
39	JP MORGAN HIGH YIELD FUN	4812C0803		1/23/2014	1/19/2017	64		0	69	-5	-5	0	0	0	0	0	-5
40	JP MORGAN HIGH YIELD FUN	4812C0803		12/19/2014	1/19/2017	2,684		0	2,745	-61	-61	0	0	0	0	0	-61
41	JP MORGAN HIGH YIELD FUN	4812C0803		8/26/2016	1/19/2017	1,052		0	1,047	5	5	0	0	0	0	0	5
42	JP MORGAN HIGH YIELD FUN	4812C0803		4/22/2016	1/19/2017	222		0	212	10	10	0	0	0	0	0	10
43	MFS VALUE FUND-CLASS I #	552983694		1/22/2015	1/19/2017	60		0	58	2	2	0	0	0	0	0	2
44	MFS VALUE FUND-CLASS I #	552983694		7/23/2015	1/19/2017	328		0	322	6	6	0	0	0	0	0	6
45	MFS VALUE FUND-CLASS I #	552983694		8/26/2016	1/19/2017	1,137		0	1,121	16	16	0	0	0	0	0	16
46	MFS VALUE FUND-CLASS I #	552983694		6/20/2014	1/19/2017	116		0	111	5	5	0	0	0	0	0	5
47	MFS VALUE FUND-CLASS I #	552983694		6/20/2014	7/3/2017	889		0	770	99	99	0	0	0	0	0	99
48	MFS VALUE FUND-CLASS I #	552983694		6/20/2014	7/25/2017	159		0	140	19	19	0	0	0	0	0	19
49	MFS VALUE FUND-CLASS I #	552983694		6/20/2014	10/23/2017	36		0	31	5	5	0	0	0	0	0	5
50	MFS VALUE FUND-CLASS I #	552983694		10/28/2014	10/23/2017	87		0	73	14	14	0	0	0	0	0	14
51	MERGER FUND-INST #301	589509207		10/21/2013	7/25/2017	96		0	95	1	1	0	0	0	0	0	1
52	MERGER FUND-INST #301	589509207		2/11/2013	10/23/2017	883		0	865	18	18	0	0	0	0	0	18
53	MERGER FUND-INST #301	589509207		10/21/2011	10/23/2017	259		0	256	3	3	0	0	0	0	0	3
54	MERGER FUND-INST #301	589509207		8/26/2016	10/23/2017	1,323		0	1,271	52	52	0	0	0	0	0	52
55	MERGER FUND-INST #301	589509207		5/24/2017	10/23/2017	401		0	396	5	5	0	0	0	0	0	5
56	FID ADV EMER MKTS INC-CL	315920702		8/26/2016	7/25/2017	112		0	112	0	0	0	0	0	0	0	0
57	OPPENHEIMER DEVELOPING	683974604		10/21/2011	7/25/2017	396		0	305	91	91	0	0	0	0	0	91
58	OPPENHEIMER DEVELOPING	683974604		5/24/2017	10/23/2017	418		0	305	113	113	0	0	0	0	0	113
59	BOSTON P LING/SHRT RES-IN	74925K561		10/24/2014	7/25/2017	98		0	96	2	2	0	0	0	0	0	2
60	BOSTON P LING/SHRT RES-IN	74925K561		10/24/2014	10/23/2017	1,137		0	1,023	114	114	0	0	0	0	0	114
61	MET WEST TOTAL RETURN B	582905509		10/5/2013	7/25/2017	128		0	132	-4	-4	0	0	0	0	0	-4
62	ASG GLOBAL ALTERNATIVES	638721885		7/12/2013	1/19/2017	123		0	138	-15	-15	0	0	0	0	0	-15
63	ASG GLOBAL ALTERNATIVES	638721885		7/12/2013	7/25/2017	106		0	115	-9	-9	0	0	0	0	0	-9
64	T ROWE PR OVERSEAS STO	77956H435		4/25/2017	7/25/2017	141		0	141	0	0	0	0	0	0	0	0
65	T ROWE PR OVERSEAS STO	77956H435		4/25/2017	10/23/2017	169		0	151	18	18	0	0	0	0	0	18
66	T ROWE PRICE INST FLOAT	77958B402		1/23/2014	1/19/2017	251		0	256	-5	-5	0	0	0	0	0	-5
67	T ROWE PRICE INST FLOAT	77958B402		4/24/2014	1/19/2017	809		0	821	-12	-12	0	0	0	0	0	-12
68	T ROWE PRICE INST FLOAT	77958B402		8/26/2016	1/19/2017	474		0	470	4	4	0	0	0	0	0	4
69	T ROWE PRICE INST FLOAT	77958B402		4/22/2016	1/19/2017	133		0	130	3	3	0	0	0	0	0	3

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

[illegible]



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

	Date		Amount
1 Credit from prior year return		1	7
2 First quarter estimated tax payment	5/10/2017	2	15
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	22



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

<b>1</b>	Distributable amounts for 2016 that remained undistributed at the beginning of the 2017 tax year	<b>1</b>	4,466
<b>2</b>		<b>2</b>	
<b>3</b>		<b>3</b>	
<b>4</b>		<b>4</b>	
<b>5</b>		<b>5</b>	
<b>6</b>		<b>6</b>	
<b>7</b>		<b>7</b>	
<b>8</b>		<b>8</b>	
<b>9</b>		<b>9</b>	
<b>10</b>	Total	<b>10</b>	4,466

**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.