

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	199,050	232,343	232,343
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,612,137	1,607,082	2,074,671
	c	Investments—corporate bonds (attach schedule)	1,858,948	1,877,523	1,859,749
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	129,935	123,481	123,481
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	3,800,070	3,840,429	4,290,244	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	3,800,070	3,840,429	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	3,800,070	3,840,429	
31	Total liabilities and net assets/fund balances (see instructions) .	3,800,070	3,840,429		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,800,070
2	Enter amount from Part I, line 27a	2	40,942
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	3,841,012
5	Decreases not included in line 2 (itemize) ▶ _____	5	583
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	3,840,429

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	221,449
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?



Yes



No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	206,852	4,040,946	0 051189
2015	210,519	4,221,471	0 049869
2014	212,000	4,448,540	0 047656
2013	215,000	4,388,192	0 048995
2012	209,895	4,266,757	0 049193
2 Total of line 1, column (d)			2 0 246902
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 04938
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 4,126,922
5 Multiply line 4 by line 3			5 203,787
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,459
7 Add lines 5 and 6			7 206,246
8 Enter qualifying distributions from Part XII, line 4			8 203,000

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	4,919
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	4,919
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	4,919
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	2,076
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	2,076
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	2,843
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ▶ 0 Refunded ▶	11	0

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►	13	Yes	
14	The books are in care of ► <u>BRANCH BANKING AND TRUST</u> Telephone no ► <u>(540) 665-4345</u>			

Located at ► 115 N CAMERON ST WINCHESTER VA ZIP+4 ► 22601

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		
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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ►			

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

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

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?	☐ 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	
	Organizations relying on a current notice regarding disaster assistance check here.	► ☐		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?		1c	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?	☐ Yes ☒ No		
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).		2b	No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017).		3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		4b	No

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

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

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
BRANCH BANKING AND TRUST CO 115 N CAMERON ST WINCHESTER, VA 22601	TRUSTEE 10	47,142		

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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				

Total number of other employees paid over \$50,000. **0**

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

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

Total number of others receiving over \$50,000 for professional services. **0**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	4,066,188
b	Average of monthly cash balances.	1b	123,581
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	4,189,769
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	4,189,769
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	62,847
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	4,126,922
6	Minimum investment return. Enter 5% of line 5.	6	206,346

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	206,346
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	4,919
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,919
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	201,427
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	201,427
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	201,427

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	203,000
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	203,000
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	203,000

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				201,427
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			199,972	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.	0			
b From 2013.	0			
c From 2014.	0			
d From 2015.	0			
e From 2016.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 203,000				
a Applied to 2016, but not more than line 2a			199,972	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				3,028
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				198,399
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2013.	0			
b Excess from 2014.	0			
c Excess from 2015.	0			
d Excess from 2016.	0			
e Excess from 2017.	0			

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

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

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

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

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

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

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

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

- c** Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	203,000
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	4,966	
4 Dividends and interest from securities.			14	68,075	
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	221,449	
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).				294,490	
13 Total. Add line 12, columns (b), (d), and (e).			13		294,490

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.			No
(2) Other assets.			No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.			No
(2) Purchases of assets from a noncharitable exempt organization.			No
(3) Rental of facilities, equipment, or other assets.			No
(4) Reimbursement arrangements.			No
(5) Loans or loan guarantees.			No
(6) Performance of services or membership or fundraising solicitations.			No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		1c	No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

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

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

b If "Yes," complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	*****	2018-03-30	*****
	Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☐ Yes ☐ No
--

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

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
150000 TOYOTA MTR CRD CORP 2 050% 01/12/17		2013-08-19	2017-01-12
5 BIOVERATIV INC COMMON		2016-05-20	2017-02-07
50000 AFLAC INC DTD 02/10/2012 2 65% 02/15/201		2014-04-04	2017-02-15
84 AGCO CORPORATION COMMON			2017-03-02
158 AT&T INC		2016-05-20	2017-03-02
275 AT&T INC		2008-11-19	2017-03-02
73 ABBVIE INC			2017-03-02
189 ACTIVISION BLIZZARD INC		2014-12-18	2017-03-02
3 2 ADVANSIX INC COMMON		2014-12-18	2017-03-02
5 8 ADVANSIX INC COMMON		2016-05-20	2017-03-02

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
150,000		150,202	-202
24		21	3
50,000		50,000	
5,149		4,267	882
6,632		6,067	565
11,542		7,029	4,513
4,636		2,473	2,163
8,837		3,751	5,086
87		43	44
158		88	70

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-202
			3
			882
			565
			4,513
			2,163
			5,086
			44
			70

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
23 ALTRIA GROUP INC		2014-09-11	2017-03-02
59 AMERICAN ELECTRIC POWER		2016-10-06	2017-03-02
30 ANADARKO PETE CORP		2007-04-12	2017-03-02
135 ANTHEM INC COMMON		2008-11-19	2017-03-02
165 ASTRAZENECA PLC SPONS ADR		2016-10-06	2017-03-02
274 BCE INC COM			2017-03-02
80 BCE INC COM		2015-03-25	2017-03-02
183 BP AMOCO PLC ADS L C		2016-12-05	2017-03-02
22 BIOMARIN PHARMACEUTICAL INC		2016-10-06	2017-03-02
4 BIOVERATIV INC COMMON		2016-05-20	2017-03-02

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,743		991	752
3,925		3,679	246
1,936		1,375	561
22,473		4,497	17,976
4,892		5,326	-434
11,873		12,573	-700
3,467		3,447	20
6,262		6,507	-245
2,090		2,043	47
214		165	49

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			752
			246
			561
			17,976
			-434
			-700
			20
			-245
			47
			49

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
76 BLACKSTONE MORTGAGE TRU COMMON COMMON		2016-12-05	2017-03-02
360 BRITISH AMERICAN TOBACCO PLC		2009-04-27	2017-03-02
17 CBS CORP NEW CL B		2016-05-20	2017-03-02
21 CVS CORP COMMON		2014-09-11	2017-03-02
17 CENTENE CORP		2015-06-24	2017-03-02
90 CHEVRON TEXACO CORP COMMON		2008-11-19	2017-03-02
200 CISCO SYSTEMS		2011-08-19	2017-03-02
46 CONSOLIDATED EDISON INC COMMON		2016-12-05	2017-03-02
83 CROWN CASTLE INTL CORP COMMON		2016-12-05	2017-03-02
136 DELTA AIR LINES INC		2016-05-20	2017-03-02

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
2,347		2,324	23
23,019		8,379	14,640
1,151		898	253
1,709		1,703	6
1,215		1,348	-133
10,265		6,557	3,708
6,878		3,022	3,856
3,533		3,201	332
7,698		6,898	800
6,802		5,862	940

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			23
			14,640
			253
			6
			-133
			3,708
			3,856
			332
			800
			940

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
12 DOLLAR TREE INC		2015-03-25	2017-03-02
96 DOMINION RESOURCES INC/VA COMMON		2016-10-06	2017-03-02
100 DUKE ENERGY CORP			2017-03-02
47 DUKE ENERGY CORP		2016-05-20	2017-03-02
103 EBAY INC			2017-03-02
13 EDWARDS LIFESCIENCES CORP COMMON		2016-10-06	2017-03-02
30 ELECTRONIC ARTS INC COMMON		2016-05-20	2017-03-02
147 EXXON MOBIL CORPORATION		2016-05-20	2017-03-02
190 FISERV		2009-04-27	2017-03-02
68 GENERAL ELECTRIC COMPANY		2011-08-19	2017-03-02

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
938		982	-44
7,385		6,915	470
8,226		7,453	773
3,866		3,608	258
3,490		1,216	2,274
1,207		1,555	-348
2,614		2,191	423
12,314		13,157	-843
22,099		3,481	18,618
2,049		1,032	1,017

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-44
			470
			773
			258
			2,274
			-348
			423
			-843
			18,618
			1,017

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
46 GENERAL MILLS, INCORPORATED		2016-05-20	2017-03-02
200 GLAXO PLC		2009-04-27	2017-03-02
16 GLAXO PLC		2016-05-20	2017-03-02
13 GOLDMAN SACHS GROUP COMMON		2016-12-05	2017-03-02
126 HD SUPPLY HOLDINGS INC COMMON COMMOM		2014-12-18	2017-03-02
66 HONEYWELL INTERNATIONAL INC		2014-12-18	2017-03-02
50 INTERNATIONAL BUSINESS MACHINES CORP		2009-07-13	2017-03-02
60 JOHNSON & JOHNSON		2004-03-16	2017-03-02
60 KIMBERLY CLARK CORPORATION		2015-11-25	2017-03-02
85 KRAFT HEINZ CO		2008-11-19	2017-03-02

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
2,795		2,870	-75
8,352		6,229	2,123
668		672	-4
3,284		2,961	323
5,413		3,561	1,852
8,320		6,571	1,749
9,051		5,140	3,911
7,448		2,556	4,892
8,014		7,246	768
7,731		2,024	5,707

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-75
			2,123
			-4
			323
			1,852
			1,749
			3,911
			4,892
			768
			5,707

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
1808 853 LAZARD EMERGING MARKETS FD INSTL CL		2009-04-27	2017-03-02
65 ELI LILLY & CO		2016-10-06	2017-03-02
11 LOCKHEED MARTIN CORP		2016-10-06	2017-03-02
110 LOWES COMPANIES INCORPORATED			2017-03-02
165 MCDONALDS CORPORATION			2017-03-02
264 MERCK & CO INC			2017-03-02
26 MOLSON COORS BREWING CO CL B		2016-05-20	2017-03-02
87 MORGAN STANLEY DEAN WITTER DIS CO			2017-03-02
50 NATIONAL GRID PLC		2015-04-27	2017-03-02
160 NATIONAL GRID PLC		2016-05-20	2017-03-02

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
31,185		21,453	9,732
5,426		5,271	155
2,938		2,594	344
8,863		2,554	6,309
21,216		16,330	4,886
17,479		9,199	8,280
2,577		2,508	69
4,015		2,718	1,297
3,026		3,415	-389
9,684		11,586	-1,902

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			9,732
			155
			344
			6,309
			4,886
			8,280
			69
			1,297
			-389
			-1,902

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
40 NETFLIX INC COMMON		2015-11-25	2017-03-02
91 NEWELL RUBBERMAID INC		2016-05-20	2017-03-02
43 OCCIDENTAL PETE CORP		2016-12-05	2017-03-02
90 PPL CORPORATION		2014-12-18	2017-03-02
133 PPL CORPORATION		2016-10-06	2017-03-02
146 PEPSICO INCORPORATED		2008-11-25	2017-03-02
229 PHILIP MORRIS INTERNATIONAL			2017-03-02
160 PROCTOR AND GAMBLE COMPANY		2015-11-25	2017-03-02
47 QUALCOMM INC COMMON		2016-12-05	2017-03-02
55 REALTY INCOME CORP COMMON		2016-05-20	2017-03-02

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
5,601		4,947	654
4,493		4,287	206
2,820		3,066	-246
3,310		2,985	325
4,892		4,342	550
16,071		7,802	8,269
25,201		19,810	5,391
14,616		12,181	2,435
2,650		3,099	-449
3,326		3,243	83

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			654
			206
			-246
			325
			550
			8,269
			5,391
			2,435
			-449
			83

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
152 REYNOLDS AMERICAN INC		2016-05-20	2017-03-02
120 REYNOLDS AMERICAN INC		2015-03-25	2017-03-02
31 SALESFORCE COM INC INC COMMON		2011-08-19	2017-03-02
200 SANOFI-AVENTIS SPONSORED ADR		2016-10-06	2017-03-02
170 SANOFI-AVENTIS SPONSORED ADR		2009-04-27	2017-03-02
186 SOUTHERN COMPANY		2016-12-05	2017-03-02
12 SOUTHWEST AIRLINES		2016-12-05	2017-03-02
24 THERMO ELECTRON COMMON		2015-11-25	2017-03-02
42 THOR INDUSTRIES INC		2015-03-25	2017-03-02
40 UNITED PARCEL SERVICES B		2015-03-30	2017-03-02

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
9,375		7,545	1,830
7,401		4,255	3,146
2,558		863	1,695
8,714		7,711	1,003
7,407		4,652	2,755
9,337		8,709	628
693		566	127
3,829		3,331	498
4,771		2,658	2,113
4,249		3,894	355

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,830
			3,146
			1,695
			1,003
			2,755
			628
			127
			498
			2,113
			355

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
30 UNITED HEALTH GROUP INC		2015-03-30	2017-03-02
64 UNITED HEALTH GROUP INC			2017-03-02
67 VENTAS INC COMMON		2016-05-20	2017-03-02
44 VERIZON COMMUNICATIONS INC		2016-12-05	2017-03-02
232 VERIZON COMMUNICATIONS INC			2017-03-02
59 VISA INC			2017-03-02
547 VODAFONE GROUP PLC SPON ADR			2017-03-02
88 WELLTOWER INC REIT		2016-10-06	2017-03-02
13 YAHOO INC COMMON		2014-05-08	2017-03-02
13 ALLERGAN PLC		2016-10-06	2017-03-02

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
5,029		3,626	1,403
10,729		8,674	2,055
4,316		4,362	-46
2,193		2,192	1
11,565		11,402	163
5,217		3,902	1,315
13,801		17,821	-4,020
6,106		6,198	-92
596		445	151
3,201		3,087	114

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

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(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,403
			2,055
			-46
			1
			163
			1,315
			-4,020
			-92
			151
			114

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
36 NXP SEMICONDUCTORS N V		2016-05-20	2017-03-02
25 BROADCOM LTD		2015-11-25	2017-03-02
6117 455 CAMBIAR INTL EQUITY FUNDS-INS		2017-03-02	2017-04-17
177 ALTRIA GROUP INC			2017-04-17
66 ALTRIA GROUP INC		2016-05-20	2017-04-17
28 AMETEK INC COMMON		2017-03-02	2017-04-17
400 APPLIED MATERIALS		2008-11-19	2017-04-17
9 BIOGEN INC COMMON		2016-05-20	2017-04-17
100 DISNEY WALT COMPANY		2008-11-19	2017-04-17
8 LOCKHEED MARTIN CORP		2016-10-06	2017-04-17

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
3,729		3,175	554
5,412		3,113	2,299
151,835		150,000	1,835
12,725		7,232	5,493
4,745		4,150	595
1,503		1,539	-36
15,114		3,548	11,566
2,459		2,188	271
11,330		2,051	9,279
2,153		1,887	266

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			554
			2,299
			1,835
			5,493
			595
			-36
			11,566
			271
			9,279
			266

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
31 SOUTHWEST AIRLINES		2016-12-05	2017-04-17
21 NXP SEMICONDUCTORS N V		2016-05-20	2017-04-17
24 AGCO CORPORATION COMMON		2014-12-18	2017-05-25
11 AIR PRODUCTS AND CHEMICALS INC		2016-12-05	2017-05-25
18 AMAZON INC COMMON		2015-11-25	2017-05-25
20 APPLIED MATERIALS		2008-11-19	2017-05-25
13 AUTODESK, INC COMMON		2017-03-02	2017-05-25
10 BOSTON SCIENTIFIC		2017-03-02	2017-05-25
47 BROADRIDGE FINANCIAL SOLUTIONS INC		2015-06-24	2017-05-25
24 CBS CORP NEW CL B		2017-04-17	2017-05-25

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,686		1,462	224
2,173		1,852	321
1,535		1,068	467
1,582		1,619	-37
17,780		12,136	5,644
904		177	727
1,478		1,138	340
270		251	19
3,551		2,449	1,102
1,494		1,601	-107

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			224
			321
			467
			-37
			5,644
			727
			340
			19
			1,102
			-107

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
32 CENTENE CORP		2015-06-24	2017-05-25
442 COMCAST CORP NEW CL A			2017-05-25
61 DARLING INTERNATIONAL INC		2016-10-06	2017-05-25
11 DEXCOM INC COMMON		2016-10-06	2017-05-25
29 DISNEY WALT COMPANY		2008-11-19	2017-05-25
63 EBAY INC		2011-08-19	2017-05-25
15 EDWARDS LIFESCIENCES CORP COMMON		2016-10-06	2017-05-25
38 ELECTRONIC ARTS INC COMMON		2016-05-20	2017-05-25
126 FACEBOOK INC CL A			2017-05-25
47 FLOWSERVE CORP COM		2015-03-25	2017-05-25

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
2,395		2,537	-142
17,809		4,768	13,041
999		834	165
747		911	-164
3,123		595	2,528
2,213		697	1,516
1,713		1,794	-81
4,303		2,775	1,528
18,978		13,333	5,645
2,301		2,693	-392

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-142
			13,041
			165
			-164
			2,528
			1,516
			-81
			1,528
			5,645
			-392

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
19 HD SUPPLY HOLDINGS INC COMMON COMMOM		2014-12-18	2017-05-25
44 HONEYWELL INTERNATIONAL INC		2016-05-20	2017-05-25
12 INCYTE PHARMACEUTICALS INC COM		2016-12-05	2017-05-25
20 LEVEL 3 COMMUNICATIONS INC COMMON		2015-06-24	2017-05-25
275 MICROSOFT CORPORATION			2017-05-25
21 MICROSEMI CORP		2016-12-05	2017-05-25
16 MORGAN STANLEY DEAN WITTER DIS CO		2014-05-08	2017-05-25
54 NEWELL RUBBERMAID INC		2016-05-20	2017-05-25
89 33 OPPENHEIMER DEVELOPING MKT		2014-02-24	2017-05-25
14 PEPSICO INCORPORATED		2008-11-25	2017-05-25

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
784		537	247
5,850		4,958	892
1,669		1,257	412
1,192		1,094	98
19,044		12,703	6,341
1,060		1,120	-60
686		480	206
2,860		2,544	316
3,387		3,208	179
1,633		748	885

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			247
			892
			412
			98
			6,341
			-60
			206
			316
			179
			885

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
230 UNILEVER PLC-SPONSORED ADR		2009-04-27	2017-05-25
18 UNITED HEALTH GROUP INC		2016-05-20	2017-05-25
53 VISA INC		2014-12-18	2017-05-25
34 WELLS FARGO & CO NEW		2017-03-02	2017-05-25
16 YAHOO INC COMMON		2014-05-08	2017-05-25
20 ALLERGAN PLC		2016-10-06	2017-05-25
1 ALLERGAN PLC		2016-05-20	2017-05-25
25 JOHNSON CONTROLS INTERNATIONAL PLC		2010-04-08	2017-05-25
490 CHICAGO BRIDGE & IRON CO N V N Y			2017-08-09
106 CHICAGO BRIDGE & IRON CO N V N Y		2016-12-05	2017-08-09

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
12,698		4,393	8,305
3,186		2,354	832
5,035		3,484	1,551
1,802		2,004	-202
804		548	256
4,494		4,749	-255
225		229	-4
1,050		506	544
7,812		24,687	-16,875
1,690		3,462	-1,772

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	
			8,305
			832
			1,551
			-202
			256
			-255
			-4
			544
			-16,875
			-1,772

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
16 COSTCO WHOLESALE CORP		2016-12-05	2017-09-13
75 COTY INC COMMON -CL A		2017-03-02	2017-09-13
125 COTY INC COMMON -CL A		2017-03-02	2017-09-13
46 DISNEY WALT COMPANY		2008-11-19	2017-09-13
18 EDWARDS LIFESCIENCES CORP COMMON		2016-10-06	2017-09-13
32 MICROSEMI CORP		2016-12-05	2017-09-13
9 ROCKWELL INTERNATIONAL CORP NEW		2017-03-02	2017-09-13
34 STARBUCKS CORPORATIONS COMMON		2016-05-20	2017-09-13
18 TJX COMPANIES		2017-05-25	2017-09-13
75000 JOHN DEERE CAP CORP 2 800% 09/18/17		2013-01-28	2017-09-18

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
2,576		2,423	153
1,284		1,411	-127
2,134		2,351	-217
4,510		944	3,566
2,047		2,153	-106
1,588		1,706	-118
1,518		1,387	131
1,827		1,858	-31
1,334		1,350	-16
75,000		75,923	-923

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			153
			-127
			-217
			3,566
			-106
			-118
			131
			-31
			-16
			-923

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
50000 ORACLE CORP 1 200% 10/15/17		2014-08-04	2017-10-15
40 ABBVIE INC		2016-10-06	2017-10-16
10 ALEXION PHARMACEUTICALS COMMON		2017-03-02	2017-10-16
20 AMERIPRISE FINANCIAL INC		2017-03-02	2017-10-16
72 ANADARKO PETE CORP			2017-10-16
35 DEXCOM INC COMMON		2016-10-06	2017-10-16
30 ENVISION HEALTHCARE CORP COMMON		2017-03-02	2017-10-16
20 FLOWSERVE CORP COM		2015-03-25	2017-10-16
10 HALLIBURTON COMPANY		2017-03-02	2017-10-16
20 HONEYWELL INTERNATIONAL INC		2016-05-20	2017-10-16

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
50,000		50,000	
3,635		2,514	1,121
1,405		1,341	64
3,068		2,647	421
3,465		3,207	258
1,581		2,898	-1,317
1,245		1,968	-723
891		1,146	-255
448		540	-92
2,870		2,254	616

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			1,121
			64
			421
			258
			-1,317
			-723
			-255
			-92
			616

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
15 INCYTE PHARMACEUTICALS INC COM		2016-12-05	2017-10-16
58 M & T BK CORP			2017-10-16
5 MARTIN MARIETTA MATLS COMMON		2017-03-02	2017-10-16
25 MOLSON COORS BREWING CO CL B		2016-05-20	2017-10-16
10 MONDELEZ INTERNATIONAL INC CL A		2017-03-02	2017-10-16
16 MONSANTO CO COMMON			2017-10-16
20 NATIONAL FUEL GAS COMPANY COMMON		2017-03-02	2017-10-16
10 NEWELL RUBBERMAID INC		2016-05-20	2017-10-16
50 NEWFIELD EXPL CO COM		2016-12-05	2017-10-16
45 OSHKOSH TRUCK B CL B		2017-03-02	2017-10-16

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,735		1,571	164
9,510		9,650	-140
1,024		1,097	-73
2,072		2,411	-339
415		438	-23
1,955		1,859	96
1,128		1,211	-83
429		471	-42
1,503		2,289	-786
3,946		3,183	763

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			164
			-140
			-73
			-339
			-23
			96
			-83
			-42
			-786
			763

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
10 PIONEER NAT RES CO COMMON		2017-03-02	2017-10-16
10 SERVICENOW INC COMMON		2016-10-06	2017-10-16
15 WALGREENS BOOTS ALLIANCE INC		2017-03-02	2017-10-16
90 ENVISION HEALTHCARE CORP COMMON		2016-10-06	2017-11-01
310 ENVISION HEALTHCARE CORP COMMON			2017-11-01
373 FLOWSERVE CORP COM			2017-11-01
32 HALLIBURTON COMPANY		2017-03-02	2017-11-01
355 NEWFIELD EXPL CO COM			2017-11-01
237 NEWFIELD EXPL CO COM			2017-11-01
1 PIONEER NAT RES CO COMMON		2017-03-02	2017-11-01

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,435		1,923	-488
1,217		780	437
1,013		1,299	-286
2,676		5,982	-3,306
9,219		19,654	-10,435
16,451		20,244	-3,793
1,382		1,727	-345
10,929		12,955	-2,026
7,297		9,094	-1,797
153		192	-39

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-488
			437
			-286
			-3,306
			-10,435
			-3,793
			-345
			-2,026
			-1,797
			-39

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
120 WALGREENS BOOTS ALLIANCE INC		2017-03-02	2017-11-01
62 LENNAR CORP CLASS B COMMON		2017-05-25	2017-12-14
75000 INTEL CORP 1 350% 12/15/17		2014-03-19	2017-12-15
333 DELPHI TECHNOLOGIES PLC		2015-11-25	2017-12-27
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
7,994		10,393	-2,399
31		26	5
75,000		75,000	
17		15	2
			16,757

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-2,399
			5
			2

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
CONGREGATIONAL COMMUNITY ACTION PROGRAM OF WINCHESTER PO BOX 2112 WINCHESTER, VA 22604	NONE	EXEMPT	CHARITABLE	40,600
BLUE RIDGE AREA FOOD BANK ATTN MICHAEL MCKEE CEO VERONA, VA 24482	NONE	EXEMPT	CHARITABLE	40,600
1ST BAPTIST CHURCH OF WINCHESTER ATTN JOHN D BEAVERS TREASURER 205 WEST PICCADILLY ST WINCHESTER, VA 22601	NONE	EXEMPT	CHARITABLE	40,600
FREE MEDICAL CLINIC OF WINC ATTN VICKI MCCLELLAND EXEC DIR WINCHESTER, VA 22601	NONE	EXEMPT	CHARITABLE	40,600
ADULT CARE CENTER OF THE NORTHERN SHENANDOAH VALLEY 115 WOLFE STREET WINCHESTER, VA 22601	NONE	EXEMPT	CHARITABLE	40,600
Total ► 3a				203,000

TY 2017 Other Decreases Schedule**Name:** DULANEY FA AND JF CHAR**EIN:** 54-6487683

Description	Amount
DIFFERENCE IN MUTUAL FUNDS RECEIVED/REPORTED	443
ACCRUED INTEREST	140

TY 2017 Other Expenses Schedule**Name:** DULANEY FA AND JF CHAR**EIN:** 54-6487683**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADR FEES	11	11		0