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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , and ending

Name of foundation: INEZ DUFF BISHOP CHARITABLE TRUST

A Employer identification number: 54-6163110

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

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

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

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

C If exemption application is pending, check here ▶ ☐

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) ▶ $ 1,663,718

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))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	27,615	27,341		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	52,508			
	b	Gross sales price for all assets on line 6a 316,066				
	7	Capital gain net income (from Part IV, line 2)		52,508		
	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	80,123	79,849	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	1,277	958		319
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	1,216			1,216
	b	Accounting fees (attach schedule)	899			899
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	526	500		
	19	Depreciation (attach schedule) and depletion				
	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	3,918	1,458	0	2,434
	25	Contributions, gifts, grants paid	78,675			78,675
	26	**Total expenses and disbursements.** Add lines 24 and 25	82,593	1,458	0	81,109
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-2,470			
	b	**Net investment income** (if negative, enter -0-)		78,391		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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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	62,868	94,244	94,244
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,363,375	1,334,054	1,569,474
	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)	1,426,243	1,428,298	1,663,718
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26, and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	1,426,243	1,428,298	
	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)	1,426,243	1,428,298	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,426,243	1,428,298	

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	1,426,243
2	Enter amount from Part I, line 27a	2	-2,470
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	5,533
4	Add lines 1, 2, and 3	4	1,429,306
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	1,008
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,428,298

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			(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				
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	52,508
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	93,557	1,525,901	0 061313
2015	80,598	1,530,414	0 052664
2014	76,766	1,576,277	0 048701
2013	68,713	1,516,682	0 045305
2012	73,337	1,458,213	0 050292

2	**Total** of line 1, column (d)	2	0 258275
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 051655
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	1,605,353
5	Multiply line 4 by line 3	5	82,925
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	784
7	Add lines 5 and 6	7	83,709
8	Enter qualifying distributions from Part XII, line 4	8	81,109

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	1,568
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	1,568
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	1,568
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017 — 6a: 569		
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	569
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	999
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0
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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______________ **(2)** On foundation managers ▶$ ______________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ▶ 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 *General Instruction G*? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933

Located at ▶ 6325 S RAINBOW BLVD STE 300 LAS VEGAS NV ZIP+4 ▶ 89118

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

			Yes	No
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X

See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶

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

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

				Yes	No
1a	During the year, did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions		1b		X
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2017 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017)		3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		4b		X

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

5a	During the year, did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? See instructions ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	5b	N/A	
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	N/A	

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

1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N A 6325 S RAINBOW BLVD STE 300 LAS VEGAS, NV 8¢	TRUSTEE SEE ATTACHED	1,277		

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	1,526,329
b	Average of monthly cash balances	1b	103,471
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,629,800
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	1,629,800
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	24,447
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,605,353
6	**Minimum investment return.** Enter 5% of line 5	6	80,268

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	80,268
2a	Tax on investment income for 2017 from Part VI, line 5	2a	1,568		
b	Income tax for 2017 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,568
3	Distributable amount before adjustments Subtract line 2c from line 1			3	78,700
4	Recoveries of amounts treated as qualifying distributions			4	5,200
5	Add lines 3 and 4			5	83,900
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	83,900

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	81,109
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	81,109
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	81,109

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				83,900
2	Undistributed income, if any, as of the end of 2017				
a	Enter amount for 2016 only			68,856	
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 ▶ $ 81,109				
a	Applied to 2016, but not more than line 2a			68,856	
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				12,253
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				71,647
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8	Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9				
a	Excess from 2013				
b	Excess from 2014				
c	Excess from 2015				
d	Excess from 2016				
e	Excess from 2017				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

WELLS FARGO BANK N A PHILANTHROPIC DEPARTMENT

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

WWW WELLSFARGO COM/PRIVATE-FOUNDATIONS

c Any submission deadlines

SEPTEMBER 1

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

EXEMPT ORGANIZATION UNDER 501(C)(3) PREFERENCE TO ORGANIZATIONS ASSISTING THE VISUALLY IMPAIRED, HOSPIT

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Attached Statement				
Total			▶ **3a**	78,675
b *Approved for future payment*				
NONE				
Total			▶ **3b**	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		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					
4 Dividends and interest from securities			14	27,615	
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	52,508	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		80,123	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 80,123

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

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

Signature of officer or trustee	Date	Title
[signature] SVP	4/26/2018	SVP Wells Fargo Bank N A

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J CASTRIANO	[signature]	4/26/2018		P01251603

Firm's name ▶	PricewaterhouseCoopers, LLP	Firm's EIN ▶	13-4008324
Firm's address ▶	600 GRANT STREET, PITTSBURGH, PA 15219-2777	Phone no	412-355-6000

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

Recipient(s) paid during the year

Name				
AMERICAN NATIONAL RED CROSS				
Street 20250 E ST				
City WASHINGTON		**State** DC	**Zip Code** 20006	**Foreign Country**
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 10,300

Name				
BUILDING GOODNESS FOUNDATION				
Street 1710 GORDON AVENUE				
City CHARLOTTESVILLE		**State** VA	**Zip Code** 22903	**Foreign Country**
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 5,000

Name				
HEAR TOGETHER STU-COMM INCORPORATED				
Street 2250 OLD IVY ROAD, SUITE #2				
City CHARLOTTESVILLE		**State** VA	**Zip Code** 22903	**Foreign Country**
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 3,000

Name				
OPERATION FIRST RESPONSE				
Street 20037 DOVE HILL RD				
City CULPEPER		**State** VA	**Zip Code** 22701	**Foreign Country**
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 3,000

Name				
JEFFERSON AREA CHIP, INC				
Street 1469 GREENBRIER PL				
City CHARLOTTESVILLE		**State** VA	**Zip Code** 22901	**Foreign Country**
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 5,000

Name				
PIEDMONT COURT APPOINTED SPECIAL ADVOCATES, INC				
Street 818 HIGH STREET				
City CHARLOTTESVILLE		**State** VA	**Zip Code** 22902	**Foreign Country**
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 4,000

Supplemental Information:

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

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

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

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

Recipient(s) paid during the year

Name	READYKIDS, INC
Street	1000 E HIGH ST STE B
City	CHARLOTTESVILLE
State	VA
Zip Code	22902
Foreign Country	
Relationship	NONE
Foundation Status	PC
Purpose of grant/contribution	GENERAL SUPPORT GRANT
Amount	5,000

Name	SENIOR CENTER, INC
Street	1180 PEPSI PL
City	CHARLOTTESVILLE
State	VA
Zip Code	22901
Foreign Country	
Relationship	NONE
Foundation Status	PC
Purpose of grant/contribution	GENERAL SUPPORT GRANT
Amount	10,000

Name	BEACH HAVEN FIRST AID SQUAD
Street	321 ENGLESIDE AVENUE
City	BEACH HAVEN
State	NJ
Zip Code	08008
Foreign Country	
Relationship	NONE
Foundation Status	PC
Purpose of grant/contribution	GENERAL SUPPORT GRANT
Amount	200

Name	CRIPPLED CHILDREN'S FUND OF BEACH HAVEN
Street	520 HILLARD BLVD
City	MANAHAWK
State	NJ
Zip Code	08008
Foreign Country	
Relationship	NONE
Foundation Status	PC
Purpose of grant/contribution	GENERAL SUPPORT GRANT
Amount	200

Name	JEFFERSON PARK BAPTIST CHURCH
Street	2505 JEFFERSON PARK AVE
City	CHARLOTTESVILLES
State	VA
Zip Code	22903
Foreign Country	
Relationship	NONE
Foundation Status	PC
Purpose of grant/contribution	GENERAL SUPPORT GRANT
Amount	1,000

Name	KYNETT UNITED METHODIST CHURCH
Street	127 CENTRE STREET
City	BEACH HAVEN
State	NJ
Zip Code	08008
Foreign Country	
Relationship	NONE
Foundation Status	PC
Purpose of grant/contribution	GENERAL SUPPORT GRANT
Amount	500

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

Recipient(s) paid during the year

Name					
MCGAHEYSVILLE UMC					
Street					
P O BOX 128					
City		**State**	**Zip Code**	**Foreign Country**	
MCGAHEYSVILLE		VA	22840		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL SUPPORT GRANT					200

Name					
NORTH PAMUNKEY BAPTIST CHURCH					
Street					
15105 PAMUNKEY LANE					
City		**State**	**Zip Code**	**Foreign Country**	
ORANGE		VA	22960		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL SUPPORT GRANT					500

Name					
THE SALVATION ARMY-CHARLOTTESVILLE					
Street					
ATTN LEGACY DEPARTMENT 340 14TH AVEN SOUTH					
City		**State**	**Zip Code**	**Foreign Country**	
ST PETERSBURG		FL	33701		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL SUPPORT GRANT					200

Name					
UNITED WAY-THOMAS JEFFERSON AREA					
Street					
806 E HIGH ST					
City		**State**	**Zip Code**	**Foreign Country**	
CHARLOTTESVILLE		VA	22902		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL SUPPORT GRANT					325

Name					
VIRGINIA BAPTIST HOMES FDN, INC					
Street					
1900 LAUDERDALE DRIVE					
City		**State**	**Zip Code**	**Foreign Country**	
RICHMOND DRIVE		VA	23238		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL SUPPORT GRANT					500

Name					
CHARLOTTESVILLE ALBEMARLE RESCUE					
Street					
P O BOX 160					
City		**State**	**Zip Code**	**Foreign Country**	
CHARLOTTESVILLE		VA	22902		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL SUPPORT GRANT					200

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

Recipient(s) paid during the year

Name				
CHARLOTTESVILLE FREE CLINIC				
Street				
1138 ROSE HILL DR #200				
City		**State**	**Zip Code**	**Foreign Country**
CHARLOTTESVILLE		VA	22903	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				3,000

Name				
BLUE RIDGE AREA FOOD BANK, INC				
Street				
96 LAUREL HILL RD				
City		**State**	**Zip Code**	**Foreign Country**
VERONA		VA	24482	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				5,000

Name				
LEARNING ALLY, INC				
Street				
20 ROSZEL ROAD				
City		**State**	**Zip Code**	**Foreign Country**
PRINCETON		NJ	08540	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				300

Name				
THE BRIDGE MINISTRY INC				
Street				
533 BRICK CHURCH PARK DR				
City		**State**	**Zip Code**	**Foreign Country**
NASHVILLE		TN	37207	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				3,000

Name				
HOSPITAL HOSPITALITY HOUSE OF RICHMOND				
Street				
612 E MARSHALL ST				
City		**State**	**Zip Code**	**Foreign Country**
RICHMOND		VA	23219	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				1,750

Name				
MUNICIPAL BAND OF CHARLOTTESVILLE				
Street				
1119 5TH ST SW				
City		**State**	**Zip Code**	**Foreign Country**
CHARLOTTESVILLE		VA	22902	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				3,000

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

Recipient(s) paid during the year

Name				
PATIENT AIRLIFT SERVICES				
Street 7110 REPUBLIC AIRPORT				
City FARMINGDALE		**State** NY	**Zip Code** 11735	**Foreign Country**
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 10,000

Name				
QUICKSTART TENNIS OF CENTRAL VIRGINIA INC				
Street PO BOX 422				
City IVY		**State** VA	**Zip Code** 22945	**Foreign Country**
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 1,500

Name				
RICHMOND BALLET INC - MINDS IN MOTION				
Street 407 EAST CANAL STREET				
City RICHMOND		**State** VA	**Zip Code** 23219	**Foreign Country**
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 2,000

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

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

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

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

	Amount		Totals	Gross Sales	Cost or Other Basis Expenses, Depreciation and Adjustments	Net Gain or Loss
Long Term CG Distributions	41,562		Capital Gains/Losses	316,066	263,558	52,508
Short Term CG Distributions	0		Other sales	0	0	0

	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	CREDIT SUISSE COMM RET	22544R305	X				1/22/2016	1/18/2017	1,674	1,413				0	261
2	DODGE & COX INT L STOCK	256206103	X				11/8/2010	1/18/2017	4,623	4,260				0	363
3	DODGE & COX INCOME FD C	256210105	X				10/5/2016	4/20/2017	9,316	9,391				0	-75
4	EATON VANCE GLOBAL MAC	277923728	X				10/27/2015	1/18/2017	2,279	2,265				0	14
5	FID ADV EMER MKTS INC- CL	315920702	X				8/25/2016	1/18/2017	2,012	2,057				0	-45
6	CREDIT SUISSE COMM RET	22544R305	X				11/10/2015	1/18/2017	2,727	2,562				0	165
7	HARBOR CAPITAL APRCTION	411511504	X				8/28/2015	4/20/2017	375	373				0	2
8	HARBOR CAPITAL APRCTION	411511504	X				10/28/2014	4/20/2017	5,033	4,874				0	159
9	JPMORGAN HIGH YIELD FUN	4812C0803	X				1/23/2014	1/18/2017	769	837				0	-68
10	JPMORGAN HIGH YIELD FUN	4812C0803	X				12/19/2014	1/18/2017	28,216	28,863				0	-647
11	JPMORGAN HIGH YIELD FUN	4812C0803	X				7/24/2015	1/18/2017	3,455	3,497				0	-42
12	JPMORGAN HIGH YIELD FUN	4812C0803	X				8/25/2016	1/18/2017	11,575	11,497				0	78
13	JPMORGAN HIGH YIELD FUN	4812C0803	X				5/12/2016	1/18/2017	1,906	1,816				0	90
14	MFS VALUE FUND-CLASS I #	552983694	X				7/24/2015	1/18/2017	14,095	13,633				0	462
15	MERGER FUND-INST #301	589509207	X				11/8/2010	1/18/2017	1,628	1,660				0	-32
16	ASG GLOBAL ALTERNATIVES	63872T885	X				7/15/2013	1/18/2017	2,871	3,214				0	-343
17	NEUBERGER BERMAN LONG	64128R608	X				6/20/2014	1/18/2017	1,820	1,797				0	23
18	OPPENHEIMER DEVELOPING	683974604	X				1/18/2017	4/20/2017	4,829	4,456				0	373
19	T ROWE PRICE INST FLOAT	77958B402	X				1/23/2014	1/18/2017	4,338	4,433				0	-95
20	T ROWE PRICE INST FLOAT	77958B402	X				4/24/2014	1/18/2017	7,997	8,116				0	-119
21	T ROWE PRICE INST FLOAT	77958B402	X				8/25/2016	1/18/2017	5,545	5,490				0	55
22	T ROWE PRICE INST FLOAT	77958B402	X				5/12/2016	1/18/2017	1,168	1,148				0	20
23	STERLING CAPITAL STRATT	85917K546	X				4/20/2017	5/24/2017	2,498	2,467				0	31
24	STERLING CAPITAL STRATT	85917K546	X				6/20/2014	5/24/2017	21,010	19,419				0	1,591
25	JP MORGAN MID CAP VALUE	339128100	X				6/20/2014	1/18/2017	2,429	2,501				0	-72
26	HARBOR CAPITAL APRCTION	411511504	X				8/28/2015	1/18/2017	17,893	19,009				0	-1,116
27	INV BALANCE RISK COMM S	00888Y508	X				8/25/2016	1/18/2017	15,828	15,669				0	159
28	AMER CENT SMALL CAP GR	025083320	X				7/24/2015	1/18/2017	1,885	1,919				0	-34
29	AMER CENT SMALL CAP GR	025083320	X				7/24/2015	5/24/2017	24,001	22,785				0	1,216
30	ARTISAN INTERNATIONAL FD	04314H402	X				12/27/2011	4/20/2017	7,090	5,000				0	2,090
31	ARTISAN INTERNATIONAL FD	04314H402	X				11/8/2010	4/20/2017	47,203	37,849				0	9,354
32	ARTISAN INTERNATIONAL FD	04314H402	X				1/18/2017	4/20/2017	795	746				0	49
33	BLACKROCK GL L/S CREDIT-	091936732	X				10/27/2015	1/18/2017	3,881	3,973				0	-92
34	CREDIT SUISSE COMM RET	22544R305	X				1/23/2014	1/18/2017	4,505	6,332				0	-1,827
35	CREDIT SUISSE COMM RET	22544R305	X				1/22/2015	1/18/2017	7,235	8,237				0	-1,002

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

		1,216	0	0	1,216
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	1,216			1,216

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

		899	0	0	899
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	899			899

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		526	500	0	0
1	FOREIGN TAX WITHHELD	500	500		
2	ESTIMATED EXCISE PAYMENTS	26			

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

			0	1,334,054	1,569,474
	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1				0	
2	AMER CENT SMALL CAP GRWTH INST 33(		0	20,566	26,075
3	MFS VALUE FUND-CLASS I 893		0	129,059	182,049
4	JP MORGAN MID CAP VALUE-I 758		0	52,152	73,470
5	STERLING CAPITAL STRATTON SMALL C/		0	20,885	24,023
6	T ROWE PR OVERSEAS STOCK-I #521		0	53,392	61,770
7	T ROWE PR REAL ESTATE-I #432		0	82,241	83,545
8	ASG GLOBAL ALTERNATIVES-Y 1993		0	30,362	33,456
9	VANGUARD REIT VIPER		0	14,472	22,239
10	AQR MANAGED FUTURES STR-I		0	50,952	46,220
11	VANGUARD INFLAT-PROT SECS-ADM 511		0	10,289	10,104
12	JPMORGAN HIGH YIELD FUND SS 3580		0	20,134	21,103
13	T ROWE PRICE INST FLOAT RATE 170		0	8,495	8,580
14	BLACKROCK GL L/S CREDIT-K #1940		0	52,494	53,035
15	OPPENHEIMER DEVELOPING MKT-I 799		0	78,679	110,688
16	SPDR DJ WILSHIRE INTERNATIONAL REA		0	42,302	49,398
17	ROBECO BP LNG/SHRT RES-INS		0	22,563	25,007
18	NEUBERGER BERMAN LONG SH-INS #183		0	52,979	58,173
19	EATON VANCE GLOBAL MACRO - I		0	45,468	45,761
20	DODGE & COX INT'L STOCK FD 1048		0	43,740	61,120
21	ELKS BLDG CORP COM		0	0	0
22	DODGE & COX INCOME FD COM 147		0	56,776	61,829
23	HARBOR CAPITAL APRCTION-INST 2012		0	124,508	187,017
24	MERGER FUND-INST #301		0	30,737	31,116
25	ARTISAN MID CAP FUND-INSTL 1333		0	66,873	68,277
26	MET WEST TOTAL RETURN BOND CL I 51		0	136,201	133,841
27	FID ADV EMER MKTS INC- CL I 607		0	87,735	91,578

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

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

1	COST BASIS ADJUSTMENT	1	1
2	FEDERAL EXCISE TAX REFUND	2	5,200
3	GAIN ON CY SALES NOT SETTLED AT YEAR END	3	332
4	Total	4	5,533

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

1	MUTUAL FUND TIMING DIFFERENCE	1	290
2	PY RETURN OF CAPITAL ADJUSTMENT	2	718
3	Total	3	1,008

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

	Amount
Long Term CG Distributions	41,562
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses
						274,504	0	0	263,558	10,946	0	0	0	10,946
1	CREDIT SUISSE COMM RET	22544R305		1/22/2016	1/18/2017	1,674		0	1,413	261	0	0	0	261
2	DODGE & COX INT'L STOCK	256206103		11/8/2010	1/18/2017	4,623		0	4,260	363	0	0	0	363
3	DODGE & COX INCOME FD C	256210105		10/5/2016	4/20/2017	9,316		0	9,391	-75	0	0	0	-75
4	EATON VANCE GLOBAL MAC	277923728		10/27/2015	1/18/2017	2,279		0	2,265	14	0	0	0	14
5	FID ADV EMER MKTS INC- CL	315920702		8/25/2016	1/18/2017	2,012		0	2,057	-45	0	0	0	-45
6	CREDIT SUISSE COMM RET	22544R305		11/10/2015	1/18/2017	2,727		0	2,562	165	0	0	0	165
7	HARBOR CAPITAL APRCTION	411511504		8/28/2015	4/20/2017	375		0	373	2	0	0	0	2
8	HARBOR CAPITAL APRCTION	411511504		10/28/2014	4/20/2017	5,033		0	4,874	159	0	0	0	159
9	JPMORGAN HIGH YIELD FUN	4812C0803		1/23/2014	1/18/2017	769		0	837	-68	0	0	0	-68
10	JPMORGAN HIGH YIELD FUN	4812C0803		12/19/2014	1/18/2017	28 216		0	28,863	-647	0	0	0	-647
11	JPMORGAN HIGH YIELD FUN	4812C0803		7/24/2015	1/18/2017	3 455		0	3 497	-42	0	0	0	-42
12	JPMORGAN HIGH YIELD FUN	4812C0803		8/25/2016	1/18/2017	11,575		0	11,497	78	0	0	0	78
13	JPMORGAN HIGH YIELD FUN	4812C0803		5/12/2016	1/18/2017	1,906		0	1,816	90	0	0	0	90
14	MFS VALUE FUND-CLASS I #	552983694		7/24/2015	1/18/2017	14,095		0	13,633	462	0	0	0	462
15	MERGER FUND-INST #301	589509207		11/8/2010	1/18/2017	1,628		0	1,660	-32	0	0	0	-32
16	ASG GLOBAL ALTERNATIVES	63872T885		7/15/2013	1/18/2017	2,871		0	3,214	-343	0	0	0	-343
17	NEUBERGER BERMAN LONG	64128R608		6/20/2014	1/18/2017	1,820		0	1,797	23	0	0	0	23
18	OPPENHEIMER DEVELOPING	683974604		1/18/2017	4/20/2017	4 829		0	4 456	373	0	0	0	373
19	T ROWE PRICE INST FLOAT	77958B402		1/23/2014	1/18/2017	4,338		0	4,433	-95	0	0	0	-95
20	T ROWE PRICE INST FLOAT	77958B402		4/24/2014	1/18/2017	7 997		0	8,116	-119	0	0	0	-119
21	T ROWE PRICE INST FLOAT	77958B402		8/25/2016	1/18/2017	5 545		0	5,490	55	0	0	0	55
22	T ROWE PRICE INST FLOAT	77958B402		5/12/2016	1/18/2017	1,168		0	1,148	20	0	0	0	20
23	STERLING CAPITAL STRATT	85917K546		4/20/2017	5/24/2017	2 498		0	2,467	31	0	0	0	31
24	STERLING CAPITAL STRATT	85917K546		6/20/2014	5/24/2017	21,010		0	19,419	1,591	0	0	0	1,591
25	JP MORGAN MID CAP VALUE	339128100		6/20/2014	1/18/2017	2 429		0	2,501	-72	0	0	0	-72
26	HARBOR CAPITAL APRCTION	411511504		8/28/2015	1/18/2017	17,893		0	19,009	-1,116	0	0	0	-1,116
27	INV BALANCE RISK COMM S	00888Y508		8/25/2016	1/18/2017	15,828		0	15,669	159	0	0	0	159
28	AMER CENT SMALL CAP GR	025083320		7/24/2015	1/18/2017	1,885		0	1,919	-34	0	0	0	-34
29	AMER CENT SMALL CAP GR	025083320		7/24/2015	5/24/2017	24,001		0	22,785	1,216	0	0	0	1,216
30	ARTISAN INTERNATIONAL F	04314H402		12/27/2011	4/20/2017	7,090		0	5,000	2,090	0	0	0	2,090
31	ARTISAN INTERNATIONAL F	04314H402		11/8/2010	4/20/2017	47,203		0	37,849	9,354	0	0	0	9,354
32	ARTISAN INTERNATIONAL F	04314H402		1/18/2017	4/20/2017	795		0	746	49	0	0	0	49
33	BLACKROCK GL L/S CREDIT-	091936732		10/27/2015	1/18/2017	3,881		0	3,973	-92	0	0	0	-92
34	CREDIT SUISSE COMM RET	22544R305		1/23/2014	1/18/2017	4 505		0	6,332	-1,827	0	0	0	-1,827
35	CREDIT SUISSE COMM RET	22544R305		1/22/2015	1/18/2017	7,235		0	8,237	-1,002	0	0	0	-1,002

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
										1,277	0	0
1	Wells Fargo Bank N A Trust Tax D	X	6325 S RAINBOW BLVD STE 300	LAS VEGAS	NV	89118		TRUSTEE	SEE ATTAC	1,277		

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

		Date		Amount
1	Credit from prior year return		1	543
2	First quarter estimated tax payment		2	
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment	12/12/2017	5	26
6	Other payments		6	0
7	Total		7	569

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	68,856
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	68,856