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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 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

Postmark Missing

Name of foundation
THE OLIVER AND CUNNINGHAM FAMILY FDN

A Employer identification number
35-6013076

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
WELLS FARGO BANK N A - 6325 S RAINBOW BLVD STE 300

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

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

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

C If exemption application is pending, check here ▶ ☐

6

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation 04
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 11,782,097

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

03 04

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))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	250			
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	276,432	273,581		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,563,469			
	b	Gross sales price for all assets on line 6a 3,170,042				
	7	Capital gain net income (from Part IV, line 2)		1,563,469		
	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)	12,211	12,211		
	12	**Total.** Add lines 1 through 11	1,852,362	1,849,261	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	40,283	30,212		10,071
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	5,914			5,914
	b	Accounting fees (attach schedule)	1,106			1,106
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	7,065	7,065		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	90	90		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	54,458	37,367	0	17,091
	25	Contributions, gifts, grants paid	492,975			492,975
	26	**Total expenses and disbursements.** Add lines 24 and 25	547,433	37,367	0	510,066
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,304,929			
	b	**Net investment income** (if negative, enter -0-)		1,811,894		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Form **990-PF** (2017)

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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	170,893	418,111	418,111
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)	5,975,706	7,032,093	11,363,986
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	6,146,599	7,450,204	11,782,097
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26, and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	6,146,599	7,450,204	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	6,146,599	7,450,204	
31	**Total liabilities and net assets/fund balances** (see instructions)	6,146,599	7,450,204	

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	6,146,599
2	Enter amount from Part I, line 27a	2	1,304,929
3	Other increases not included in line 2 (itemize) ▶ MUTUAL FUND TIMING DIFFERENCE	3	2,198
4	Add lines 1, 2, and 3	4	7,453,726
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	3,522
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	7,450,204

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

	(i) 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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	1,563,469
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8	3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation doesn't qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	619,598	9,978,676	0 062092
2015	384,908	10,428,498	0 036909
2014	362,830	10,436,829	0 034764
2013	352,396	95,251,527	0 003700
2012	350,119	8,058,042	0 043450

2	**Total** of line 1, column (d)	2	0 180915
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0 036183
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	10,918,309
5	Multiply line 4 by line 3	5	395,057
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	18,119
7	Add lines 5 and 6	7	413,176
8	Enter qualifying distributions from Part XII, line 4	8	510,066

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

3

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	18,119
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations, enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	2	0
3	Add lines 1 and 2	3	18,119
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	18,119
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017 — 6a — 2,277		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c — 52,100		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	54,377
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	36,258
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ 18,119 **Refunded** ▶	11	18,139

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers. ▶$ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	If "Yes," attach a detailed description of the activities			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by *General Instruction T*			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ▶ IN			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

2

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ 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

			Yes	No
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year, did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		X
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2017 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017)	3b	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? N/A ☒ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53 4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** 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 1 00	40,283		

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

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

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. See instructions. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	10,887,919
b	Average of monthly cash balances	1b	196,659
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	11,084,578
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	11,084,578
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see instructions)	4	166,269
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,918,309
6	**Minimum investment return.** Enter 5% of line 5	6	545,915

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	545,915
2a	Tax on investment income for 2017 from Part VI, line 5	2a	18,119		
b	Income tax for 2017 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	18,119
3	Distributable amount before adjustments Subtract line 2c from line 1			3	527,796
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	527,796
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	527,796

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	510,066
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	510,066
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b See instructions	5	18,119
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	491,947

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				527,796
2	Undistributed income, if any, as of the end of 2017				
a	Enter amount for 2016 only			201,593	
b	Total for prior years 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2017				
a	From 2012				
b	From 2013				
c	From 2014				
d	From 2015				
e	From 2016				
f	**Total** of lines 3a through e	0			
4	Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 510,066				
a	Applied to 2016, but not more than line 2a			201,593	
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				308,473
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e Subtract line 5	0			
b	Prior years' undistributed income. Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b. Taxable amount—see instructions				
e	Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f	Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				219,323
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8	Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9				
a	Excess from 2013				
b	Excess from 2014				
c	Excess from 2015				
d	Excess from 2016				
e	Excess from 2017				

Part 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)

	Tax year	Prior 3 years			
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Attached Statement				
Total			▶ **3a**	492,975
b *Approved for future payment*				
NONE				
Total			▶ **3b**	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	276,432	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property . .					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,563,469	
9 Net income or (loss) from special events .					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a OTHER INCOME			01	12,211	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		1,852,112	0

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 1,852,112

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

SVP Wells Fargo Bank N A | 11/12/2018 | SVP Wells Fargo Bank N A

Signature of officer or trustee | Date | 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	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J CASTRIANO		11/12/2018		P01251603
Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777			Phone no 412-355-6000	

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

Recipient(s) paid during the year

Name					
NORTHERN INDIANA HISTORICAL SOCIETY FDN					
Street					
808 W WASHINGTON ST					
City		**State**	**Zip Code**	**Foreign Country**	
SOUTH BEND		IN	46601		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL PURPOSE					217,675

Name					
CHILDRENS DISPENSARY & HOSPITAL ASSOC INC					
Street					
2015 W WESTERN AVE					
City		**State**	**Zip Code**	**Foreign Country**	
SOUTH BEND		IN	46619		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL PURPOSE					5,000

Name					
CYSTIC FIBROSIS FOUNDATION HEADQUARTERS					
Street					
4550 MONTGOMERY AVE					
City		**State**	**Zip Code**	**Foreign Country**	
BETHESDA		MD	20814		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL PURPOSE					10,000

Name					
LITTLE TRAVERSE CONSERVANCY INC					
Street					
3264 POWELL RD					
City		**State**	**Zip Code**	**Foreign Country**	
HARBOR SPRINGS		MI	49740		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL PURPOSE					10,000

Name					
LYMPHOMA RESEARCH FOUNDATION					
Street					
88 PINE STREET STE 2400					
City		**State**	**Zip Code**	**Foreign Country**	
NEW YORK		NY	10005		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL PURPOSE					15,000

Name					
THE NOVALIS PROJECT					
Street					
800 BUCKHORN SPRINGS RD					
City		**State**	**Zip Code**	**Foreign Country**	
ASHLAND		OR	97520		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL PURPOSE					10,000

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

Recipient(s) paid during the year

Name					
POINT REYES BIRD OBSERVATORY					
Street					
999 MESA RD					
City		**State**	**Zip Code**	**Foreign Country**	
BOLINAS		CA	94924		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL PURPOSE					75,000

Name					
POTAWATOMI ZOOLOGICAL SOCIETY					
Street					
500 S GREENLAWN AVE					
City		**State**	**Zip Code**	**Foreign Country**	
SOUTH BEND		IN	46615		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL PURPOSE					10,000

Name					
RAY BIRD MINISTRIES INC					
Street					
25765 EDISON RD					
City		**State**	**Zip Code**	**Foreign Country**	
SOUTH BEND		IN	46628		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL PURPOSE					10,000

Name					
RONALD MCDONALD HOUSE CHARITIES OF INDIANA-MICHIANA INC					
Street					
601 N MICHIGAN ST					
City		**State**	**Zip Code**	**Foreign Country**	
SOUTH BEND		IN	46601		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL PURPOSE					10,000

Name					
SCHOLARSHIP FOUNDATION OF ST JOSEPH COUNTY INC					
Street					
3515 N MAIN ST C					
City		**State**	**Zip Code**	**Foreign Country**	
MISHAWAKA		IN	46545		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL PURPOSE					10,000

Name					
SOUTH BEND SYMPHONY ORCHESTRA ASSOCIATION INC					
Street					
127 N MICHIGAN ST					
City		**State**	**Zip Code**	**Foreign Country**	
SOUTH BEND		IN	46601		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL PURPOSE					10,000

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

Recipient(s) paid during the year

Name	Street	City	State	Zip Code	Foreign Country	Relationship	Foundation Status	Purpose of grant/contribution	Amount
STUDEBAKER NATIONAL MUSEUM INC	201 CHAPIN ST	SOUTH BEND	IN	46601		NONE	PC	GENERAL PURPOSE	5,000
UNITED NEGRO COLLEGE FUND INC	1805 7TH STREET	WASHINGTON	DC	20001		NONE	PC	GENERAL PURPOSE	10,000
UNITED THEOLOGICAL SEMINARY INC	4501 DELINGER ROAD	DAYTON	OH	45426		NONE	PC	GENERAL PURPOSE	300
UNITED WAY OF ST JOSEPH COUNTY INC	3517 E JEFFERSON BLVD	SOUTH BEND	IN	46615		NONE	PC	GENERAL PURPOSE	15,000
MAYO CLINIC	201 W CENTER ST	ROCHESTER	MN	55902		NONE	PC	GENERAL PURPOSE	10,000
BETHEL COLLEGE INC	1001 BETHEL CIR	MISHAWAKA	IN	46545		NONE	PC	GENERAL PURPOSE	25,000

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

Recipient(s) paid during the year

Name					
GOODWILL INDUSTRIES OF MICHIANA INC					
Street					
1805 WESTERN AVE PO BOX 3846					
City		**State**	**Zip Code**	**Foreign Country**	
SOUTH BEND		IN	46619		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL PURPOSE					5,000

Name					
MCLAREN NORTHERN MICHIGAN FDN					
Street					
416 CONNABLE AVE					
City		**State**	**Zip Code**	**Foreign Country**	
PETOSKEY		MI	49770		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL PURPOSE					10,000

Name					
INDEPENDENT COLLEGES OF INDIANA INC					
Street					
30 S MERIDIAN ST STE 800					
City		**State**	**Zip Code**	**Foreign Country**	
INDIANAPOLIS		IN	46204		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL PURPOSE					5,000

Name					
MEDLEND ORG					
Street					
1820 OGDEN DR 2ND FLR					
City		**State**	**Zip Code**	**Foreign Country**	
BURLINGAME		CA	94010		
Relationship	**Foundation Status**				
NONE	PF				
Purpose of grant/contribution					**Amount**
GENERAL PURPOSE					10,000

Name					
FIRST PRESBYTERIAN CHURCH					
Street					
100 WITHERSPOON ST					
City		**State**	**Zip Code**	**Foreign Country**	
LOUISVILLE		KY	40202		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL PURPOSE					5,000

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

	Amount
Long Term CG Distributions	4,606
Short Term CG Distributions	0

Totals	Gross Sales	Cost or Other Basis Expenses, Depreciation and Adjustments	Net Gain or Loss
Capital Gains/Losses	3,170,042	1,606,573	1,563,469
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
1	AT & T INC	00206R102	X				1/19/2000	4/25/2017	6,833	16,561				0	-9,728
2	ABBOTT LABS	002824100	X				12/2/1983	3/23/2017	78,139	2,136				0	76,003
3	ABBVIE INC	00287Y109	X				12/2/1983	7/13/2017	199,626	3,689				0	195,937
4	CARDINAL SMALL CAP VAL-I	00766Y273	X				7/8/2016	9/5/2017	480,226	425,000				0	55,226
5	BOEING CO	097023105	X				1/29/1998	3/23/2017	114,582	30,783				0	83,799
6	BOEING CO	097023105	X				1/29/1998	6/8/2017	228,002	57,270				0	170,732
7	BOEING CO	097023105	X				1/29/1998	6/8/2017	22,800	5,727				0	17,073
8	CELANESE CORP	150870103	X				1/6/2014	11/7/2017	106,540	54,025				0	52,515
9	CELANESE CORP	150870103	X				1/6/2014	11/7/2017	53,270	27,019				0	26,251
10	CUMMINS INC	231021106	X				1/6/2014	11/7/2017	68,633	55,568				0	13,065
11	CUMMINS INC	231021106	X				1/6/2014	11/7/2017	34,316	27,792				0	6,524
12	DODGE & COX INCOME FD C	256210105	X				3/15/2016	4/25/2017	225,000	220,237				0	4,763
13	EXXON MOBIL CORPORATIO	30231G102	X				1/24/1985	7/13/2017	84,926	5,595				0	79,331
14	HSBC - ADR	404280406	X				1/6/2014	9/5/2017	47,753	54,540				0	-6,787
15	HSBC - ADR	404280406	X				1/6/2014	9/5/2017	23,876	27,285				0	-3,409
16	MERGER FUND-INST #301	589509207	X				12/18/2013	2/7/2017	191,776	200,000				0	-8,224
17	MERGER FUND-INST #301	589509207	X				12/18/2013	2/7/2017	86,299	90,000				0	-3,701
18	MONSANTO CO NEW	61166W101	X				10/15/1998	7/13/2017	115,089	6,171				0	108,918
19	MONSANTO CO NEW	61166W101	X				10/15/1998	12/28/2017	57,406	3,092				0	54,314
20	PEPSICO INC	713448108	X				2/8/1994	3/23/2017	130,408	20,815				0	109,593
21	PEPSICO INC	713448108	X				2/8/1994	7/13/2017	198,595	30,999				0	167,596
22	PFIZER INC	717081103	X				10/15/1998	3/23/2017	99,606	68,785				0	30,821
23	PFIZER INC	717081103	X				10/15/1998	3/23/2017	85,779	59,237				0	26,542
24	UNION PACIFIC CORP	907818108	X				6/30/1998	3/23/2017	114,810	12,141				0	102,669
25	UNION PACIFIC CORP	907818108	X				6/30/1998	7/13/2017	201,461	20,419				0	181,042
26	VANGUARD REIT VIPER	922908553	X				12/18/2013	4/25/2017	109,685	81,687				0	27,998

Part I, Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
		12,211	12,211	0
1	OTHER INCOME	12,211	12,211	

Part I, Line 16a (990-PF) - Legal Fees

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		5,914	0	0	5,914
	Description				
1	LEGAL FEES	5,914			5,914

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

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		1,106	0	0	1,106
	Description				
1	TAX PREP FEES	1,106			1,106

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

		7,065	7,065	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	7,065	7,065		

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

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		90	90	0	0
	Description				
1	ADR FEES	90	90		

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
			0	7,032,093	11,363,986
1				0	
2	ABBOTT LABORATORIES		0	8,879	414,043
3	APACHE CORPORATION COM		0	86,014	42,220
4	BOEING COMPANY		0	82,803	511,669
5	CVS/CAREMARK CORPORATION		0	104,624	108,750
6	CISCO SYSTEMS INC		0	94,027	153,200
7	DIAGEO PLC - ADR		0	131,166	365,075
8	WALT DISNEY CO		0	53,714	161,265
9	GENERAL ELECTRIC CO		0	10,130	176,891
10	ILLINOIS TOOL WORKS INC		0	28,708	250,275
11	INTERNATIONAL BUSINESS MACHS CORI		0	128,478	107,394
12	NESTLE S A REGISTERED SHARES - ADR		0	89,600	171,940
13	PEPSICO INC		0	33,947	227,848
14	PFIZER INC		0	124,255	228,548
15	SCHLUMBERGER LTD		0	26,278	20,217
16	UNION PACIFIC CORP		0	22,627	274,905
17	EXXON MOBIL CORPORATION		0	15,720	246,738
18	TARGET CORP		0	53,400	65,250
19	UNITEDHEALTH GROUP INC		0	96,732	286,598
20	MONSANTO CO NEW		0	9,301	173,535
21	MERCK & CO INC NEW		0	132,799	393,890
22	BERSHIRE HATHAWAY INC		0	110,538	237,864
23	COMCAST CORP CLASS A		0	72,781	165,487
24	ABBVIE INC		0	5,600	408,116
25	DODGE & COX INCOME FD COM 147		0	271,763	278,856
26	PRINCIPAL GL MULT STRAT-INST #4684		0	198,000	213,086
27	BROOKFIELD GL LISTED RE-Y #2065		0	330,000	332,487
28	AFLAC INC		0	91,602	131,670
29	DODGE & COX INT'L STOCK FD 1048		0	360,000	387,950
30	ABERDEEN EMERG MARKETS-INST 840		0	428,794	554,981
31	ISHARES TR RUSSELL MIDCAP INDEX FD		0	497,748	705,561
32	HARDING LOEVNER INTL EQTY-IN 201		0	280,000	296,808
33	E-TRACS ALERIAN MLP INFRASTRUCTUR		0	239,057	175,765
34	VANGUARD REIT VIPER		0	161,933	213,259
35	VIRTUS SMALL-MID CAP F/C I 1415		0	280,000	322,005
36	BLACKROCK GL L/S CREDIT-K #1940		0	198,000	210,847
37	SPDR DJ WILSHIRE INTERNATIONAL REA		0	204,004	202,450
38	VANGUARD EUROPE PACIFIC ETF		0	1,694,071	1,849,354
39	ROBECO BP LNG/SHRT RES-INS		0	275,000	297,189

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

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

1	MUTUAL FUND TIMING DIFFERENCE	1	2,198
2	Total	2	2,198

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

1	PY RETURN OF CAPITAL ADJUSTMENT	1	3,294
2	COST BASIS ADJUSTMENT	2	228
3	Total	3	3,522

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

	Amount
Long Term CG Distributions	4,606
Short Term CG Distributions	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	Gains Minus Excess FMV Over Adj Basis or Losses
						3,165,436	0	0	1,606,573	1,558,863	0	0	0	1,558,863
1	AT & T INC	00206R102		1/19/2000	4/25/2017	6,833		0	16,561	-9,728	0	0	0	-9,728
2	ABBOTT LABS	002824100		12/2/1983	3/23/2017	78,139		0	2,136	76,003	0	0	0	76,003
3	ABBVIE INC	00287Y109		12/2/1983	7/13/2017	199,626		0	3,689	195,937	0	0	0	195,937
4	CARDINAL SMALL CAP VAL-I	00766Y273		7/8/2016	9/5/2017	480,226		0	425,000	55,226	0	0	0	55,226
5	BOEING CO	097023105		1/29/1998	3/23/2017	114,582		0	30,783	83,799	0	0	0	83,799
6	BOEING CO	097023105		1/29/1998	6/8/2017	228,002		0	57,270	170,732	0	0	0	170,732
7	BOEING CO	097023105		1/29/1998	6/8/2017	22,800		0	5,727	17,073	0	0	0	17,073
8	CELANESE CORP	150870103		1/6/2014	11/7/2017	106,540		0	54,025	52,515	0	0	0	52,515
9	CELANESE CORP	150870103		1/6/2014	11/7/2017	53,270		0	27,019	26,251	0	0	0	26,251
10	CUMMINS INC	231021106		1/6/2014	11/7/2017	68,633		0	55,568	13,065	0	0	0	13,065
11	CUMMINS INC	231021106		1/6/2014	11/7/2017	34,316		0	27,792	6,524	0	0	0	6,524
12	DODGE & COX INCOME FD C	256210105		3/15/2016	4/25/2017	225,000		0	220,237	4,763	0	0	0	4,763
13	EXXON MOBIL CORPORATIO	30231G102		1/24/1985	7/13/2017	84,926		0	5,595	79,331	0	0	0	79,331
14	HSBC - ADR	404280406		1/6/2014	9/5/2017	47,753		0	54,540	-6,787	0	0	0	-6,787
15	HSBC - ADR	404280406		1/6/2014	9/5/2017	23,876		0	27,285	-3,409	0	0	0	-3,409
16	MERGER FUND-INST #301	589509207		12/18/2013	2/7/2017	191,776		0	200,000	-8,224	0	0	0	-8,224
17	MERGER FUND-INST #301	589509207		12/18/2013	2/7/2017	86,299		0	90,000	-3,701	0	0	0	-3,701
18	MONSANTO CO NEW	61166W101		10/15/1998	7/13/2017	115,089		0	6 171	108,918	0	0	0	108,918
19	MONSANTO CO NEW	61166W101		10/15/1998	12/28/2017	57,406		0	3,092	54,314	0	0	0	54,314
20	PEPSICO INC	713448108		2/8/1994	3/23/2017	130,408		0	20,815	109,593	0	0	0	109,593
21	PEPSICO INC	713448108		2/8/1994	7/13/2017	198 595		0	30,999	167,596	0	0	0	167,596
22	PFIZER INC	717081103		10/15/1998	3/23/2017	99,606		0	68,785	30,821	0	0	0	30,821
23	PFIZER INC	717081103		10/15/1998	3/23/2017	85,779		0	59,237	26,542	0	0	0	26,542
24	UNION PACIFIC CORP	907818108		6/30/1998	3/23/2017	114,810		0	12,141	102,669	0	0	0	102,669
25	UNION PACIFIC CORP	907818108		6/30/1998	7/13/2017	201,461		0	20,419	181,042	0	0	0	181,042
26	VANGUARD REIT VIPER	922908553		12/18/2013	4/25/2017	109,685		0	81,687	27,998	0	0	0	27,998

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										40,283	0	0
1	WELLS FARGO BANK N A	X	6325 S RAINBOW BLVD STE 300	LAS VEGAS	NV	89118		TRUSTEE	1 00	40,283		

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

		Date		Amount
1	Credit from prior year return		1	2,277
2	First quarter estimated tax payment		2	
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	0
7	Total		7	2,277

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

1	Distributable amounts for 2016 that remained undistributed at the beginning of the 2017 tax year	1	201,593
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	201,593