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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2017

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2017 or tax year beginning , and ending

Name of foundation VA S E OBERDORFER CHAR TUW			A Employer identification number 54-6033096	
Number and street (or P O box number if mail is not delivered to street address) Room/suite Wells Fargo Bank N A Trust Tax Dept - 6325 S RAINBOW BLVD STE 300			B Telephone number (see instructions) 888-730-4933	
City or town, state or province, country, and ZIP or foreign postal code LAS VEGAS NV 89118			C If exemption application is pending, check here <input type="checkbox"/>	
Foreign country name Foreign province/state/country Foreign postal code			D 1. Foreign organizations, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change			2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 2,045,398			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____				

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	34,986	34,634		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	80,274			
	b Gross sales price for all assets on line 6a 602,106				
	7 Capital gain net income (from Part IV, line 2)		80,274		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	115,260	114,908	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	26,825	20,119		6,706
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	1,369			1,369
	b Accounting fees (attach schedule)	1,215			1,215
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	916	579		
	19 Depreciation (attach schedule)				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	30,325	20,698	0	9,290
	25 Contributions, gifts, grants paid	84,000			84,000
26 Total expenses and disbursements. Add lines 24 and 25	114,325	20,698	0	93,290	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	935				
b Net investment income (if negative, enter -0-)		94,210			
c Adjusted net income (if negative, enter -0-)			0		

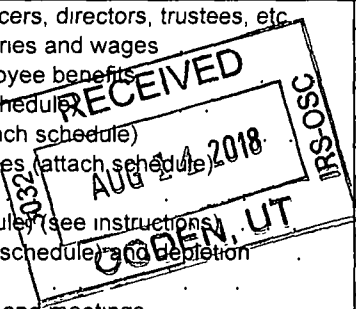
For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	96,804	131,177	131,177
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
Liabilities	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,659,498	1,626,128	1,914,221
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,756,302	1,757,305	2,045,398
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
Net Assets or Fund Balances	27	Capital stock, trust principal, or current funds	1,756,302	1,757,305	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	1,756,302	1,757,305	
	31	Total liabilities and net assets/fund balances (see instructions)	1,756,302	1,757,305	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,756,302
2	Enter amount from Part I, line 27a	2	935
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	1,009
4	Add lines 1, 2, and 3	4	1,758,246
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	941
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,757,305

Part IV Capital Gains and Losses for Tax on Investment Income

a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	80,274
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8 . }			3	0

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

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

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

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

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

(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	97,670	1,840,342	0.053072
2015	100,017	1,980,215	0.050508
2014	97,531	2,097,450	0.046500
2013	94,381	2,001,448	0.047156
2012	95,878	1,894,493	0.050609
2 Total of line 1, column (d)			2 0.247845
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years			3 0.049569
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 1,942,340
5 Multiply line 4 by line 3			5 96,280
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 942
7 Add lines 5 and 6			7 97,222
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 93,290

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,884
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	1,884
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,884
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	434
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	2,500
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	2,934
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,050
11	Enter the amount of line 10 to be Credited to 2018 estimated tax Refunded	11	0

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

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	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► N/A				
14	The books are in care of ► WELLS FARGO BANK N A Telephone no ► 888-730-4933			
Located at ► 6325 S RAINBOW BLVD STE 300 LAS VEGAS NV ZIP+4 ► 89118				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
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	Yes	No
See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ►				X

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

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

1a	During the year, did the foundation (either directly or indirectly)		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here	1b		X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ► 20 _____, 20 _____, 20 _____, 20 _____				
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here	► 20 _____, 20 _____, 20 _____, 20 _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017)	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		X

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

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

5b

X

6b

X

7b

N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 6325 S RAINBOW BLVD STE 300 LAS VEGAS, NV 89101	TRUSTEE SEE ATTACHED	26,825		

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

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

Total number of other employees paid over \$50,000

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services. See instructions. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services**Part IX-A Summary of Direct Charitable Activities**

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,902,858
b	Average of monthly cash balances	1b	69,061
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,971,919
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,971,919
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	29,579
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,942,340
6	Minimum investment return. Enter 5% of line 5	6	97,117

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	97,117
2a	Tax on investment income for 2017 from Part VI, line 5	2a	1,884
b	Income tax for 2017 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,884
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	95,233
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	95,233
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	95,233

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	93,290
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	93,290
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	93,290

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				95,233
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			85,675	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 93,290			85,675	
a Applied to 2016, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2017 distributable amount				7,615
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				87,618
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

Part XV Supplementary Information *(continued)***3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total				3a 84,000
b Approved for future payment NONE				
Total				3b 0

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

Recipient(s) paid during the year

Name

HEBREW FUND FOR THE AGED

Street

ATTN NEIL S KESSLER TROUTMAN SANDERS LLP PO BOX 1122

City RICHMOND	State VA	Zip Code 23218-1122	Foreign Country
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Relationship NONE	Foundation Status NC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 10,500
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Name

SHELTERING ARMS HOSPITAL

Street

8254 ATLEE ROAD

City MECHANICSVILLE	State VA	Zip Code 23116	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 21,000
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Name

CHILDRENS HOSPITAL

Street

C/O SAM WEIDMAN 2924 BROOK ROAD

City RICHMOND	State VA	Zip Code 23220	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 21,000
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Name

JEWISH FAMILY SERVICES

Street

TREASURER 6718 PATTERSON AVE

City RICHMOND	State VA	Zip Code 23226	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 10,500
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Name

THE VIRGINIA HOME

Street

ATTN TREASURER 1101 HAMPTON ST

City RICHMOND	State VA	Zip Code 23220	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 21,000
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Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount		Totals		Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss	
Short Term CG Distributions										47,810		0		602,106		521,832		80,274	
	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss				
1	DODGE & COX INTL STOCK	296206103	X				12/28/2010	10/23/2017	2,297	1,733					564				
2	DODGE & COX INCOME FDC	296210105	X				10/5/2016	4/21/2017	11,451	1,534					-83				
3	EATON VANCE GLOBAL MAC	277923728	X				8/26/2016	1/19/2017	1,071	1,072					-1				
4	EATON VANCE GLOBAL MAC	277923728	X				10/27/2015	10/23/2017	18,010	17,765					245				
5	EATON VANCE GLOBAL MAC	277923728	X				8/26/2016	10/23/2017	38,917	38,633					284				
6	EATON VANCE GLOBAL MAC	277923728	X				4/21/2017	10/23/2017	1,042	1,039					3				
7	EATON VANCE GLOBAL MAC	277923728	X				7/25/2017	10/23/2017	1,784	1,776					8				
8	J.P. MORGAN MID CAP VALUE	339128100	X				6/18/2014	7/25/2017	1,025	982					43				
9	J.P. MORGAN MID CAP VALUE	339128100	X				6/18/2014	10/23/2017	1,480	1,397					83				
10	ARTISAN INTERNATIONAL FUND	04314H402	X				10/24/2011	4/21/2017	13,038	9,663					3,375				
11	ARTISAN INTERNATIONAL FUND	04314H402	X				1/19/2017	4/21/2017	2,719	2,577					142				
12	INV BALANCE RISK COMM S	008887508	X				8/26/2016	1/19/2017	19,334	19,222					112				
13	ARTISAN MID CAP FUND-INS	04314H600	X				2/11/2013	7/25/2017	2,995	2,708					288				
14	ARTISAN MID CAP FUND-INS	04314H600	X				6/18/2014	7/25/2017	2,203	2,434					-231				
15	AMER CENT SMALL CAP GRV	025083320	X				7/23/2015	1/19/2017	4,626	4,791					-165				
16	AMER CENT SMALL CAP GRV	025083320	X				7/23/2015	5/24/2017	31,485	30,229					1,256				
17	AMER CENT SMALL CAP GRV	025083320	X				7/23/2015	10/23/2017	1,338	1,198					140				
18	ARTISAN INTERNATIONAL FUND	04314H402	X				12/28/2010	4/21/2017	53,622	41,198					12,424				
19	ARTISAN MID CAP FUND-INS	04314H600	X				1/22/2015	7/25/2017	1,024	1,059					-35				
20	ARTISAN MID CAP FUND-INS	04314H600	X				4/10/2012	7/25/2017	374	322					52				
21	BLACKROCK GL US CREDIT	09136732	X				10/27/2015	1/19/2017	2,787	2,850					-63				
22	CREDIT SUISSE COMM RET	22544R305	X				1/23/2014	1/19/2017	6,795	9,569					-2,774				
23	CREDIT SUISSE COMM RET	22544R305	X				1/22/2015	1/19/2017	8,570	9,775					-1,205				
24	CREDIT SUISSE COMM RET	22544R305	X				1/13/2015	1/19/2017	3,308	3,056					252				
25	CREDIT SUISSE COMM RET	22544R305	X				1/22/2016	1/19/2017	1,210	1,024					186				
26	DODGE & COX INTL STOCK	296206103	X				12/28/2010	1/19/2017	3,770	3,396					374				
27	DODGE & COX INTL STOCK	296206103	X				12/28/2010	7/25/2017	6,037	4,704					1,333				
28	STERLING CAPITAL STRATG	85917K546	X				6/18/2014	1/19/2017	4,192	3,972					220				
29	STERLING CAPITAL STRATG	85917K546	X				4/21/2017	5/24/2017	1,256	1,238					18				
30	STERLING CAPITAL STRATG	85917K546	X				6/18/2014	5/24/2017	28,994	26,339					2,655				
31	STERLING CAPITAL STRATG	85917K546	X				8/26/2016	10/23/2017	1,735	1,492					243				
32	HARBOR CAPITAL APRTION	411511504	X				8/26/2016	1/19/2017	14,276	14,715					-439				
33	HARBOR CAPITAL APRTION	411511504	X				8/28/2015	1/19/2017	894	951					-57				
34	HARBOR CAPITAL APRTION	411511504	X				8/28/2015	4/21/2017	7,862	7,829					33				
35	HARBOR CAPITAL APRTION	411511504	X				8/28/2015	7/25/2017	1,843	1,843					0				
36	HARBOR CAPITAL APRTION	411511504	X				10/28/2014	7/25/2017	17,580	15,269					2,311				
37	HARBOR CAPITAL APRTION	411511504	X				10/28/2014	10/23/2017	3,665	3,035					630				
38	HARBOR CAPITAL APRTION	411511504	X				10/24/2014	10/23/2017	7,879	6,452					1,427				
39	JPMORGAN HIGH YIELD FUND	4812C0803	X				12/3/2014	1/19/2017	833	906					-73				
40	JPMORGAN HIGH YIELD FUND	4812C0803	X				12/19/2014	1/19/2017	37,544	38,404					-860				
41	JPMORGAN HIGH YIELD FUND	4812C0803	X				7/23/2015	1/19/2017	3,393	3,434					-41				
42	JPMORGAN HIGH YIELD FUND	4812C0803	X				8/26/2016	1/19/2017	11,811	11,748					63				
43	JPMORGAN HIGH YIELD FUND	4812C0803	X				4/22/2016	1/19/2017	2,018	1,928					90				
44	MFS VALUE FUND-CLASS I #	552983694	X				7/23/2015	1/19/2017	3,705	3,638					67				
45	MFS VALUE FUND-CLASS I #	552983694	X				8/26/2016	1/19/2017	11,812	11,840					28				
46	MFS VALUE FUND-CLASS I #	552983694	X				6/18/2014	1/19/2017	10,960	10,485					475				
47	MFS VALUE FUND-CLASS I #	552983694	X				6/18/2014	7/25/2017	6,146	5,408					738				
48	MFS VALUE FUND-CLASS I #	552983694	X				6/18/2014	10/23/2017	4,679	3,977					702				
49	MERGER FUND-INST #301	589509207	X				2/11/2013	1/19/2017	1,110	1,118					-8				
50	MERGER FUND-INST #301	589509207	X				2/11/2013	10/23/2017	15,534	15,216					318				
51	MERGER FUND-INST #301	589509207	X				8/26/2016	10/23/2017	18,278	17,562					716				
52	MERGER FUND-INST #301	589509207	X				5/24/2017	10/23/2017	5,521	5,452					69				
53	ASG GLOBAL ALTERNATIVES	638721885	X				7/12/2013	1/19/2017	2,354	2,834					-280				
54	NEUBERGER BERMAN LONG	64128F608	X				6/18/2014	1/19/2017	1,529	1,509					20				
55	OPPENHEIMER DEVELOPING	683974604	X				12/28/2010	4/21/2017	5,078	5,006					72				
56	OPPENHEIMER DEVELOPING	683974604	X				12/28/2010	7/25/2017	10,536	9,378					1,158				
57	OPPENHEIMER DEVELOPING	683974604	X				12/28/2010	10/23/2017	5,197	4,381					816				
58	OPPENHEIMER DEVELOPING	683974604	X				2/4/2011	10/23/2017	2,545	2,100					445				
59	OPPENHEIMER DEVELOPING	683974604	X				2/8/2011	10/23/2017	204	168					36				
60	BOSTON P LONG/SHRT RES-IN	74925K581	X				7/12/2013	10/23/2017	15,616	12,605					3,011				
61	BOSTON P LONG/SHRT RES-IN	74925K581	X				5/24/2017	10/23/2017	14,550	14,047					503				
62	T ROWE PR OVERSEAS STO	77958H435	X				4/21/2017	7/25/2017	5,067	4,578					489				
63	T ROWE PR OVERSEAS STO	77958H435	X				4/21/2017	10/23/2017	3,308	2,854					454				
64	T ROWE PRICE INST FLOAT	77958B402	X				12/3/2014	1/19/2017	5,283	5,398					-115				
65	T ROWE PRICE INST FLOAT	77958B402	X				4/24/2016	1/19/2017	10,595	10,752					-157				
66	T ROWE PRICE INST FLOAT	77958B402	X				4/22/2016	1/19/2017	7,201	7,065					136				

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

		1,369	0	0	1,369
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	1,369			1,369

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

		1,215	0	0	1,215
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,215			1,215

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

		916	579	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	579	579		
2	PY EXCISE TAX DUE	250			
3	ESTIMATED EXCISE PAYMENTS	87			

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			0	1,626,128	1,914,221
2	DODGE & COX INCOME FD COM 147		0	76,796	79,914
3	HARBOR CAPITAL APRCTION-INST 2012		0	118,039	205,960
4	ARTISAN MID CAP FUND-INSTL 1333		0	76,638	80,410
5	MET WEST TOTAL RETURN BOND CL I 51		0	175,828	173,486
6	FID ADV EMER MKTS INC- CL I 607		0	113,112	117,832
7	DODGE & COX INT'L STOCK FD 1048		0	50,791	68,895
8	AMER CENT SMALL CAP GRWTH INST 336		0	24,299	31,085
9	MFS VALUE FUND-CLASS I 893		0	149,911	219,825
10	JP MORGAN MID CAP VALUE-I 758		0	58,752	90,851
11	STERLING CAPITAL STRATTON SMALL CA		0	24,959	28,256
12	T ROWE PR OVERSEAS STOCK-I #521		0	59,922	69,396
13	T ROWE PR REAL ESTATE-I #432		0	107,754	110,218
14	ASG GLOBAL ALTERNATIVES-Y 1993		0	40,902	41,639
15	VANGUARD REIT VIPER		0	18,626	29,458
16	AQR MANAGED FUTURES STR-I		0	67,492	62,379
17	VANGUARD INFLAT-PROT SECS-ADM 511		0	12,892	12,729
18	JPMORGAN HIGH YIELD FUND SS 3580		0	25,464	26,614
19	T ROWE PRICE INST FLOAT RATE 170		0	11,975	12,032
20	EATON VANCE GLOB MACRO ADV-I 208		0	59,901	57,889
21	BLACKROCK GL US CREDIT-K #1940		0	68,775	69,410
22	OPPENHEIMER DEVELOPING MKT-I 799		0	90,597	120,918
23	JOHN HANCOCK II-CURR STR-I 3643		0	39,936	39,894
24	SPDR DJ WILSHIRE INTERNATIONAL REA		0	57,367	62,233
25	NEUBERGER BERMAN LONG SH-INS #183		0	95,400	102,898

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

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

1	FEDERAL EXCISE TAX REFUND	1	1,005
2	COST BASIS ADJUSTMENT	2	4
3	Total	3	1,009

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

1	PY RETURN OF CAPITAL ADJ	1	876
2	MUTUAL FUND TIMING DIFFERENCE	2	65
3	Total	3	941

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

Name		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	6325 S RAINBOW BLVD STE 300	LAS VEGAS	NV	89118		TRUSTEE	SEE ATTAC	26,825		
										26,825	0	0

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

	Date		Amount
1 Credit from prior year return		1	347
2 First quarter estimated tax payment	5/10/2017	2	87
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	0
7 Total		7	434

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

1	Distributable amounts for 2016 that remained undistributed at the beginning of the 2017 tax year	1	85,675
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	85,675

**Expenditure Responsibility Statement
for the year 2017**

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

(i) The name and address of the grantee:

Hebrew Home for the Aged of Richmond Virginia
1001 Haxall Point
Post Office Box 1122
Richmond, VA 23218-1122

(ii) The date(s) and amount(s) of the grant(s):

01/23/17	\$ 2,625 00
04/24/17	2,625.00
07/24/17	2,625.00
10/23/17	<u>2,625.00</u>
TOTAL	\$10,500.00

(iii) The specific purpose(s) of the grant(s):

Per document, funds are to be used by the organization to operate as a charity and take care of the aged and infirm of Richmond, Virginia.

(iv) The amounts expended by the grantee (based upon the most recent report received from the grantee):

The grantee reported the funds were used for the purpose intended.

(v) Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the Foundation as grantor):

To the Foundation's knowledge, no funds have been diverted to any activity other than the activity for which the grant was originally made.

(vi) The dates of report(s) received from the grantee:

7/17/2018

(vii) The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under Treasury Regulation § 53.4945-5(c)(1) by the Foundation as the grantor or by others at the direction of the Foundation:

7/17/2018

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