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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.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017 , and ending 12-31-2017

Name of foundation
FRED AND NANCY BRUMLEY FDN

A Employer identification number
37-1588721

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

B Telephone number (see instructions)
(800) 352-3705

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

C If exemption application is pending, check here ▶ ☐

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
☐ 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)*▶$ 4,780,792

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 ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,721	1,721		
	4	Dividends and interest from securities	125,228	121,597		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	234,211			
	b	Gross sales price for all assets on line 6a 1,344,576				
	7	Capital gain net income (from Part IV, line 2)		234,211		
	8	Net short-term capital gain			0	
	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)	699	699		
	12	**Total.** Add lines 1 through 11	361,859	358,228		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	49,064	34,143		14,921
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)	1,000	0	0	1,000
	c	Other professional fees (attach schedule)	8,958	8,958		0
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	4,085	2,957		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)	261	261		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	63,368	46,319	0	15,921
	25	Contributions, gifts, grants paid	223,275			223,275
	26	**Total expenses and disbursements.** Add lines 24 and 25	286,643	46,319	0	239,196
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	75,216			
	b	**Net investment income** (if negative, enter -0-)		311,909		
	c	**Adjusted net income**(if negative, enter -0-)			0	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	282,727	347,962	347,962
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶		0	0
	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 ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	389,964	379,993	373,361
	b	Investments—corporate stock (attach schedule)	2,453,654	2,470,706	3,315,582
	c	Investments—corporate bonds (attach schedule)	757,973	747,074	743,887
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			0
	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)	3,884,318	3,945,735	4,780,792
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	
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	3,884,318	3,945,735	
	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)	3,884,318	3,945,735	
	31	**Total liabilities and net assets/fund balances** (see instructions)	3,884,318	3,945,735	

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	3,884,318
2	Enter amount from Part I, line 27a	2	75,216
3	Other increases not included in line 2 (itemize) ▶	3	2,728
4	Add lines 1, 2, and 3	4	3,962,262
5	Decreases not included in line 2 (itemize) ▶	5	16,527
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,945,735

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , 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 Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
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	234,211
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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	192,359	4,365,803	0 04406
2015	222,911	4,573,755	0 048737
2014	220,620	4,690,217	0 047038
2013	204,544	4,479,221	0 045665
2012	138,090	4,151,248	0 033265

2 Total of line 1, column (d)	2	0 218765
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 043753
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	4,618,981
5 Multiply line 4 by line 3	5	202,094
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,119
7 Add lines 5 and 6	7	205,213
8 Enter qualifying distributions from Part XII, line 4	8	239,196

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter _________ (attach copy of letter if necessary–see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b		1	3,119
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	3,119
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	3,119
6	Credits/Payments			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a 1,164		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d.		7	1,164
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	1,955
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ 0	**Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶NC			
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	Yes	
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 taxable year beginning in 2017 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶WELLS FARGO BANK NA Telephone no ▶(800) 352-3705

Located at ▶100 NORTH MAIN STREET 6TH FLOOR D40 WINSTONSALEM NC ZIP+4 ▶271014000

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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

			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		No
	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		No

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____

			Yes	No
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		No

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

			Yes	No
b	If "Yes," did it have excess business holdings in 2017 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017).*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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**		
	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?. . . . . *If "Yes," attach the statement required by Regulations section 53 4945–5(d)*	☐ Yes ☐ No			
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? . . . . . *If "Yes" to 6b, file Form 8870*		**6b**		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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

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. . . . . ▶		0

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	
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	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities.		1a	4,366,366
b	Average of monthly cash balances.		1b	322,955
c	Fair market value of all other assets (see instructions).		1c	0
d	**Total** (add lines 1a, b, and c).		1d	4,689,321
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e 0		
2	Acquisition indebtedness applicable to line 1 assets.		2	0
3	Subtract line 2 from line 1d.		3	4,689,321
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).		4	70,340
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	4,618,981
6	**Minimum investment return.** Enter 5% of line 5.		6	230,949

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	230,949
2a	Tax on investment income for 2017 from Part VI, line 5.	2a 3,119		
b	Income tax for 2017 (This does not include the tax from Part VI).	2b		
c	Add lines 2a and 2b.		2c	3,119
3	Distributable amount before adjustments Subtract line 2c from line 1.		3	227,830
4	Recoveries of amounts treated as qualifying distributions.		4	0
5	Add lines 3 and 4.		5	227,830
6	Deduction from distributable amount (see instructions).		6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.		7	227,830

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	239,196
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	239,196
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	3,119
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	236,077

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					227,830
2 Undistributed income, if any, as of the end of 2017					
a Enter amount for 2016 only.				40,032	
b Total for prior years 20___ , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2017					
a From 2012.	0				
b From 2013.	0				
c From 2014.	0				
d From 2015.	0				
e From 2016.	0				
f **Total** of lines 3a through e.		0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 239,196					
a Applied to 2016, but not more than line 2a				40,032	
b Applied to undistributed income of prior years (Election required—see instructions).			0		
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2017 distributable amount.					199,164
e Remaining amount distributed out of corpus		0			
5 Excess distributions carryover applied to 2017 *(If an amount appears in column (d), the same amount must be shown in column (a))*		0			0
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.			0		
d Subtract line 6c from line 6b Taxable amount —see instructions			0		
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					28,666
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)		0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) . . .		0			
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a		0			
10 Analysis of line 9					
a Excess from 2013. . . .	0				
b Excess from 2014. . . .	0				
c Excess from 2015. . . .	0				
d Excess from 2016. . . .	0				
e Excess from 2017. . . .	0				

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

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the organization 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))

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

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 (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

WELLS FARGO BANK
100 NORTH MAIN STREET 6th FLOOR D40
WINSTONSALEM, NC 271014000
(800) 352-3705

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

www wellsfargo com/private-foundations/brumley-foundation

c Any submission deadlines

AUGUST 1

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

Foundation funds provide assistance to the residents of Mecklenburg Co and within a fifty-mile radius of Charlotte, North Carolina Must qualify as exempt organizations under Section 501(c)(3)

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 Additional Data Table				
Total . . . . ▶ **3a**				223,275
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	1,721	
4 Dividends and interest from securities. . . .			14	125,228	
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	234,211	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a FEE REBATE			1	699	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				361,859	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 361,859

(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)

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) of the Code (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)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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) of the Code (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

******	2018-04-09	******	May the IRS discuss this return with the preparer shown below (see instr)? ☐ Yes ☐ No
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Firm's name ▶				Firm's EIN ▶
Firm's address ▶				Phone no

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
181 AFLAC INC		2016-05-13	2017-01-11
16 ABAXIS INC		2017-09-07	2017-10-27
55 ABBVIE INC		2016-07-13	2017-07-28
43 ABBVIE INC		2016-07-13	2017-09-18
32 ABBVIE INC		2017-02-22	2017-09-22
12 ABBVIE INC		2016-07-13	2017-09-22
5 ABBVIE INC		2017-02-22	2017-10-13
37 ABBVIE INC		2016-01-06	2017-10-13
42 ABBVIE INC		2016-01-06	2017-10-18
40 ABBVIE INC		2016-01-06	2017-10-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
12,576		12,496	80
784		733	51
3,888		3,560	328
3,673		2,783	890
2,799		1,975	824
1,049		777	272
455		309	146
3,369		2,113	1,256
4,031		2,398	1,633
3,653		2,284	1,369

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			80
			51
			328
			890
			824
			272
			146
			1,256
			1,633
			1,369

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
57 ABBVIE INC		2016-01-06	2017-10-27
25 AETNA INC-NEW		2014-06-09	2017-12-15
100 AIR PRODS & CHEMS INC COM		2015-10-01	2017-03-02
4 ALEXANDER & BALDWIN INC		2013-07-30	2017-04-21
311 ALEXANDER & BALDWIN INC		2016-02-16	2017-09-07
1 ALPHABET INC CL C		2016-01-22	2017-09-07
29 ALTRIA GROUP INC		2016-10-25	2017-03-22
4 ALTRIA GROUP INC		2016-10-25	2017-10-27
30 ALTRIA GROUP INC		2017-10-10	2017-10-27
11 AMERICAN ELECTRIC POWER INC		2012-05-23	2017-10-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,274		3,255	2,019
4,502		1,977	2,525
14,105		11,702	2,403
183		177	6
13,833		9,031	4,802
929		725	204
2,180		1,877	303
260		259	1
1,950		1,952	-2
813		415	398

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,019
			2,525
			2,403
			6
			4,802
			204
			303
			1
			-2
			398

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
17000 AMERICAN EXPRESS CRE 2 250% 5/05/21		2016-09-28	2017-08-29
4 AMGEN INC		2015-01-21	2017-09-07
274 ANALOG DEVICES INC		2017-03-14	2017-03-31
180 ANALOG DEVICES INC		2017-03-14	2017-11-13
19 APPLE INC		2013-10-07	2017-09-07
7 ARMSTRONG WORLD INDUSTRIES INC		2015-06-10	2017-01-04
188 ARMSTRONG WORLD INDUSTRIES INC		2016-11-08	2017-09-07
497 598 ABERDEEN GLOBAL HIGH INCOME FD #5497		2010-01-04	2017-08-31
21 ARTISAN PARTNERS ASSET MANAGEM		2017-09-07	2017-10-27
15 ASPEN TECHNOLOGY INC COM		2017-09-07	2017-10-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
17,064		17,295	-231
724		629	95
22		23	-1
16,143		15,006	1,137
3,079		1,333	1,746
297		339	-42
9,123		7,804	1,319
4,254		4,873	-619
737		622	115
976		958	18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-231
			95
			-1
			1,137
			1,746
			-42
			1,319
			-619
			115
			18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
50 ASTRAZENECA PLC ADR		2016-08-02	2017-10-27
12 AUTODESK INC		2016-03-23	2017-06-21
38 AUTOHOME INC-ADR		2017-09-07	2017-10-27
10 AUTOZONE INC		2012-09-20	2017-07-27
56 BCE INC		2016-07-13	2017-10-27
34 BP PLC - ADR		2015-06-24	2017-10-27
8 BARD C R INC		2016-03-14	2017-05-10
13 BARD C R INC		2012-05-02	2017-05-24
7 BARD C R INC		2012-05-02	2017-06-08
10 BARD C R INC		2012-10-25	2017-07-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,670		1,705	-35
1,266		688	578
2,162		2,482	-320
5,262		3,889	1,373
2,593		2,691	-98
1,328		1,481	-153
2,442		1,180	1,262
4,011		1,290	2,721
2,196		694	1,502
3,187		982	2,205

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-35
			578
			-320
			1,373
			-98
			-153
			1,262
			2,721
			1,502
			2,205

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
44 BEMIS INC		2016-09-23	2017-04-05
1774 BLACK KNIGHT INC		2015-08-11	2017-10-17
4 BROOKFIELD ASSET MANAGE-CL A		2016-12-22	2017-09-20
6 BROOKFIELD ASSET MANAGE-CL A		2016-09-15	2017-09-20
13 BROOKFIELD ASSET MANAGE-CL A		2016-12-22	2017-10-12
2 BROWN & BROWN INC		2012-05-02	2017-09-20
153 BRUKER CORPORATION		2017-06-06	2017-09-07
3 CBRE GROUP INC		2015-09-14	2017-09-20
1 CDK GLOBAL INC		2016-11-25	2017-09-20
8 CDK GLOBAL INC		2016-11-25	2017-11-16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,126		2,259	-133
8		5	3
162		132	30
243		199	44
549		429	120
95		54	41
4,415		4,185	230
111		97	14
62		59	3
531		470	61

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-133
			3
			30
			44
			120
			41
			230
			14
			3
			61

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
7 CDW CORP/DE		2015-10-01	2017-09-07
23 CDW CORP/DE		2017-09-07	2017-10-27
16 CDW CORP/DE		2015-10-01	2017-11-13
35 CVS HEALTH CORPORATION		2010-08-26	2017-09-07
158 CVS HEALTH CORPORATION		2010-08-26	2017-11-13
65 CABELAS INC		2012-05-01	2017-02-15
10 CANADIAN IMPERIAL BK OF COMMERCE		2017-10-18	2017-10-27
2 CARMAX INC		2015-08-11	2017-09-20
8 CENTENE CORP DEL		2014-11-11	2017-09-07
15 CHEVRON CORP		2016-09-21	2017-03-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
418		285	133
1,593		1,369	224
1,078		652	426
2,799		982	1,817
11,201		4,435	6,766
3,131		2,503	628
881		906	-25
137		126	11
711		379	332
1,653		1,489	164

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			133
			224
			426
			1,817
			6,766
			628
			-25
			11
			332
			164

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 99975 CHEVRON CORP		2014-04-29	2017-10-27
1 00025 CHEVRON CORP		2014-04-29	2017-10-27
13 CHEVRON CORP		2017-10-13	2017-10-27
68 CISCO SYSTEMS INC		2016-09-23	2017-06-30
9000 CITIGROUP INC 3 375% 3/01/23		2016-09-28	2017-08-29
50 COCA COLA CO		2016-08-02	2017-10-27
35 COLFAX CORPORATION		2014-03-10	2017-09-20
1 COLFAX CORPORATION		2014-02-19	2017-09-21
67 COMCAST CORP CLASS A		2011-02-11	2017-09-07
12000 COMCAST CORP 6 400% 3/01/40		2016-09-28	2017-11-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
226		253	-27
113		127	-14
1,472		1,555	-83
2,134		2,133	1
9,281		9,430	-149
2,305		2,172	133
1,460		2,457	-997
42		70	-28
2,746		803	1,943
15,936		17,061	-1,125

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-27
			-14
			-83
			1
			-149
			133
			-997
			-28
			1,943
			-1,125

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
6537 COMPASS GROUP PLC ADR		2016-09-23	2017-07-07
9 CONSOLIDATED EDISON INC		2016-01-07	2017-10-27
52 CONSOLIDATED EDISON INC		2016-01-07	2017-11-16
50 CONSOLIDATED EDISON INC		2016-01-07	2017-11-21
217 COOPER TIRE & RUBR CO		2017-04-21	2017-09-07
28 COPART INC COM		2016-06-15	2017-04-17
9 COPART INC COM		2016-05-25	2017-09-20
30 COPART INC COM		2017-09-07	2017-10-27
18 CROWN CASTLE INTL CORP		2016-07-22	2017-10-27
31 CROWN CASTLE INTL CORP		2016-10-25	2017-11-16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
13		13	
772		590	182
4,552		3,411	1,141
4,304		3,280	1,024
7,124		9,383	-2,259
835		659	176
304		198	106
1,076		969	107
1,863		1,784	79
3,474		3,004	470

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			182
			1,141
			1,024
			-2,259
			176
			106
			107
			79
			470

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
2 DST SYS INC COM		2015-06-29	2017-05-30
168 DST SYS INC COM		2015-06-29	2017-09-07
2 DAVITA HEALTHCARE PARTNERS INC		2015-05-27	2017-09-20
41 DAVITA HEALTHCARE PARTNERS INC		2015-06-10	2017-11-16
20 DAVITA HEALTHCARE PARTNERS INC		2016-06-29	2017-11-22
29 DAVITA HEALTHCARE PARTNERS INC		2016-08-11	2017-12-06
60 DECKERS OUTDOOR CORP		2013-09-19	2017-03-24
50 DECKERS OUTDOOR CORP		2013-09-19	2017-09-07
184 DEUTSCHE BOERSE AG ADR		2016-09-23	2017-11-08
21 DIAGEO PLC - ADR		2016-09-23	2017-12-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
237		248	-11
8,719		10,421	-1,702
120		168	-48
2,261		3,365	-1,104
1,110		1,568	-458
1,997		2,071	-74
3,351		3,715	-364
3,219		3,030	189
1,924		1,498	426
2,965		2,446	519

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-11
			-1,702
			-48
			-1,104
			-458
			-74
			-364
			189
			426
			519

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 DOLLAR GENERAL CORP		2017-06-08	2017-09-20
16 DOLLAR TREE INC		2016-05-12	2017-07-27
10 DOLLAR TREE INC		2016-02-18	2017-12-06
26 DOMINION RES INC VA		2017-05-19	2017-10-27
25 DOWDUPONT INC		2013-10-07	2017-09-07
34 DRIL-QUIP INC COM		2016-12-13	2017-08-15
18 DRIL-QUIP INC COM		2017-01-05	2017-10-27
24 DUKE ENERGY HOLDING CORP COM		2012-10-25	2017-10-27
145 EATON VANCE CORP COM NON VTG		2012-05-01	2017-09-07
172 ELECTRONIC ARTS INC		2015-03-18	2017-12-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
77		74	3
1,140		1,290	-150
1,059		794	265
2,091		2,037	54
1,614		993	621
1,338		2,182	-844
759		1,175	-416
2,109		1,508	601
6,570		3,849	2,721
18,701		9,533	9,168

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3
			-150
			265
			54
			621
			-844
			-416
			601
			2,721
			9,168

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
2 ENERGIZER SPINCO INC		2015-09-02	2017-02-17
221 ENERGIZER SPINCO INC		2015-09-28	2017-09-07
163 ENVISION HEALTHCARE CORP		2015-10-01	2017-03-02
1 EQUINIX INC		2016-01-08	2017-09-20
2 EXXON MOBIL CORPORATION		2015-08-26	2017-10-27
21 EXXON MOBIL CORPORATION		2017-06-07	2017-10-27
4 FACTSET RESH SYS INC COM		2017-09-07	2017-10-27
2 FASTENAL CO		2012-05-10	2017-09-20
997 26 FHLMC POOL #G08669 4 000% 9/01/45		2016-10-11	2017-01-15
505 16 FHLMC POOL #G08669 4 000% 9/01/45		2016-10-11	2017-02-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
108		83	25
10,085		9,130	955
10,577		12,510	-1,933
450		309	141
167		144	23
1,756		1,702	54
755		629	126
90		87	3
997		1,074	-77
505		544	-39

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			25
			955
			-1,933
			141
			23
			54
			126
			3
			-77
			-39

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
469 34 FHLMC POOL #G08669 4 000% 9/01/45		2017-02-09	2017-03-15
57 68 FHLMC POOL #G08669 4 000% 9/01/45		2017-02-15	2017-04-15
528 75 FHLMC POOL #G08669 4 000% 9/01/45		2016-10-11	2017-04-15
53 42 FHLMC POOL #G08669 4 000% 9/01/45		2017-02-15	2017-05-15
489 74 FHLMC POOL #G08669 4 000% 9/01/45		2016-10-11	2017-05-15
64 12 FHLMC POOL #G08669 4 000% 9/01/45		2017-02-15	2017-06-15
587 74 FHLMC POOL #G08669 4 000% 9/01/45		2016-10-11	2017-06-15
75 98 FHLMC POOL #G08669 4 000% 9/01/45		2017-02-15	2017-07-15
696 5 FHLMC POOL #G08669 4 000% 9/01/45		2016-10-11	2017-07-15
65 78 FHLMC POOL #G08669 4 000% 9/01/45		2017-02-15	2017-08-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
469		505	-36
58		61	-3
529		569	-40
53		57	-4
490		527	-37
64		68	-4
588		633	-45
76		81	-5
697		750	-53
66		70	-4

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-36
			-3
			-40
			-4
			-37
			-4
			-45
			-5
			-53
			-4

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
657 82 FHLMC POOL #G08669 4 000% 9/01/45		2017-07-11	2017-08-15
1032 4 FHLMC POOL #G08669 4 000% 9/01/45		2017-07-11	2017-09-15
103 24 FHLMC POOL #G08669 4 000% 9/01/45		2017-02-15	2017-09-15
71 83 FHLMC POOL #G08669 4 000% 9/01/45		2017-07-11	2017-10-15
876 34 FHLMC POOL #G08669 4 000% 9/01/45		2017-02-15	2017-10-15
824 14 FHLMC POOL #G08669 4 000% 9/01/45		2017-02-15	2017-11-15
67 55 FHLMC POOL #G08669 4 000% 9/01/45		2017-07-11	2017-11-15
14007 14 FHLMC POOL #G08669 4 000% 9/01/45		2016-10-11	2017-11-29
407 87 FHLMC POOL #G08669 4 000% 9/01/45		2017-02-15	2017-12-15
53 67 FHLMC POOL #G08669 4 000% 9/01/45		2017-07-11	2017-12-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
658		707	-49
1,032		1,110	-78
103		110	-7
72		76	-4
876		943	-67
824		886	-62
68		72	-4
14,653		15,084	-431
408		438	-30
54		57	-3

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-49
			-78
			-7
			-4
			-67
			-62
			-4
			-431
			-30
			-3

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
73 05 FHLMC POOL #G08737 3 000% 12/01/46		2016-12-08	2017-01-15
66 59 FHLMC POOL #G08737 3 000% 12/01/46		2016-12-08	2017-02-15
75 2 FHLMC POOL #G08737 3 000% 12/01/46		2016-12-08	2017-03-15
94 88 FHLMC POOL #G08737 3 000% 12/01/46		2016-12-08	2017-04-15
103 52 FHLMC POOL #G08737 3 000% 12/01/46		2016-12-08	2017-05-15
115 97 FHLMC POOL #G08737 3 000% 12/01/46		2016-12-08	2017-06-15
161 32 FHLMC POOL #G08737 3 000% 12/01/46		2017-06-08	2017-07-15
137 13 FHLMC POOL #G08737 3 000% 12/01/46		2017-06-08	2017-08-15
167 39 FHLMC POOL #G08737 3 000% 12/01/46		2017-06-08	2017-09-15
161 93 FHLMC POOL #G08737 3 000% 12/01/46		2017-06-08	2017-10-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
73		73	
67		66	1
75		75	
95		95	
104		103	1
116		116	
161		161	
137		137	
167		167	
162		162	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1
			1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
160 06 FHLMC POOL #G08737 3 000% 12/01/46		2017-06-08	2017-11-15
13 28 FHLMC POOL #G08737 3 000% 12/01/46		2017-06-08	2017-12-15
146 06 FHLMC POOL #G08737 3 000% 12/01/46		2016-12-08	2017-12-15
404 83 FHLMC POOL #G60440 3 500% 3/01/46		2016-10-07	2017-01-15
364 45 FHLMC POOL #G60440 3 500% 3/01/46		2016-10-07	2017-02-15
352 97 FHLMC POOL #G60440 3 500% 3/01/46		2016-10-07	2017-03-15
424 05 FHLMC POOL #G60440 3 500% 3/01/46		2016-10-07	2017-04-15
366 29 FHLMC POOL #G60440 3 500% 3/01/46		2016-10-07	2017-05-15
472 37 FHLMC POOL #G60440 3 500% 3/01/46		2016-10-07	2017-06-15
579 38 FHLMC POOL #G60440 3 500% 3/01/46		2017-05-15	2017-07-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
160		160	
13		13	
146		146	
405		431	-26
364		388	-24
353		376	-23
424		452	-28
366		390	-24
472		503	-31
579		616	-37

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-26
			-24
			-23
			-28
			-24
			-31
			-37

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
563 97 FHLMC POOL #G60440 3 500% 3/01/46		2017-05-15	2017-08-15
588 31 FHLMC POOL #G60440 3 500% 3/01/46		2017-05-15	2017-09-15
433 84 FHLMC POOL #G60440 3 500% 3/01/46		2016-10-07	2017-10-15
73 67 FHLMC POOL #G60440 3 500% 3/01/46		2017-09-11	2017-10-15
467 3 FHLMC POOL #G60440 3 500% 3/01/46		2016-10-31	2017-11-15
75 1 FHLMC POOL #G60440 3 500% 3/01/46		2017-09-11	2017-11-15
477 97 FHLMC POOL #G60440 3 500% 3/01/46		2016-10-31	2017-12-15
76 82 FHLMC POOL #G60440 3 500% 3/01/46		2017-09-11	2017-12-15
27 87293 FNMA POOL #AL8960 4 500% 5/01/46		2016-12-07	2017-01-25
1201 28707 FNMA POOL #AL8960 4 500% 5/01/46		2016-12-07	2017-01-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
564		600	-36
588		625	-37
434		462	-28
74		77	-3
467		498	-31
75		78	-3
478		509	-31
77		80	-3
28		31	-3
1,201		1,325	-124

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-36
			-37
			-28
			-3
			-31
			-3
			-31
			-3
			-3
			-124

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
694 04 FNMA POOL #AL8960 4 500% 5/01/46		2016-12-07	2017-02-25
37 52 FNMA POOL #AL8960 4 500% 5/01/46		2017-01-13	2017-02-25
766 91 FNMA POOL #AL8960 4 500% 5/01/46		2017-01-13	2017-03-25
626 44 FNMA POOL #AL8960 4 500% 5/01/46		2017-01-13	2017-04-25
29591 51 FNMA POOL #AL8960 4 500% 5/01/46		2017-01-13	2017-05-18
576 71 FNMA POOL #AL8960 4 500% 5/01/46		2017-01-13	2017-05-25
589 38 FNMA POOL #BM1285 4 500% 5/01/47		2017-05-18	2017-06-25
966 24 FNMA POOL #BM1285 4 500% 5/01/47		2017-06-08	2017-07-25
699 36 FNMA POOL #BM1285 4 500% 5/01/47		2017-06-25	2017-08-25
718 91 FNMA POOL #BM1285 4 500% 5/01/47		2017-06-25	2017-09-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
694		767	-73
38		42	-4
767		850	-83
626		694	-68
31,905		32,738	-833
577		689	-112
589		639	-50
966		1,047	-81
699		759	-60
719		780	-61

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-73
			-4
			-83
			-68
			-833
			-112
			-50
			-81
			-60
			-61

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
638 3 FNMA POOL #BM1285 4 500% 5/01/47		2017-06-25	2017-10-25
773 7 FNMA POOL #BM1285 4 500% 5/01/47		2017-06-25	2017-11-25
817 88 FNMA POOL #BM1285 4 500% 5/01/47		2017-06-25	2017-12-25
57 27 FNMA POOL #MA3210 3 500% 11/01/47		2017-11-29	2017-12-25
9 FIDELITY NATL INFORMATION SVCS INC		2016-02-10	2017-03-01
1 FIDELITY NATL INFORMATION SVCS INC		2012-05-02	2017-09-20
4 FNF GROUP		2015-08-11	2017-09-20
2279 417 FIDELITY ADV INTER REAL E-IS #1855		2015-09-18	2017-10-27
6 FIRST INDL RLTY TR INC COM		2013-09-19	2017-04-21
383 FIRST INDL RLTY TR INC COM		2013-09-19	2017-09-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
638		693	-55
774		840	-66
818		888	-70
57		59	-2
748		452	296
92		34	58
194		156	38
25,028		22,543	2,485
168		102	66
11,949		5,069	6,880

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-55
			-66
			-70
			-2
			296
			58
			38
			2,485
			66
			6,880

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
55 FOOT LOCKER INC		2017-06-26	2017-09-07
204 FOOT LOCKER INC		2014-11-11	2017-09-07
4 FOREST CITY REALTY TRUST-A		2016-04-07	2017-09-20
23 FOX FACTORY HOLDING CORP		2017-09-07	2017-10-27
40 FOX FACTORY HOLDING CORP		2017-09-07	2017-12-20
5 GATX CORP		2016-11-28	2017-04-21
209 GATX CORP		2016-05-31	2017-09-07
5 GATX CORP		2016-11-28	2017-09-07
18 GENERAL MILLS INC		2017-06-07	2017-10-27
16000 GILEAD SCIENCES INC 4 750% 3/01/46		2016-10-25	2017-03-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,990		2,665	-675
7,382		11,186	-3,804
101		83	18
1,013		903	110
1,568		1,571	-3
307		267	40
12,440		10,476	1,964
298		267	31
928		1,036	-108
16,248		17,819	-1,571

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-675
			-3,804
			18
			110
			-3
			40
			1,964
			31
			-108
			-1,571

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
45 GLAXOSMITHKLINE PLC - ADR		2017-05-19	2017-10-27
31 GLAXOSMITHKLINE PLC - ADR		2017-04-05	2017-12-13
45 GLAXOSMITHKLINE PLC - ADR		2014-07-18	2017-12-13
73 GOLDMAN SACHS GROUP INC		2014-08-28	2017-06-05
7 GRACO INC		2017-09-07	2017-10-27
160 HCA HOLDINGS INC		2016-05-13	2017-08-01
25 HFF INC		2017-09-07	2017-10-27
1188 HUNTINGTON BANCSHARES INC		2015-08-13	2017-09-07
155 INGEVITY CORP		2017-03-24	2017-09-07
21 INTEL CORP		2015-01-21	2017-09-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,632		1,962	-330
1,104		1,308	-204
1,602		2,436	-834
15,694		12,958	2,736
924		803	121
12,771		12,464	307
1,084		932	152
14,452		13,849	603
9,451		9,443	8
745		766	-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-330
			-204
			-834
			2,736
			121
			307
			152
			603
			8
			-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
2 INTUIT COM		2012-05-02	2017-09-20
8 INTUIT COM		2012-05-02	2017-10-26
30 JPMORGAN CHASE & CO		2015-05-18	2017-01-12
26 JPMORGAN CHASE & CO		2016-09-23	2017-04-05
26 JABIL CIRCUIT INC COM		2015-12-21	2017-09-07
85 JOHNSON & JOHNSON		2009-11-03	2017-03-22
26 JOHNSON & JOHNSON		2016-09-23	2017-04-05
2678 638 JPMORGAN HIGH YIELD-I #3580		2016-09-16	2017-10-27
13 KAR AUCTION SERVICES INC		2013-07-15	2017-05-10
35 KAR AUCTION SERVICES INC		2013-06-11	2017-10-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
289		116	173
1,203		463	740
2,590		1,994	596
2,278		1,751	527
788		602	186
10,742		5,037	5,705
3,256		3,092	164
20,036		19,527	509
547		314	233
1,667		772	895

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			173
			740
			596
			527
			186
			5,705
			164
			509
			233
			895

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
11 KAR AUCTION SERVICES INC		2013-03-15	2017-10-26
18 KAR AUCTION SERVICES INC		2013-03-15	2017-11-16
17 KAR AUCTION SERVICES INC		2013-03-15	2017-11-22
199 KAMAN CORPCOMMON		2016-02-24	2017-09-07
28 KIMBERLY CLARK CORP COM		2011-11-18	2017-03-22
9 KIMBERLY CLARK CORP COM		2011-11-18	2017-10-27
29 PHILIPS ELECTRONICS - NY SHR ADR		2016-09-23	2017-04-05
29 PHILIPS ELECTRONICS - NY SHR ADR		2016-09-23	2017-06-30
93 KRAFT HEINZ CO/THE		2012-12-06	2017-02-17
305 KROGER CO		2016-02-26	2017-01-11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
516		225	291
863		368	495
825		348	477
9,610		7,483	2,127
3,714		1,888	1,826
1,008		607	401
925		865	60
1,033		865	168
8,720		4,219	4,501
10,067		12,086	-2,019

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			291
			495
			477
			2,127
			1,826
			401
			60
			168
			4,501
			-2,019

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
21 LVMH MOET HENNESSY UNSP ADR - ADR		2016-09-23	2017-06-30
2 LANDSTAR SYS INC COM		2016-10-18	2017-05-30
35 LANDSTAR SYS INC COM		2016-10-18	2017-09-07
123 LANDSTAR SYS INC COM		2015-09-01	2017-09-07
3 LEAR CORP		2013-09-20	2017-09-07
16 LENNAR CORP		2017-06-21	2017-12-08
84 LENNAR CORP		2015-09-14	2017-12-08
18 LENNAR CORP		2017-03-01	2017-12-19
24 LENNAR CORP		2016-03-14	2017-12-19
51 LEUCADIA NATL CORP COM		2012-05-02	2017-03-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,059		725	334
168		132	36
3,249		2,302	947
11,418		8,015	3,403
458		214	244
8		7	1
42		35	7
9		7	2
12		9	3
1,303		1,243	60

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			334
			36
			947
			3,403
			244
			1
			7
			2
			3
			60

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
22 LEUCADIA NATL CORP COM		2012-05-02	2017-07-27
24 LEUCADIA NATL CORP COM		2012-05-02	2017-09-07
9 LEUCADIA NATL CORP COM		2012-05-02	2017-11-16
9 LEUCADIA NATL CORP COM		2012-05-02	2017-11-22
11 LIBERTY BROADBAND CORP		2016-05-25	2017-08-09
8 LIBERTY BROADBAND CORP		2016-05-17	2017-10-26
10 LIBERTY BROADBAND CORP		2016-05-17	2017-12-06
1 LIBERTY EXPEDIA HOLDINGS INC		2015-08-27	2017-09-20
2 LIBERTY VENTURES		2015-08-27	2017-09-20
1 LIBERTY SIRIUSXM GROUP		2012-05-02	2017-09-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
584		536	48
535		585	-50
228		219	9
230		219	11
1,114		639	475
686		463	223
854		552	302
53		36	17
114		72	42
42		15	27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			48
			-50
			9
			11
			475
			223
			302
			17
			42
			27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
2 LIBERTY SIRIUSXM GROUP		2012-05-02	2017-09-20
8 LIBERTY SIRIUSXM GROUP		2012-05-02	2017-11-16
8 LIBERTY SIRIUSXM GROUP		2012-05-02	2017-11-22
14 LINCOLN NATL CORP IND		2013-04-22	2017-03-02
264 LINEAR TECHNOLOGY CORP		2016-05-13	2017-03-13
13 LOEWS CORP		2012-05-02	2017-05-10
2 M & T BANK CORPORATION COM		2015-09-14	2017-09-20
566 MBIA INC		2012-05-01	2017-09-07
1 MSCI INC		2013-09-05	2017-09-20
5 MARKETAXESS HLDGS INC		2017-09-07	2017-10-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
84		30	54
328		120	208
328		120	208
995		440	555
17,227		11,632	5,595
603		535	68
308		243	65
5,569		6,022	-453
114		39	75
878		880	-2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			54
			208
			208
			555
			5,595
			68
			65
			-453
			75
			-2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 MARTIN MARIETTA MATLS INC COM		2017-03-01	2017-09-20
191 MATSON INC		2013-01-08	2017-09-07
19 MCDONALDS CORP		2016-10-12	2017-03-22
26 MCDONALDS CORP		2016-10-25	2017-04-27
22 MCDONALDS CORP		2014-07-16	2017-05-01
5 MCDONALDS CORP		2016-10-25	2017-05-01
26 MCDONALDS CORP		2014-07-16	2017-05-02
20 MCDONALDS CORP		2011-11-18	2017-06-07
18 MCDONALDS CORP		2011-11-18	2017-06-12
26 MCDONALDS CORP		2012-12-06	2017-07-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
202		224	-22
4,964		4,725	239
2,451		2,176	275
3,673		2,956	717
3,085		2,186	899
701		566	135
3,666		2,583	1,083
3,024		1,848	1,176
2,676		1,664	1,012
4,025		2,385	1,640

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-22
			239
			275
			717
			899
			135
			1,083
			1,176
			1,012
			1,640

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
24 MCDONALDS CORP		2012-12-06	2017-07-19
24 MCDONALDS CORP		2012-12-06	2017-07-28
24 MCDONALDS CORP		2012-12-06	2017-08-03
23 MCDONALDS CORP		2012-12-06	2017-08-07
74 MCKESSON CORP		2009-11-03	2017-01-11
6 MEAD JOHNSON NUTRITION CO		2014-02-19	2017-01-04
28 MEAD JOHNSON NUTRITION CO		2015-09-28	2017-02-21
64 MERCK & CO INC NEW		2012-01-05	2017-07-28
15 MERCK & CO INC NEW		2014-10-08	2017-09-07
20 MERCK & CO INC NEW		2012-01-05	2017-10-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,688		2,115	1,573
3,739		2,115	1,624
3,712		2,115	1,597
3,554		2,027	1,527
10,500		4,463	6,037
431		477	-46
2,452		2,130	322
4,081		2,487	1,594
958		884	74
1,162		777	385

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,573
			1,624
			1,597
			1,527
			6,037
			-46
			322
			1,594
			74
			385

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
197 MERCK & CO INC NEW		2014-10-08	2017-12-15
68 MICROSOFT CORP		2009-11-03	2017-09-07
7 MOODYS CORP		2016-09-28	2017-04-06
1 MOODYS CORP		2016-05-25	2017-09-20
1 MOODYS CORP		2016-05-25	2017-10-12
7 MOODYS CORP		2017-01-04	2017-10-12
10 MOTOROLA SOLUTIONS, INC		2012-05-02	2017-11-16
9 MOTOROLA SOLUTIONS, INC		2012-05-02	2017-11-22
3 NVR INC COM		2017-09-07	2017-11-17
3335 NATIONAL GRID PLC-SP ADR		2015-06-24	2017-06-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
11,063		11,608	-545
5,058		1,877	3,181
794		734	60
136		98	38
143		98	45
998		677	321
906		513	393
823		462	361
9,843		8,130	1,713
22		24	-2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-545
			3,181
			60
			38
			45
			321
			393
			361
			1,713
			-2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
32 NATIONAL GRID PLC-SP ADR		2015-06-24	2017-10-27
1 NEWMARKET CORP		2012-05-01	2017-03-23
40 NEWMARKET CORP		2012-05-01	2017-09-07
94 NOVARTIS AG - ADR		2017-02-22	2017-05-16
128 NOVARTIS AG - ADR		2016-11-16	2017-05-19
235 NUCOR CORP		2017-03-02	2017-11-13
47 NVIDIA CORP		2016-04-13	2017-01-11
30 NVIDIA CORP		2016-04-13	2017-06-26
18 NVIDIA CORP		2016-04-12	2017-08-01
38 NVIDIA CORP		2016-04-12	2017-11-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,951		2,347	-396
450		225	225
16,475		9,001	7,474
7,627		7,168	459
10,296		9,393	903
13,098		14,823	-1,725
4,943		1,692	3,251
4,553		1,073	3,480
2,942		636	2,306
8,113		1,343	6,770

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-396
			225
			7,474
			459
			903
			-1,725
			3,251
			3,480
			2,306
			6,770

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
11 NVIDIA CORP		2017-09-07	2017-11-13
1 O'REILLY AUTOMOTIVE INC		2017-07-27	2017-09-20
23 OCCIDENTAL PETE CORP		2016-10-25	2017-10-27
11 OLD DOMINION FREIGHT LINES INC		2017-09-07	2017-10-27
5 OLIN CORP 1 COM & 1 TAEKOVER RT		2013-12-10	2017-05-30
427 OLIN CORP 1 COM & 1 TAEKOVER RT		2015-06-29	2017-09-07
30 ORBITAL ATK INC		2014-07-09	2017-04-05
23 ORBITAL ATK INC		2014-07-09	2017-04-21
145 ORBITAL ATK INC		2015-01-02	2017-09-07
772 092 PIMCO FOREIGN BD FD USD H-INST #103		2010-01-04	2017-08-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,349		1,845	504
204		197	7
1,501		1,723	-222
1,345		1,100	245
148		137	11
13,122		11,687	1,435
2,909		1,912	997
2,240		1,466	774
15,509		7,088	8,421
8,231		7,915	316

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			504
			7
			-222
			245
			11
			1,435
			997
			774
			8,421
			316

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
37 PPL CORPORATION		2017-05-01	2017-10-27
252 PENSKE AUTO GROUP INC		2016-11-28	2017-09-07
6 PEPSICO INC		2011-11-18	2017-10-27
52 PFIZER INC		2016-09-23	2017-11-08
10 PHILIP MORRIS INTERNATIONAL IN		2016-09-23	2017-03-10
34 PHILIP MORRIS INTERNATIONAL IN		2016-11-16	2017-04-06
4 PHILIP MORRIS INTERNATIONAL IN		2016-11-16	2017-06-12
21 PHILIP MORRIS INTERNATIONAL IN		2015-06-24	2017-06-12
22 PHILIP MORRIS INTERNATIONAL IN		2015-06-24	2017-10-27
265 PINNACLE FOODS INC		2014-12-12	2017-09-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,395		1,408	-13
10,634		12,090	-1,456
664		384	280
1,832		1,785	47
1,103		1,018	85
3,827		2,981	846
476		351	125
2,499		1,711	788
2,333		1,785	548
15,593		9,206	6,387

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-13
			-1,456
			280
			47
			85
			846
			125
			788
			548
			6,387

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
7 POOL CORPORATION		2017-09-07	2017-10-27
46 PRICESMART INC		2012-05-01	2017-09-07
16 PRIMERICA INC		2017-09-07	2017-10-27
82 PROCTER & GAMBLE CO		2015-06-24	2017-02-10
42 PROCTER & GAMBLE CO		2015-06-24	2017-04-06
28 PROCTER & GAMBLE CO		2016-09-23	2017-09-01
14 PROCTER & GAMBLE CO		2015-09-25	2017-10-27
24 PROCTER & GAMBLE CO		2016-09-23	2017-11-08
13 PROLOGIS INC		2016-09-13	2017-09-07
14 PRUDENTIAL FINL INC		2015-08-13	2017-09-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
845		711	134
3,805		3,736	69
1,416		1,164	252
7,251		6,660	591
3,757		3,350	407
2,590		2,464	126
1,214		1,035	179
2,090		2,112	-22
825		668	157
1,386		1,251	135

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			134
			69
			252
			591
			407
			126
			179
			-22
			157
			135

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
79 PRUDENTIAL PLC - ADR		2016-09-23	2017-09-26
15 PUBLIC SVC ENTERPRISE GROUP INC		2017-04-11	2017-10-27
5 PUBLIC STORAGE INC COM		2017-10-13	2017-10-27
6 RBC BEARINGS INC		2017-09-07	2017-10-27
10 REALTY INCOME CORP COM		2013-07-05	2017-10-27
4 RESTAURANT BRANDS INTERN		2016-11-08	2017-09-20
33 ROBERT HALF INTL INC		2016-07-20	2017-08-09
2 ROPER TECHNOLOGIES INC		2015-11-20	2017-09-20
2652 489 T ROWE PR REAL ESTATE-I #432		2014-06-13	2017-10-27
8 S&P GLOBAL INC		2016-03-23	2017-04-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,661		2,882	779
741		675	66
1,036		1,091	-55
765		651	114
540		370	170
261		184	77
1,448		1,190	258
494		385	109
75,065		50,316	24,749
1,041		773	268

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			779
			66
			-55
			114
			170
			77
			258
			109
			24,749
			268

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
5 SBA COMMUNICATIONS CORP		2015-03-09	2017-09-20
8 SBA COMMUNICATIONS CORP		2015-11-02	2017-10-26
61 SANOFI-ADR		2015-01-07	2017-06-07
63 SANOFI-ADR		2016-04-14	2017-06-12
83 SANOFI-ADR		2016-04-14	2017-07-13
86 SANOFI-ADR		2016-04-14	2017-07-19
77 SANOFI-ADR		2016-07-13	2017-10-10
76 SANOFI-ADR		2016-07-13	2017-10-25
21 SANOFI-ADR		2016-07-13	2017-10-27
5 SERVICE CORP INTL		2012-05-01	2017-05-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
728		612	116
1,173		966	207
2,979		2,694	285
2,988		2,772	216
4,017		3,625	392
4,035		3,756	279
3,847		3,302	545
3,679		3,221	458
997		890	107
159		58	101

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			116
			207
			285
			216
			392
			279
			545
			458
			107
			101

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
432 SERVICE CORP INTL		2012-05-01	2017-09-07
42 SKY PLC-SPN ADR		2016-10-07	2017-03-10
77 SOUTHERN CO		2011-11-18	2017-04-06
148 SOUTHERN CO		2011-11-18	2017-04-11
17 SOUTHERN CO		2011-11-18	2017-10-27
268 SPIRIT AEROSYTSEMS HOLD-CL A		2014-10-08	2017-06-05
3 STANLEY BLACK & DECKER,INC		2016-09-13	2017-09-07
79 STURM RUGER & CO INC		2015-09-28	2017-09-07
61 STURM RUGER & CO INC		2017-03-16	2017-09-07
65 SUNCOR ENERGY INC NEW F		2016-09-23	2017-12-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
15,064		5,036	10,028
2,027		1,859	168
3,861		3,333	528
7,320		6,407	913
884		736	148
15,220		9,915	5,305
429		361	68
3,782		4,601	-819
2,921		3,245	-324
2,250		1,723	527

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			10,028
			168
			528
			913
			148
			5,305
			68
			-819
			-324
			527

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
67 SUNTRUST BANKS INC		2015-11-03	2017-03-02
258 SUNTRUST BANKS INC		2015-11-03	2017-11-13
5 SUPERIOR ENERGY SERVICES INC		2015-02-20	2017-02-17
204 SUPERIOR ENERGY SERVICES INC		2015-02-20	2017-03-14
208 SUPERIOR ENERGY SERVICES INC		2015-02-20	2017-05-23
6 TJX COMPANIES INC		2016-09-13	2017-09-07
131 TEJON RANCH CO		2012-05-01	2017-09-07
8 TELEDYNE TECHNOLOGIES INC		2017-09-07	2017-10-27
161 TELSTRA CORP-ADR		2016-09-23	2017-09-26
78 TEMPUR SEALY INTERNATIONAL		2015-09-28	2017-03-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,038		2,837	1,201
14,659		10,925	3,734
83		112	-29
2,746		4,572	-1,826
2,525		4,662	-2,137
436		447	-11
2,625		3,986	-1,361
1,338		1,187	151
2,234		3,188	-954
3,478		3,944	-466

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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(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	
			1,201
			3,734
			-29
			-1,826
			-2,137
			-11
			-1,361
			151
			-954
			-466

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
32 TEMPUR SEALY INTERNATIONAL		2016-05-27	2017-03-24
4 TEMPUR SEALY INTERNATIONAL		2013-09-19	2017-05-30
106 TEMPUR SEALY INTERNATIONAL		2013-09-19	2017-09-07
73 TENARIS S A - ADR		2016-09-23	2017-09-01
127 TENET HEALTHCARE CORPORATION		2012-05-01	2017-08-15
20 TOTAL S A - ADR		2016-09-23	2017-03-10
17 TOTAL S A - ADR		2016-09-23	2017-04-05
27 TOTAL S A - ADR		2017-10-10	2017-10-27
374 031 TOUCHSTONE SMALLLCAP FUND INSTITUTIO		2012-08-14	2017-08-31
14 TOYOTA MOTOR CORPORATION - ADR		2016-09-23	2017-03-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,427		1,889	-462
185		178	7
6,443		4,703	1,740
1,940		1,884	56
1,652		2,748	-1,096
1,005		934	71
880		794	86
1,478		1,460	18
6,336		5,790	546
1,579		1,649	-70

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-462
			7
			1,740
			56
			-1,096
			71
			86
			18
			546
			-70

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
18 TOYOTA MOTOR CORPORATION - ADR		2016-09-23	2017-04-05
49 TREDEGAR CORPORATION		2016-11-28	2017-09-07
121 TREDEGAR CORPORATION		2012-05-01	2017-09-07
8353 TRISURA GROUP LTD-WI		2012-05-02	2017-06-30
2 8235 TRISURA GROUP LTD-WI		2016-06-29	2017-07-06
1765 TRISURA GROUP LTD-WI		2016-12-22	2017-07-06
5 USG CORP COM NEW		2015-05-12	2017-02-17
357 USG CORP COM NEW		2015-05-12	2017-09-07
256 UNILEVER PLC - ADR		2014-11-03	2017-02-17
17000 UNITED MEXICAN STATE 3 500% 1/21/21		2016-09-28	2017-12-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,921		2,120	-199
786		1,094	-308
1,941		2,128	-187
14		8	6
49		29	20
3		2	1
164		136	28
11,474		9,702	1,772
11,907		8,969	2,938
17,680		18,131	-451

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-199
			-308
			-187
			6
			20
			1
			28
			1,772
			2,938
			-451

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
5 UNITED PARCEL SERVICE-CL B		2017-07-19	2017-10-27
6642 18 US TREAS INFL INDEX 2 125% 2/15/41		2016-09-26	2017-03-22
17000 US TREASURY NOTE 2 125% 9/30/21		2016-09-26	2017-03-31
25 VALERO ENERGY CORP		2014-04-30	2017-09-07
15 VENTAS INC COM		2017-03-22	2017-10-27
1823 948 VANGUARD LTD TRM TAX EXEMPT-ADM #531		2013-06-24	2017-10-27
44 VEOLIA ENVIRONNEMENT ADR		2016-10-07	2017-12-13
2 VERISIGN INC COM		2012-05-02	2017-09-20
57 VERIZON COMMUNICATIONS		2014-07-16	2017-10-27
1 VERISK ANALYTICS INC		2017-06-21	2017-09-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
605		564	41
8,386		8,959	-573
17,174		17,790	-616
1,720		1,432	288
936		938	-2
20,009		19,972	37
1,083		968	115
211		83	128
2,794		2,757	37
82		84	-2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			41
			-573
			-616
			288
			-2
			37
			115
			128
			37
			-2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
89 VISTA OUTDOOR INC		2015-01-02	2017-01-24
129 VISTA OUTDOOR INC		2015-01-02	2017-02-17
89 VODAFONE GROUP PLC-SP ADR		2011-11-18	2017-10-27
9 WABCO HOLDINGS INC		2017-09-07	2017-10-27
15 WELLTOWER INC		2013-02-20	2017-10-27
43 WORLD FUEL SERVICES CORP COM		2012-05-01	2017-04-05
43 WORLD FUEL SERVICES CORP COM		2012-05-01	2017-04-21
20 ZOETIS INC		2015-02-17	2017-02-21
77 ZOETIS INC		2015-11-02	2017-03-01
90 ZOETIS INC		2016-03-23	2017-03-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,441		2,917	-476
2,685		3,429	-744
2,550		4,407	-1,857
1,350		1,271	79
1,008		937	71
1,562		1,913	-351
1,570		1,913	-343
1,064		919	145
4,147		3,439	708
4,861		3,895	966

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-476
			-744
			-1,857
			79
			71
			-351
			-343
			145
			708
			966

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
33 ZOETIS INC		2016-03-23	2017-04-04
48 ZOETIS INC		2016-03-14	2017-04-19
3 AON PLC		2016-08-11	2017-09-20
1 ARCH CAPITAL GROUP LTD		2016-08-31	2017-09-20
2 AXALTA COATING SYSTEMS LTD		2016-08-11	2017-09-20
21 AXALTA COATING SYSTEMS LTD		2016-08-11	2017-11-16
112 ACCENTURE PLC		2016-10-31	2017-05-04
2 IHS MARKIT LTD		2017-07-27	2017-09-20
6 LIBERTY GLOBAL PLC-SERIES C		2014-11-12	2017-09-20
11 WHITE MTNS INS GROUP		2012-05-01	2017-09-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,731		1,390	341
2,578		1,961	617
437		330	107
97		81	16
59		57	2
690		597	93
13,516		13,024	492
96		92	4
196		226	-30
9,477		5,774	3,703

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			341
			617
			107
			16
			2
			93
			492
			4
			-30
			3,703

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
7 WILLIS TOWERS WATSON PUB LTDCO		2016-07-27	2017-03-27
9 WILLIS TOWERS WATSON PUB LTDCO		2013-10-02	2017-03-27
7 WILLIS TOWERS WATSON PUB LTDCO		2013-07-15	2017-07-13
16 WILLIS TOWERS WATSON PUB LTDCO		2015-09-14	2017-08-09
12 LYONDELLBASELL INDU-CL A		2016-09-23	2017-03-10
1 SENSATA TECHNOLOGIES HOLDING		2016-06-29	2017-09-20
20 SENSATA TECHNOLOGIES HOLDING		2016-06-29	2017-12-06
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
910		869	41
1,170		1,042	128
1,017		808	209
2,391		1,794	597
1,071		931	140
47		34	13
950		672	278
			19,362

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			41
			128
			209
			597
			140
			13
			278

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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 NA 1525 WEST WT HARRIS BLVD CHARLOTTE, NC 28288	CO-TRUSTEE 0	45,524		
RON MARTIN 1850 EAST THIRD ST CHARLOTTE, NC 28204	CO-TRUSTEE 1	0		
TONY ORSBORN 2819 ROTHWOOD DRIVE CHARLOTTE, NC 28211	CO-TRUSTEE 1	0		
REV THOMAS TATE 1825 COCHRAN PLACE CHARLOTTE, NC 28205	CO-TRUSTEE 1	0		
ANDY MARTIN 221 W 11st STREET CHARLOTTE, NC 28202	CO-TRUSTEE 1	0		
WELLS FARGO BANK NA 1525 WEST WT HARRIS BLVD CHARLOTTE, NC 28288	CO-TRUSTEE 0	3,540		

Form 990PF Part XV Line 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*				
URBANPROMISE CHARLOTTE 5214 MURRAYHILL ROAD CHARLOTTE, NC 28210	NONE	PC	GENERAL PURPOSE	5,000
CENTER FOR COMMUNITY TRANSITIONS PO BOX 33533 CHARLOTTE, NC 28233	NONE	PC	GENERAL PURPOSE	50,000
LIONS SERVICES INC 4600 NORTH TRYSON STREET CHARLOTTE, NC 28213	NONE	PC	GENERAL PURPOSE	15,000
COMMUNITY LINK601 EAST 5TH STREET CHARLOTTE, NC 28202	NONE	PC	GENERAL PURPOSE	10,000
PLAZA PRESBYTERIAN CHURCH 2304 THE PLAZA CHARLOTTE, NC 28205	NONE	PC	GENERAL PURPOSE	33,275
Total . . . . ▶ **3a**				223,275

Form 990PF Part XV Line 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*				
CAROLINA VOICES INC 1900 QUEENS ROAD CHARLOTTE, NC 282072582	NONE	PC	GENERAL PURPOSE	5,000
FREEDOM SCHOOL PARTNERS INC PO BOX 37363 CHARLOTTE, NC 28237	NONE	PC	GENERAL PURPOSE	15,000
THE SALVATION ARMY 1424 NORTHEAST EXPRESSWAY ATLANTA, GA 303292018	NONE	PC	GENERAL PURPOSE	40,000
A CHILD'S PLACE601 E 5TH ST 480 CHARLOTTE, NC 282023095	NONE	PC	GENERAL PURPOSE	50,000
Total . . . . ▶ **3a**				223,275

TY 2017 Accounting Fees Schedule

Name: FRED AND NANCY BRUMLEY FDN

EIN: 37-1588721

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	1,000			1,000

TY 2017 Compensation Explanation

Name: FRED AND NANCY BRUMLEY FDN

EIN: 37-1588721

Person Name	Explanation
WELLS FARGO BANK NA	SEE ATTACHED
WELLS FARGO BANK NA	GRANT ADMIN FEES

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491128008038

TY 2017 Investments Corporate Bonds Schedule

Name: FRED AND NANCY BRUMLEY FDN

EIN: 37-1588721

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
693390882 PIMCO FOREIGN BD FD		
04315J860 ABERDEEN GLOBAL HIGH		
957663503 WESTERN ASSET CORE P	8,239	8,156
0258M0EB1 AMERICAN EXPRESS CRE		
06051GFB0 BANK OF AMERICA CORP	18,413	18,081
172967GL9 CITIGROUP INC		
20030NBB6 COMCAST CORP		
29379VAV5 ENTERPRISE PRODUCTS	9,344	9,675
36962G3P7 GENERAL ELEC CAP COR	14,835	14,225
375558BD4 GILEAD SCIENCES INC		
38141GVM3 GOLDMAN SACHS GROUP	14,037	13,639
46625HHS2 JPMORGAN CHASE & CO	17,454	16,809
4812C0803 JPMORGAN HIGH YIELD-	124,719	126,668
52470G734 WESTERN ASSET SMASH	177,542	174,525
52470G742 WESTERN ASSET SMASH	67,373	68,271
52470G759 WESTERN ASSET SMASH	200,602	199,339
91086QBD9 UNITED MEXICAN STATE		
92343VBR4 VERIZON COMMUNICATIO	17,546	16,690
05565QDB1 BP CAPITAL MARKETS	17,667	18,193
172967LP4 VR CITIGROUP INC	14,230	14,204

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
594918CA0 MICROSOFT CORP	17,877	18,292
61744YAK4 VR MORGAN STANLEY	13,195	13,120
822582BT8 SHELL INTERNATIONAL	14,001	14,000

TY 2017 Investments Corporate Stock Schedule

Name: FRED AND NANCY BRUMLEY FDN

EIN: 37-1588721

Name of Stock	End of Year Book Value	End of Year Fair Market Value
413838202 OAKMARK INTERNATIONA		
52106N889 LAZARD EMERGING MKTS	105,649	122,610
779919109 T ROWE PRICE REAL ES		
437076102 HOME DEPOT INC	6,139	21,985
778296103 ROSS STORES INC	8,516	15,007
126650100 CVS HEALTH CORPORATI	3,918	3,625
742718109 PROCTER & GAMBLE CO	12,151	16,538
166764100 CHEVRON CORP	36,938	46,445
30231G102 EXXON MOBIL CORPORAT	44,315	48,929
46625H100 JPMORGAN CHASE & CO	17,434	26,521
031162100 AMGEN INC	14,883	16,347
478160104 JOHNSON & JOHNSON	15,531	16,347
58155Q103 MCKESSON CORP		
037833100 APPLE INC	6,017	22,846
17275R102 CISCO SYSTEMS INC	4,485	5,477
458140100 INTEL CORP	16,919	21,280
594918104 MICROSOFT CORP	9,779	24,978
92343V104 VERIZON COMMUNICATIO	31,136	40,703
411511306 HARBOR INTERNATION F	6,000	7,276
344849104 FOOT LOCKER INC		
91324P102 UNITEDHEALTH GROUP I	10,551	20,282
580135101 MCDONALDS CORP		
02209S103 ALTRIA GROUP INC	15,016	34,491
191216100 COCA COLA CO	28,469	32,300
494368103 KIMBERLY CLARK CORP	7,148	12,790
713448108 PEPSICO INC	4,609	8,634
718172109 PHILIP MORRIS INTERN	26,854	35,181
00206R102 AT & T INC	39,577	46,578
25746U109 DOMINION ENERGY INC	23,096	29,830
69351T106 PPL CORPORATION	13,401	15,011

Name of Stock	End of Year Book Value	End of Year Fair Market Value
842587107 SOUTHERN CO	9,653	10,724
025537101 AMERICAN ELECTRIC PO	4,643	9,049
05534B760 BCE INC	28,999	31,639
20030N101 COMCAST CORP CLASS A	5,092	17,021
26441C204 DUKE ENERGY HOLDING	19,631	26,915
37733W105 GLAXOSMITHKLINE PLC	27,019	22,382
38141G104 GOLDMAN SACHS GROUP		
58933Y105 MERCK & CO INC NEW	15,137	19,357
636274300 NATIONAL GRID PLC AD		
747525103 QUALCOMM INC	3,026	2,881
867914103 SUNTRUST BANKS INC		
872540109 TJX COMPANIES INC	12,437	12,769
89151E109 TOTAL S.A. - ADR	21,174	23,052
89155H256 TOUCHSTONE SMALLLCAP		
904767704 UNILEVER PLC - ADR		
014491104 ALEXANDER & BALDWIN		
053332102 AUTOZONE INC		
067383109 BARD C R INC		
112585104 BROOKFIELD ASSET MAN	15,010	27,387
115236101 BROWN & BROWN INC	2,698	5,197
12504L109 CBRE GROUP INC	6,019	10,784
126804301 CABELAS INC		
143130102 CARMAX INC	10,753	15,199
217204106 COPART INC COM	13,723	22,761
256677105 DOLLAR GENERAL CORP	2,268	4,092
278265103 EATON VANCE CORP COM		
278768106 ECHOSTAR CORPORATION	631	1,318
278865100 ECOLAB INC	1,766	3,086
303075105 FACTSET RESH SYS INC	7,077	8,674
311900104 FASTENAL CO	2,336	3,117

Name of Stock	End of Year Book Value	End of Year Fair Market Value
31620M106 FIDELITY NATL INFORM	3,142	8,750
32054K103 FIRST INDL RLTY TR I		
461202103 INTUIT COM	2,606	7,100
483548103 KAMAN CORPCOMMON		
527288104 LEUCADIA NATL CORP C	1,387	1,616
540424108 LOEWS CORP	6,505	7,905
55261F104 M & T BANK CORPORATI	3,478	6,840
55262C100 MBIA INC		
570535104 MARKEL HOLDINGS	7,715	19,365
573284106 MARTIN MARIETTA MATL	8,259	11,273
57686G105 MATSON INC.		
582839106 MEAD JOHNSON NUTRITI		
595017104 MICROCHIP TECHNOLOGY	2,875	8,788
608190104 MOHAWK INDS INC COM	2,643	9,381
615369105 MOODYS CORP	4,668	17,566
620076307 MOTOROLA SOLUTIONS,	2,409	4,336
651587107 NEWMARKET CORP		
67103H107 O'REILLY AUTOMOTIVE	8,859	16,357
741511109 PRICESMART INC	5,949	6,285
743315103 PROGRESSIVE CORP OHI	2,939	6,420
817565104 SERVICE CORP INTL		
864159108 STURM RUGER & CO INC		
879080109 TEJON RANCH CO		
88033G407 TENET HEALTHCARE COR		
894650100 TREDEGAR CORPORATION		
92343E102 VERISIGN INC COM	3,923	10,872
981475106 WORLD FUEL SERVICES		
G0408V102 AON PLC	10,278	19,698
G0450A105 ARCH CAPITAL GROUP L	2,858	4,992
G9618E107 WHITE MTNS INS GROUP	4,415	5,959

Name of Stock	End of Year Book Value	End of Year Fair Market Value
N7902X106 SENSATA TECHNOLOGIES	2,118	3,373
055622104 BP PLC - ADR	19,024	19,544
233326107 DST SYS INC COM		
243537107 DECKERS OUTDOOR CORP		
247361702 DELTA AIR LINES INC	5,301	15,568
260543103 DOW CHEMICAL CO		
48238T109 KAR AUCTION SERVICES	769	1,919
521865204 LEAR CORP	7,694	19,079
534187109 LINCOLN NATL CORP IN	6,882	16,835
548661107 LOWES COS INC	10,034	18,309
55354G100 MSCI INC	620	2,025
680665205 OLIN CORP 1 COM & 1		
756109104 REALTY INCOME CORP C	4,307	6,557
770323103 ROBERT HALF INTL INC		
88023U101 TEMPUR SEALY INTERNA		
92276F100 VENTAS INC COM	10,881	11,762
G5480U104 LIBERTY GLOBAL PLC-A	2,302	3,727
00817Y108 AETNA INC-NEW	7,987	18,219
009158106 AIR PRODS & CHEMS IN	11,719	15,588
15135B101 CENTENE CORP DEL	9,706	20,680
194014106 COLFAX CORPORATION	9,187	8,994
22822V101 CROWN CASTLE INTL CO	19,111	23,534
31620R303 FNF GROUP	5,910	10,516
370334104 GENERAL MILLS INC	13,737	14,882
375558103 GILEAD SCIENCES INC	14,424	12,895
530307107 LIBERTY BROADBAND CO	1,218	2,807
530307305 LIBERTY BROADBAND CO	2,762	6,472
666807102 NORTHROP GRUMMAN COR	7,941	20,256
72348P104 PINNACLE FOODS INC		
76131D103 RESTAURANT BRANDS IN	8,767	14,202

Name of Stock	End of Year Book Value	End of Year Fair Market Value
78388J106 SBA COMMUNICATIONS C		
848574109 SPIRIT AEROSYTSEMS H		
893641100 TRANSDIGM GROUP INC	13,303	18,949
91913Y100 VALERO ENERGY CORP	10,596	17,003
92345Y106 VERISK ANALYTICS INC	7,774	11,040
92647K838 VICTORY MUND M/C COR	5,267	8,938
92857W308 VODAFONE GROUP PLC-S	40,064	36,557
98978V103 ZOETIS INC		
G5480U120 LIBERTY GLOBAL PLC-S	4,116	5,787
00758M162 ACADIAN EMG MKTS POR	83,000	117,544
04247X102 ARMSTRONG WORLD INDU		
052769106 AUTODESK INC	5,716	12,370
053611109 AVERY DENNISON CORP	11,227	20,675
12508E101 CDK GLOBAL INC	2,393	3,350
12514G108 CDW CORP/DE	23,482	33,703
23918K108 DAVITA INC		
256746108 DOLLAR TREE INC	7,431	11,268
285512109 ELECTRONIC ARTS INC		
29272W109 ENERGIZER SPINCO INC		
29444U700 EQUINIX INC	4,409	6,798
316389584 FIDELITY ADV INTER R	72,457	84,765
361448103 GATX CORP		
44267D107 HOWARD HUGHES CORP/T	4,891	5,251
446150104 HUNTINGTON BANCSHARE		
466313103 JABIL INC	12,316	13,860
500754106 KRAFT HEINZ CO/THE		
515098101 LANDSTAR SYS INC COM		
526057104 LENNAR CORPORATION C	3,540	4,490
55608B105 MACQUARIE INFRASTRUC	5,489	4,558
68557N103 ORBITAL ATK INC		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
744320102 PRUDENTIAL FINL INC	12,595	16,212
776696106 ROPER TECHNOLOGIES I	8,715	13,727
80105N105 SANOFI-ADR	14,526	15,093
868157108 SUPERIOR ENERGY SERV		
87612E106 TARGET CORP	15,622	17,422
903293405 USG CORP COM NEW		
928377100 VISTA OUTDOOR INC		
95040Q104 WELLTOWER INC	8,201	11,351
001055102 AFLAC INC		
00287Y109 ABBVIE INC	11,972	20,406
00770G847 JOHCM INTERNATIONAL	125,000	146,974
02079K107 ALPHABET INC CL C	11,601	16,742
046353108 ASTRAZENECA PLC ADR	20,956	23,700
054536107 AXA - ADR	5,076	5,903
055262505 BASF AKTIENGESELLSCH	5,528	7,032
064149107 BANK N S HALIFAX	3,161	3,807
081437105 BEMIS INC		
110448107 BRITISH AMERICAN TOB	13,475	13,733
115637209 BROWN FORMAN CORP CL	2,267	3,296
20449X302 COMPASS GROUP PLC -		
209115104 CONSOLIDATED EDISON		
251542106 DEUTSCHE BOERSE AG A		
25243Q205 DIAGEO PLC - ADR		
262037104 DRIL-QUIP INC COM	11,556	9,492
29084Q100 EMCOR GROUP INC COM	14,683	16,595
29414D100 ENVISION HEALTHCARE		
345605109 FOREST CITY REALTY T	3,626	5,230
37045V100 GENERAL MOTORS CO	11,753	16,314
40412C101 HCA HOLDINGS INC		
500472303 PHILIPS ELECTRONICS	2,594	3,289

Name of Stock	End of Year Book Value	End of Year Fair Market Value
501044101 KROGER CO		
502441306 LVMH MOET HENNESSY U	3,177	5,400
517834107 LAS VEGAS SANDS CORP	3,259	3,961
53046P109 LIBERTY EXPEDIA HOLD	1,335	2,704
53071M856 LIBERTY VENTURES	1,985	4,936
531229409 LIBERTY SIRIUSXM GRO	805	2,062
531229607 LIBERTY SIRIUSXM GRO	1,737	4,601
531229854 LIBERTY FORMULA ONE	4,886	5,978
531229870 LIBERTY FORMULA ONE	184	524
532457108 ELI LILLY & CO COM	2,500	2,872
535678106 LINEAR TECHNOLOGY CO		
539830109 LOCKHEED MARTIN CORP	3,937	5,137
62942M201 NTT DOCOMO, INC. - A	3,786	3,637
641069406 NESTLE S.A. REGISTER	6,091	6,620
65339F101 NEXTERA ENERGY INC	3,928	4,842
66987V109 NOVARTIS AG - ADR	5,957	6,129
67066G104 NVIDIA CORP	3,323	18,189
674599105 OCCIDENTAL PETE CORP	21,683	23,424
70959W103 PENSKE AUTO GROUP IN		
717081103 PFIZER INC	4,702	4,962
74340W103 PROLOGIS INC	12,171	15,289
74435K204 PRUDENTIAL PLC - ADR		
744573106 PUBLIC SVC ENTERPRIS	12,472	14,369
756255204 RECKITT BENCKIS/S AD	2,616	2,623
771195104 ROCHE HOLDINGS LTD -	5,477	5,463
780259206 ROYAL DUTCH SHELL PL	2,541	3,536
78409V104 S&P GLOBAL INC	7,107	13,721
824348106 SHERWIN WILLIAMS CO	8,150	11,071
826197501 SIEMENS AG - SPONSOR	6,559	7,620
83084V106 SKY PLC-SPN ADR		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
854502101 STANLEY BLACK & DECK	12,627	17,817
867224107 SUNCOR ENERGY INC NE		
871829107 SYSCO CORP	12,562	15,729
87944W105 TELENOR ASA - ADR	1,786	2,267
87969N204 TELSTRA CORP-ADR		
88031M109 TENARIS S.A. - ADR		
891160509 TORONTO DOMINION BK	3,755	4,979
892331307 TOYOTA MOTOR CORPORA		
904784709 UNILEVER N.V. - ADR	2,634	3,210
92334N103 VEOLIA ENVIRONNEMENT	1,851	2,423
931142103 WAL MART STORES INC	12,899	18,170
94984B520 WF LARGE CAP CORE FU	34,450	46,775
977868306 WOLSELEY PLC ADR		
G0750C108 AXALTA COATING SYSTE	1,443	1,650
G1151C101 ACCENTURE PLC		
G25839104 COCA-COLA EUROPEAN P	3,335	3,347
G47567105 IHS MARKIT LTD	8,170	9,391
G96629103 WILLIS TOWERS WATSON		
N53745100 LYONDELLBASELL INDU-	2,095	2,979
002567105 ABAXIS INC	7,608	8,220
002824100 ABBOTT LABS	16,507	17,064
00846U101 AGILENT TECHNOLOGIES	15,623	16,073
023586100 AMERCO	2,687	2,645
025083320 AMER CENT SMALL CAP	6,199	6,613
03027X100 AMERICAN TOWER CORP	15,013	16,264
032654105 ANALOG DEVICES INC	2,275	2,404
038336103 APTARGROUP INC COM	4,383	4,573
04316A108 ARTISAN PARTNERS ASS	5,954	7,940
045327103 ASPEN TECHNOLOGY INC	9,640	9,996
05278C107 AUTOHOME INC-ADR	23,120	22,893

Name of Stock	End of Year Book Value	End of Year Fair Market Value
060505104 BANK OF AMERICA CORP	14,198	18,361
071813109 BAXTER INTL INC	17,251	17,065
09215C105 BLACK KNIGHT INC	1,598	3,620
136069101 CANADIAN IMPERIAL BK	14,143	15,683
15189T107 CENTERPOINT ENERGY I	15,509	14,719
174610105 CITIZENS FINANCIAL G	14,177	16,456
202712600 COMMONWEALTH BK AUS-	3,442	3,502
20449X401 COMPASS GROUP PLC AD	4,532	5,116
231021106 CUMMINS INC.	16,410	17,134
24906P109 DENTSPLY SIRONA INC	13,213	13,890
257651109 DONALDSON CO INC	5,811	6,510
26078J100 DOWDUPONT INC	9,694	17,378
31502A105 FERGUSON PLC-ADR	4,131	5,026
35138V102 FOX FACTORY HOLDING	8,090	8,003
366651107 GARTNER INC	8,962	9,113
384109104 GRACO INC	8,713	10,310
40416M105 HD SUPPLY HOLDINGS I	998	961
40418F108 HFF INC	9,541	12,452
40434L105 HP INC	14,904	16,640
413838723 OAKMARK INTERNATIONA	4,281	7,591
418056107 HASBRO INC	3,522	3,363
426281101 HENRY JACK & ASSOC I	6,225	7,135
43300A203 HILTON WORLDWIDE HOL	1,786	2,236
456837103 ING GROEP N.V. - ADR	2,958	3,637
471105205 JAPAN TOBACCO INC-UN	3,656	3,551
562750109 MANHATTAN ASSOCIATES	3,438	4,013
57060D108 MARKETAXESS HLDGS IN	7,747	8,877
636274409 NATIONAL GRID PLC-SP	20,326	21,819
64110D104 NETAPP INC	14,306	22,294
679580100 OLD DOMINION FREIGHT	10,602	13,944

Name of Stock	End of Year Book Value	End of Year Fair Market Value
682189105 ON SEMICONDUCTOR COR	16,373	15,852
73278L105 POOL CORPORATION	7,512	9,594
74164M108 PRIMERICA INC	11,490	16,045
74460D109 PUBLIC STORAGE INC C	13,476	13,585
74463M106 PUBLICIS GROUPE S.A.	2,677	2,650
749607107 RLI CORP COM	3,180	3,761
754730109 RAYMOND JAMES FINL I	16,298	17,503
75524B104 RBC BEARINGS INC	6,841	7,963
76657Y101 RIGHTMOVE PLC-UNSP A	10,992	12,544
779919307 T ROWE PR REAL ESTAT	53,319	127,191
78410G104 SBA COMMUNICATIONS C	15,178	24,014
879360105 TELEDYNE TECHNOLOGIE	12,312	15,035
891092108 TORO CO	20,258	19,830
89353D107 TRANSCANADA CORP	3,230	3,308
89400J107 TRANSUNION	5,062	5,276
902494103 TYSON FOODS INC CL A	16,603	16,538
911312106 UNITED PARCEL SERVIC	6,932	7,387
928563402 VMWARE INC	15,074	20,928
929160109 VULCAN MATERIALS COM	4,808	5,006
92927K102 WABCO HOLDINGS INC	12,149	12,341
G6518L108 NIELSEN HLDGS PLC	2,813	2,694
G7S00T104 PENTAIR PLC	2,164	2,542
H84989104 TE CONNECTIVITY LTD	2,124	2,566
N22717107 CORE LABORATORIES N	3,383	4,053

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TY 2017 Investments Government Obligations Schedule

Name:	FRED AND NANCY BRUMLEY FDN
EIN:	37-1588721
US Government Securities - End of Year Book Value:	379,993
US Government Securities - End of Year Fair Market Value:	373,361
State & Local Government Securities - End of Year Book Value:	
State & Local Government Securities - End of Year Fair Market Value:	

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TY 2017 Other Decreases Schedule

Name: FRED AND NANCY BRUMLEY FDN

EIN: 37-1588721

Description	Amount
MUTUAL FUND POSTING DATE AFTER TYE	1,966
ROC BASIS ADJUSTMENT	2,640
COST ADJUSTMENT	11,546
ACCRUED INTEREST PAID EFF DATE AFTER TYE	375

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TY 2017 Other Expenses Schedule

Name: FRED AND NANCY BRUMLEY FDN

EIN: 37-1588721

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADR FEES	261	261		0

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TY 2017 Other Income Schedule

Name: FRED AND NANCY BRUMLEY FDN

EIN: 37-1588721

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FEE REBATE	699	699	

TY 2017 Other Increases Schedule

Name: FRED AND NANCY BRUMLEY FDN

EIN: 37-1588721

Description	Amount
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	1,752
MUTUAL FUND TBD	57
ACCRUED INT PAID EFF CURRENT POST BEFORE	907
ROUNDING	12

TY 2017 Other Professional Fees Schedule

Name: FRED AND NANCY BRUMLEY FDN

EIN: 37-1588721

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MGMT FEES-SUBJECT T	8,958	8,958		

TY 2017 Taxes Schedule

Name: FRED AND NANCY BRUMLEY FDN

EIN: 37-1588721

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	1,660	1,660		0
FEDERAL ESTIMATES - PRINCIPAL	1,128	0		0
FOREIGN TAXES ON QUALIFIED FOR	1,156	1,156		0
FOREIGN TAXES ON NONQUALIFIED	141	141		0