

Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2017

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2017 or tax year beginning

, and ending

Name of foundation
THE EOSQUE FOUNDATION

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

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

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

A Employer identification number
56-6044947

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

C If exemption application is pending, check here ☐

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ **387,626**

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	6,422	6,354		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	22,987			
	b Gross sales price for all assets on line 6a 196,500				
	7 Capital gain net income (from Part IV, line 2)		22,987		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	29,409	29,341	0	
	13 Compensation of officers, directors, trustees, etc	5,483	4,112		1,371
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	899			899
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	177	135		
	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	6,559	4,247	0	2,270
	25 Contributions, gifts, grants paid	16,000			16,000
	26 Total expenses and disbursements. Add lines 24 and 25	22,559	4,247	0	18,270
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	6,850			
	b Net investment income (if negative, enter -0-)		25,094		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2017)

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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	16,029	23,282	23,282	
	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)	305,845	310,861	364,344		
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)	321,874	334,143	387,626		
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 ▶ <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	321,874	334,143		
	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)	321,874	334,143		
31	Total liabilities and net assets/fund balances (see instructions)	321,874	334,143			

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	321,874
2	Enter amount from Part I, line 27a	2	6,850
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	5,571
4	Add lines 1, 2, and 3	4	334,295
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	152
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	334,143

Part IV Capital Gains and Losses for Tax on Investment Income

a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	22,987
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	23,255	350,874	0.066277
2015	25,248	373,817	0.067541
2014	20,350	403,271	0.050462
2013	22,094	387,830	0.056968
2012	18,568	382,056	0.048600
2 Total of line 1, column (d)			2 0.289848
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 0.057970
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 368,790
5 Multiply line 4 by line 3			5 21,379
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 251
7 Add lines 5 and 6			7 21,630
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 18,270

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1		502
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		502
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		502
6	Credits/Payments			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	63	
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		63
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		439
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11		0

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

	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? Website address ▶ N/A	13	X
14 The books are in care of ▶ WELLS FARGO BANK N.A. Telephone no ▶ 888-730-4933 Located at ▶ 6325 S RAINBOW BLVD STE 300 LAS VEGAS NV ZIP+4 ▶ 89118		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A		
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16	X

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

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

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

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

<p>5a During the year, did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes?</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?</p> <p>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</p> <p>Organizations relying on a current notice regarding disaster assistance, check here ▶ <input type="checkbox"/></p> <p>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</p> <p>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?</p> <p>If "Yes" to 6b, file Form 8870</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?</p> <p>b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?</p>	<p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p>5b</p> <p>N/A</p> <p>6b</p> <p>X</p> <p>7b</p> <p>N/A</p>
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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 6325 S RAINBOW BLVD STE 300 LAS VEGAS, NV 89101	TRUSTEE SEE ATTACHED	5,483		

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	361,956
b	Average of monthly cash balances	1b	12,450
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	374,406
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	374,406
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	5,616
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	368,790
6	Minimum investment return. Enter 5% of line 5	6	18,440

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	18,440
2a	Tax on investment income for 2017 from Part VI, line 5	2a	502
b	Income tax for 2017 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	502
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	17,938
4	Recoveries of amounts treated as qualifying distributions	4	5,500
5	Add lines 3 and 4	5	23,438
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	23,438

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	18,270
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	18,270
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	18,270

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				23,438
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			8,867	
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 ▶ \$ 18,270				
a Applied to 2016, but not more than line 2a			8,867	
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				9,403
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				14,035
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Attached Statement				
Total				3a 16,000
b <i>Approved for future payment</i> NONE				
Total				3b 0

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) (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 |
| (2) | Other assets | 1a |
| b | Other transactions | |
| (1) | Sales of assets to a noncharitable exempt organization | 1b |
| (2) | Purchases of assets from a noncharitable exempt organization | 1b |
| (3) | Rental of facilities, equipment, or other assets | 1b |
| (4) | Reimbursement arrangements | 1b |
| (5) | Loans or loan guarantees | 1b |
| (6) | Performance of services or membership or fundraising solicitations | 1b |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1 |
| 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. | |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 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.

A.A.V. SVP
Signature of officer or trustee

4/19/2018
Date

SVP Wells Fargo Bank N A
Title

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

**Paid
Preparer
Use Only**

Pnnt/Type preparer's name

JOSEPH J CASTRIANO

Preparer's signature

Albani

Date

4/19/2018

Check ☒ if
self-employed

PTIN

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

Recipient(s) paid during the year

Name

IMPACT 100 PENSACOLA BAY AREA, INC

Street

PO BOX 13304

City

PENSACOLA

State

FL

Zip Code

32591

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,000

Name

OAKS PARENT CHILD WORKSHOP

Street

605 W JUNIPERO ST

City

SANTA BARBARA

State

CA

Zip Code

93105

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

HELP EDUCATE CHILDREN AND FAMILIES

Amount

7,000

Name

FRIENDS OF BETHLEHEM MOUNTED POLICE

Street

PO BOX 1314

City

BETHLEHEM

State

PA

Zip Code

18018

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

TO SUPPORT THE BETHLEHEM MOUNTED PATROL UNIT

Amount

3,000

Name

ALLENTOWN ART MUSEUM

Street

31 N 5th St

City

ALLENTOWN

State

PA

Zip Code

18101

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

THE KRESS SOCIETY

Amount

5,000

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**

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

Long Term CG Distributions		Amount	Totals											Net Gain or Loss	
Short Term CG Distributions		11,856	Capital Gains/Losses		Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss		Net Gain or Loss				
		0	Other sales		196,500		173,513		0		22,987				
		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 ARTISAN INTERNATIONAL FUND	04314H402	X				1/19/2017	4/20/2017	1,149	1,089				0	60	
2 ARTISAN INTERNATIONAL FUND	04314H402	X				2/27/2017	4/20/2017	3,746	3,613				0	133	
3 ARTISAN MID CAP FUND-INS	04314H600	X				2/11/2013	7/25/2017	1,107	1,001				0	106	
4 ARTISAN MID CAP FUND-INS	04314H600	X				2/11/2013	9/5/2017	459	421				0	38	
5 ARTISAN MID CAP FUND-INS	04314H600	X				4/10/2012	9/5/2017	359	314				0	45	
6 ARTISAN SMALL CAP FUND-I	04314H758	X				2/27/2017	5/24/2017	5,803	5,551				0	282	
7 ARTISAN SMALL CAP FUND-I	04314H758	X				2/27/2017	9/5/2017	799	740				0	59	
8 BLACKROCK GL US CREDIT-	091936732	X				10/27/2015	2/23/2017	6,929	7,051				0	-122	
9 BLACKROCK GL US CREDIT-	09258N505	X				7/25/2017	9/5/2017	756	759				0	-3	
10 COLUMBIA SELECT SEC VALL	19786H437	X				7/25/2017	5/24/2017	5,804	5,741				0	63	
11 CREDIT SUISSE COMM RET	22544R305	X				1/12/2013	1/19/2017	1,419	2,037				0	-618	
12 CREDIT SUISSE COMM RET	22544R305	X				1/12/2013	1/19/2017	1,438	1,638				0	-202	
13 CREDIT SUISSE COMM RET	22544R305	X				1/12/2013	1/19/2017	691	650				0	41	
14 CREDIT SUISSE COMM RET	22544R305	X				1/12/2013	1/19/2017	315	268				0	49	
15 DODGE & COX INTL STOCK	256206103	X				2/27/2017	7/25/2017	953	845				0	108	
16 DODGE & COX INTL STOCK	256206103	X				2/27/2017	9/5/2017	900	805				0	95	
17 DODGE & COX INCOME FD C	256210105	X				10/4/2016	2/23/2017	1,488	1,500				0	-12	
18 DODGE & COX INCOME FD C	256210105	X				7/23/2015	2/23/2017	1,285	1,276				0	9	
19 DODGE & COX INCOME FD C	256210105	X				7/23/2015	4/20/2017	22	22				0	-117	
20 DODGE & COX INCOME FD C	256210105	X				8/26/2016	9/5/2017	758	875				0	119	
21 AOR MANAGED FUTURES ST	00203H859	X				8/26/2016	1/19/2017	3,356	3,337				0	-45	
22 INV BALANCE RISK COMM ST	008887508	X				7/23/2015	2/23/2017	1,244	1,289				0	56	
23 AMER CENT SMALL CAP GRV	025083320	X				7/23/2015	2/23/2017	7,101	7,045				0	56	
24 AMER CENT SMALL CAP GRV	025083320	X				1/10/2015	2/23/2017	954	842				0	112	
25 AMER CENT SMALL CAP GRV	025083320	X				1/10/2015	2/23/2017	913	699				0	214	
26 AMER CENT SMALL CAP GRV	025083320	X				8/26/2016	2/23/2017	2,070	1,872				0	198	
27 AMER CENT SMALL CAP GRV	025083320	X				8/26/2016	2/23/2017	11,936	8,734				0	3,202	
28 ARTISAN INTERNATIONAL FUND	04314H402	X				2/11/2013	2/23/2017	2,016	2,029				0	-13	
29 MERGER FUND-INST #301	589509207	X				8/26/2016	2/23/2017	832	821				0	11	
30 MERGER FUND-INST #301	589509207	X				5/24/2017	10/19/2017	961	951				0	10	
31 MERGER FUND-INST #301	589509207	X				8/26/2016	10/19/2017	2,694	2,595				0	99	
32 MERGER FUND-INST #301	589509207	X				10/4/2016	2/23/2017	2,308	2,400				0	-92	
33 MET WEST TOTAL RETURN F	592905509	X				5/11/2016	2/23/2017	2,358	2,324				0	-34	
34 MET WEST TOTAL RETURN F	592905509	X				1/22/2015	9/5/2017	1,379	1,408				0	-86	
35 MET WEST TOTAL RETURN F	592905509	X				10/27/2015	10/19/2017	2,475	2,442				0	-29	
36 EATON VANCE GLOBAL MAC	277923728	X				8/26/2016	10/19/2017	7,881	7,824				0	33	
37 EATON VANCE GLOBAL MAC	277923728	X				1/19/2017	10/19/2017	310	308				0	57	
38 EATON VANCE GLOBAL MAC	277923728	X				7/25/2017	10/19/2017	46	46				0	2	
39 EATON VANCE GLOBAL MAC	277923728	X				8/26/2016	1/19/2017	735	757				0	0	
40 FID ADV EMER MKTS INC- CI	315920702	X				8/26/2016	2/23/2017	3,248	3,264				0	-22	
41 FID ADV EMER MKTS INC- CI	315920702	X				8/26/2016	9/5/2017	1,118	1,093				0	-16	
42 FID ADV EMER MKTS INC- CI	315920702	X				12/17/2010	2/23/2017	10,923	6,747				0	25	
43 JP MORGAN MID CAP VALUE	339128100	X				2/18/2014	2/23/2017	807	751				0	4,176	
44 JP MORGAN MID CAP VALUE	339128100	X				3/18/2014	2/23/2017	687	654				0	56	
45 JP MORGAN MID CAP VALUE	339128100	X				5/8/2014	2/23/2017	2,362	2,253				0	33	
46 JP MORGAN MID CAP VALUE	339128100	X				1/22/2016	2/23/2017	1,129	935				0	109	
47 JP MORGAN MID CAP VALUE	339128100	X				1/19/2017	2/23/2017	573	550				0	184	
48 HARBOR CAPITAL APRTION	411515504	X				8/26/2016	1/19/2017	823	849				0	23	
49 HARBOR CAPITAL APRTION	411515504	X				8/26/2016	4/20/2017	377	375				0	-26	
50 HARBOR CAPITAL APRTION	411515504	X				8/26/2015	7/25/2017	3,085	2,751				0	2	
51 HARBOR CAPITAL APRTION	411515504	X				8/26/2016	9/5/2017	16	13				0	334	
52 HARBOR CAPITAL APRTION	411515504	X				8/26/2016	9/5/2017	3,253	2,775				0	3	
53 HARBOR CAPITAL APRTION	411515504	X				12/19/2014	1/19/2017	6,532	6,682				0	478	
54 JPMORGAN HIGH YIELD FUND	4812C0803	X				4/22/2016	1/19/2017	3,217	3,074				0	-150	
55 JPMORGAN HIGH YIELD FUND	4812C0803	X				7/23/2015	1/19/2017	2,899	2,846				0	143	
56 MFS VALUE FUND-CLASS I #	552883694	X				8/26/2016	1/19/2017	619	610				0	53	
57 MFS VALUE FUND-CLASS I #	552883694	X				6/18/2014	1/19/2017	288	288				0	9	
58 MFS VALUE FUND-CLASS I #	552883694	X				2/27/2017	7/25/2017	278	268				0	13	
59 MFS VALUE FUND-CLASS I #	552883694	X				2/27/2017	9/5/2017	1,781	1,760				0	10	
60 MFS VALUE FUND-CLASS I #	552883694	X				10/20/2011	2/23/2017	421	425				0	31	
61 MERGER FUND-INST #301	589509207	X				11/10/2015	4/20/2017	1,891	1,555				0	-4	
62 DODGE & COX INCOME FD C	256210105	X				1/19/2017	4/20/2017	45	45				0	38	
63 DODGE & COX INCOME FD C	256210105	X				7/25/2017	9/5/2017	545	539				0	0	
64 DODGE & COX INCOME FD C	256210105	X				1/19/2017	9/5/2017	238	230				0	6	
65 DODGE & COX INCOME FD C	256210105	X				4/20/2017	9/5/2017	264	264				0	0	
66 EATON VANCE GLOBAL MAC	277923728	X				7/25/2017	9/5/2017	500	501				0	0	
67 EATON VANCE GLOBAL MAC	277923728	X				7/12/2013	2/23/2017	3,287	3,617				0	-1	
68 ASG GLOBAL ALTERNATIVES	638721885	X				3/18/2014	2/23/2017	329	351				0	-330	
69 ASG GLOBAL ALTERNATIVES	638721885	X				3/18/2014	10/19/2017	1,259	1,281				0	-22	
70 ASG GLOBAL ALTERNATIVES	638721885	X				5/8/2014	10/19/2017	240	241				0	-1	
71 ASG GLOBAL ALTERNATIVES	638721885	X				4/22/2016	10/19/2017	1,351	1,208				0	143	

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

Long Term CG Distributions		Amount	Totals										Net Gain or Loss					
Short Term CG Distributions		11,856	Capital Gains/Losses Other sales										196,500		173,513		22,987	
		0	0										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			
73	ASG GLOBAL ALTERNATIVES	636727885	X				5/24/2017	10/19/2017	1,039	995					0	44		
74	NEUBERGER BERMAN LONG	64128R608	X				6/18/2014	2/23/2017	4,561	4,391					0	170		
75	NEUBERGER BERMAN LONG	64128R608	X				1/22/2015	2/23/2017	1,752	1,685					0	67		
76	OPPENHEIMER DEVELOPING	683974604	X				3/18/2014	1/19/2017	294	321					0	-27		
77	OPPENHEIMER DEVELOPING	683974604	X				2/11/2013	1/19/2017	200	217					0	-17		
78	SPDR DJ WILSHIRE INTERNA	78463X863	X				10/20/2011	9/5/2017	468	408					0	62		
79	STERLING CAPITAL STRATC	85917K546	X				6/18/2014	1/19/2017	1,151	1,060					0	91		
80	STERLING CAPITAL STRATC	85917K546	X				6/18/2014	2/23/2017	7,659	7,006					0	653		
81	STERLING CAPITAL STRATC	85917K546	X				7/15/2014	2/23/2017	426	379					0	47		
82	STERLING CAPITAL STRATC	85917K546	X				1/22/2016	2/23/2017	504	380					0	124		
83	STERLING CAPITAL STRATC	85917K546	X				8/26/2016	2/23/2017	2,380	2,194					0	186		
84	TEMPLETON EMER MKT SC	88019R690	X				2/27/2017	9/5/2017	784	685					0	99		
85	TOUCHSTONE MID CAP VAL	89155H389	X				7/25/2017	9/5/2017	505	517					0	-12		
86	TOUCHSTONE MID CAP VAL	89155H389	X				2/27/2017	9/5/2017	362	366					0	-4		
87	VANGUARD INFLAT PROT SE	922031737	X				8/26/2016	4/20/2017	440	450					0	-10		
88	OPPENHEIMER DEVELOPING	683974604	X				2/11/2013	2/23/2017	2,231	2,298					0	-67		
89	OPPENHEIMER DEVELOPING	683974604	X				5/25/2011	2/23/2017	936	936					0	-6		
90	OPPENHEIMER DEVELOPING	683974604	X				5/25/2011	7/5/2017	1,307	1,154					0	153		
91	OPPENHEIMER DEVELOPING	683974604	X				5/25/2011	9/5/2017	1,801	1,539					0	262		
92	PRINCIPAL GL MULT STRAT	742551696	X				2/27/2017	7/5/2017	1,855	1,819					0	36		
93	BOSTON P LINGSHIRT RESIN	74925K581	X				2/18/2014	1/19/2017	218	202					0	16		
94	BOSTON P LINGSHIRT RESIN	74925K581	X				2/27/2017	9/5/2017	907	893					0	14		
95	T ROWE PR OVERSEAS STO	77958H435	X				4/20/2017	7/5/2017	884	800					0	84		
96	T ROWE PR OVERSEAS STO	77958H435	X				4/20/2017	9/5/2017	1,042	936					0	106		
97	T ROWE PRICE INST FLOAT	77958B402	X				3/18/2014	1/19/2017	927	945					0	-18		
98	T ROWE PRICE INST FLOAT	77958B402	X				5/6/2014	1/19/2017	2,012	2,046					0	-34		
99	T ROWE PRICE INST FLOAT	77958B402	X				8/26/2016	1/19/2017	1,251	1,240					0	11		
100	T ROWE PRICE INST FLOAT	77958B402	X				4/22/2016	1/19/2017	365	358					0	7		
101	T ROWE PRICE REAL ESTAT	779919109	X				1/19/2017	2/23/2017	2,292	2,242					0	50		
102	T ROWE PRICE REAL ESTAT	779919109	X				7/25/2017	9/5/2017	907	910					0	-3		
103	SPDR DJ WILSHIRE INTERNA	78463X863	X				8/24/2011	2/23/2017	338	325					0	13		
104	SPDR DJ WILSHIRE INTERNA	78463X863	X				1/19/2017	2/23/2017	677	654					0	23		

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

		177	135	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	135	135		
2	ESTIMATED EXCISE PAYMENTS	42			

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

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			0	0	364,344
2	DODGE & COX INCOME FD COM 147		0	11,351	12,418
3	HARBOR CAPITAL APRCION-INST 2012		0	25,823	42,537
4	MERGER FUND-INST #301		0	102	105
5	ARTISAN MID CAP FUND-INSTL 1333		0	18,070	18,615
6	MET WEST TOTAL RETURN BOND CL I 51		0	27,214	26,981
7	FID ADV EMER MKTS INC- CL I 607		0	17,686	18,559
8	DODGE & COX INT'L STOCK FD 1048		0	9,381	16,669
9	MFS VALUE FUND-CLASS I 893		0	32,064	45,518
10	COLUMBIA SELECT S/C VALUE-Z 6141		0	7,376	7,245
11	T ROWE PR OVERSEAS STOCK-I #521		0	14,584	16,873
12	T ROWE PR REAL ESTATE-I #432		0	17,583	17,987
13	VANGUARD REIT VIPER		0	3,588	5,643
14	TEMPLETON EMER MKT S/C-ADV 626		0	7,926	9,462
15	AQR MANAGED FUTURES STR-I		0	12,486	11,721
16	VANGUARD INFLAT-PROT SECS-ADM 511		0	1,972	1,956
17	JPMORGAN HIGH YIELD FUND SS 3580		0	5,093	5,204
18	T ROWE PRICE INST FLOAT RATE 170		0	2,295	2,316
19	EATON VANCE GLOB MACRO ADV-I 208		0	11,353	10,972
20	BLACKROCK GL L/S CREDIT-K #1940		0	7,300	7,479
21	OPPENHEIMER DEVELOPING MKT-I 799		0	15,760	21,242
22	JOHN HANCOCK II-CURR STR-I 3643		0	7,564	7,604
23	ARTISAN SMALL CAP FUND-INS #2452		0	6,843	6,827
24	SPDR DJ WILSHIRE INTERNATIONAL REA		0	9,364	10,689
25	ROBECO BP LNG/SHRT RES-INS		0	18,106	19,584
26	TOUCHSTONE MID CAP VAL-INST #552		0	19,977	20,138

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

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

1	MUTUAL FUND TIMING DIFFERENCE	1	71
2	RECOVERY OF GRANTS PAID	2	5,500
3	Total	3	5,571

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

1	PY RETURN OF CAPITAL ADJUSTMENT	1	150
2	COST BASIS ADJUSTMENT	2	2
3	Total	3	152

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

Long Term CG Distributions															Amount	
Short Term CG Distributions															11,856	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		
1	ARTISAN INTERNATIONAL FC	04314H402		1/19/2017	4/20/2017	1,149		0	7,089	60		0	0	60		
2	ARTISAN INTERNATIONAL FC	04314H402		2/27/2017	4/20/2017	3,746		0	3,613	133		0	0	133		
3	ARTISAN MID CAP FUND-INS	04314H600		2/11/2013	7/25/2017	1,107		0	1,001	106		0	0	106		
4	ARTISAN MID CAP FUND-INS	04314H600		2/11/2013	9/5/2017	459		0	421	38		0	0	38		
5	ARTISAN MID CAP FUND-INS	04314H600		4/10/2012	9/5/2017	359		0	314	45		0	0	45		
6	ARTISAN SMALL CAP FUND-I	04314H758		2/27/2017	5/24/2017	5,803		0	5,551	252		0	0	252		
7	ARTISAN SMALL CAP FUND-I	04314H758		2/27/2017	9/5/2017	799		0	740	59		0	0	59		
8	BLACKROCK GL US CREDIT	091936732		10/27/2015	2/23/2017	6,929		0	7,051	-122		0	0	-122		
9	BLACKROCK GL US CREDIT	09258N505		10/27/2015	9/5/2017	756		0	759	-3		0	0	-3		
10	BLACKROCK GL US CREDIT	09258N505		7/25/2017	9/5/2017	12		0	12	0		0	0	0		
11	COLUMBIA SELECT SIC VALU	19766H437		2/27/2017	5/24/2017	5,804		0	5,741	63		0	0	63		
12	CREDIT SUISSE COMM RET	22544R305		7/12/2013	1/19/2017	1,419		0	2,037	-618		0	0	-618		
13	CREDIT SUISSE COMM RET	22544R305		12/2/2015	1/19/2017	1,435		0	1,638	-202		0	0	-202		
14	CREDIT SUISSE COMM RET	22544R305		11/10/2015	1/19/2017	691		0	650	41		0	0	41		
15	CREDIT SUISSE COMM RET	22544R305		1/22/2016	1/19/2017	315		0	266	49		0	0	49		
16	DODGE & COX INTL STOCK	256206103		2/27/2017	7/25/2017	953		0	845	108		0	0	108		
17	DODGE & COX INTL STOCK	256206103		2/27/2017	9/5/2017	900		0	805	95		0	0	95		
18	DODGE & COX INCOME FD C	256210105		10/4/2016	2/23/2017	1,488		0	1,500	-12		0	0	-12		
19	DODGE & COX INCOME FD C	256210105		7/23/2015	2/23/2017	1,285		0	1,276	9		0	0	9		
20	DODGE & COX INCOME FD C	256210105		7/23/2015	4/20/2017	22		0	22	0		0	0	0		
21	AOR MANAGED FUTURES ST	00203H859		8/26/2016	9/5/2017	758		0	875	-117		0	0	-117		
22	INV BALANCE RISK COMM ST	00888Y508		8/26/2016	1/19/2017	3,356		0	3,337	19		0	0	19		
23	AMER CENT SMALL CAP GRV	025083320		7/23/2015	1/19/2017	1,244		0	1,289	-45		0	0	-45		
24	AMER CENT SMALL CAP GRV	025083320		7/23/2015	2/23/2017	7,101		0	7,045	56		0	0	56		
25	AMER CENT SMALL CAP GRV	025083320		11/10/2015	2/23/2017	954		0	842	112		0	0	112		
26	AMER CENT SMALL CAP GRV	025083320		1/22/2016	2/23/2017	913		0	699	214		0	0	214		
27	AMER CENT SMALL CAP GRV	025083320		8/26/2016	2/23/2017	2,070		0	1,872	198		0	0	198		
28	ARTISAN INTERNATIONAL FC	04314H402		8/26/2011	4/20/2017	11,936		0	8,734	3,202		0	0	3,202		
29	MERGER FUND-INST #301	589509207		2/11/2013	2/23/2017	2,016		0	2,029	-13		0	0	-13		
30	MERGER FUND-INST #301	589509207		8/26/2016	2/23/2017	832		0	821	11		0	0	11		
31	MERGER FUND-INST #301	589509207		5/24/2017	10/19/2017	961		0	951	10		0	0	10		
32	MERGER FUND-INST #301	589509207		8/26/2016	10/19/2017	2,694		0	2,595	99		0	0	99		
33	MET WEST TOTAL RETURN F	592905509		10/4/2016	2/23/2017	2,308		0	2,400	-92		0	0	-92		
34	MET WEST TOTAL RETURN F	592905509		5/11/2016	2/23/2017	2,258		0	2,324	-66		0	0	-66		
35	MET WEST TOTAL RETURN F	592905509		1/22/2015	9/5/2017	1,379		0	1,408	-29		0	0	-29		
36	EATON VANCE GLOBAL MAC	277923728		10/27/2015	10/19/2017	2,475		0	2,442	33		0	0	33		
37	EATON VANCE GLOBAL MAC	277923728		8/26/2016	10/19/2017	7,881		0	7,824	57		0	0	57		
38	EATON VANCE GLOBAL MAC	277923728		1/19/2017	10/19/2017	310		0	308	2		0	0	2		
39	EATON VANCE GLOBAL MAC	277923728		7/25/2017	10/19/2017	46		0	46	0		0	0	0		
40	FID ADV EMER MKTS INC-CL	315920702		8/26/2016	1/19/2017	735		0	757	-22		0	0	-22		
41	FID ADV EMER MKTS INC-CL	315920702		8/26/2016	2/23/2017	3,248		0	3,264	-16		0	0	-16		
42	FID ADV EMER MKTS INC-CL	315920702		8/26/2016	9/5/2017	1,118		0	1,093	25		0	0	25		
43	JP MORGAN MID CAP VALUE	339128100		12/17/2010	2/23/2017	10,923		0	6,747	4,176		0	0	4,176		
44	JP MORGAN MID CAP VALUE	339128100		2/18/2014	2/23/2017	807		0	751	56		0	0	56		
45	JP MORGAN MID CAP VALUE	339128100		3/18/2014	2/23/2017	687		0	654	33		0	0	33		
46	JP MORGAN MID CAP VALUE	339128100		5/8/2014	2/23/2017	2,362		0	2,253	109		0	0	109		
47	JP MORGAN MID CAP VALUE	339128100		1/22/2016	2/23/2017	1,129		0	935	194		0	0	194		
48	JP MORGAN MID CAP VALUE	339128100		1/19/2017	2/23/2017	573		0	550	23		0	0	23		
49	HARBOR CAPITAL APRCTON	411511504		8/26/2016	1/19/2017	823		0	849	-26		0	0	-26		
50	HARBOR CAPITAL APRCTON	411511504		8/28/2015	4/20/2017	377		0	375	2		0	0	2		
51	HARBOR CAPITAL APRCTON	411511504		8/28/2015	7/25/2017	3,085		0	2,751	334		0	0	334		
52	HARBOR CAPITAL APRCTON	411511504		8/28/2015	9/5/2017	16		0	13	3		0	0	3		
53	HARBOR CAPITAL APRCTON	411511504		8/26/2016	9/5/2017	3,253		0	2,775	478		0	0	478		
54	JP MORGAN HIGH YIELD FUN	4812C0803		12/19/2014	1/19/2017	6,532		0	6,682	-150		0	0	-150		
55	JP MORGAN HIGH YIELD FUN	4812C0803		4/22/2016	1/19/2017	3,217		0	3,074	143		0	0	143		
56	MFS VALUE FUND-CLASS 1#	552883694		7/23/2015	1/19/2017	2,899		0	2,846	53		0	0	53		
57	MFS VALUE FUND-CLASS 1#	552883694		8/28/2016	1/19/2017	819		0	610	8		0	0	8		
58	MFS VALUE FUND-CLASS 1#	552883694		6/18/2014	1/19/2017	311		0	288	23		0	0	23		
59	MFS VALUE FUND-CLASS 1#	552883694		2/27/2017	7/25/2017	278		0	288	10		0	0	10		
60	MFS VALUE FUND-CLASS 1#	552883694		2/27/2017	9/5/2017	1,781		0	1,780	31		0	0	31		
61	MERGER FUND-INST #301	589509207		10/20/2011	2/23/2017	421		0	425	-4		0	0	-4		
62	DODGE & COX INCOME FD C	256210105		11/10/2015	4/20/2017	1,981		0	1,955	26		0	0	26		
63	DODGE & COX INCOME FD C	256210105		1/19/2017	4/20/2017	45		0	45	0		0	0	0		
64	DODGE & COX INCOME FD C	256210105		7/25/2017	9/5/2017	545		0	539	6		0	0	6		
65	DODGE & COX INCOME FD C	256210105		1/19/2017	9/5/2017	236		0	230	6		0	0	6		
66	EATON VANCE GLOBAL MAC	277923728		4/20/2017	9/5/2017	264		0	264	0		0	0	0		
67	EATON VANCE GLOBAL MAC	277923728		7/25/2017	9/5/2017	500		0	501	-1		0	0	-1		
68	ASG GLOBAL ALTERNATIVES	638721885		7/12/2013	2/23/2017	3,287		0	3,617	-330		0	0	-330		
69	ASG GLOBAL ALTERNATIVES	638721885		3/18/2014	2/23/2017	329		0	351	-22		0	0	-22		

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

Long Term CG Distributions		Amount		11,131											
Short Term CG Distributions		0		0											
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				
70 ASG GLOBAL ALTERNATIVES	3/18/2014	10/19/2017	1,259		0	1,281	-22		0	0	-22				
71 ASG GLOBAL ALTERNATIVES	5/6/2014	10/19/2017	240		0	241	-1		0	0	-1				
72 ASG GLOBAL ALTERNATIVES	4/22/2016	10/19/2017	1,351		0	1,208	143		0	0	143				
73 ASG GLOBAL ALTERNATIVES	5/24/2017	10/19/2017	1,039		0	995	44		0	0	44				
74 NEUBERGER BERMAN LONG	6/18/2014	2/23/2017	4,561		0	4,391	170		0	0	170				
75 NEUBERGER BERMAN LONG	1/22/2015	2/23/2017	1,752		0	1,685	67		0	0	67				
76 OPPENHEIMER DEVELOPING	3/18/2014	1/19/2017	294		0	321	-27		0	0	-27				
77 OPPENHEIMER DEVELOPING	2/11/2013	1/19/2017	200		0	217	-17		0	0	-17				
78 SPDR DJ WILSHIRE INTERNA	10/20/2011	9/5/2017	468		0	406	62		0	0	62				
79 SPDR DJ WILSHIRE INTERNA	6/18/2014	1/19/2017	1,151		0	1,090	61		0	0	61				
80 STERLING CAPITAL STRAT	6/18/2014	2/23/2017	7,659		0	7,006	653		0	0	653				
81 STERLING CAPITAL STRAT	7/15/2014	2/23/2017	426		0	379	47		0	0	47				
82 STERLING CAPITAL STRAT	1/23/2016	2/23/2017	504		0	380	124		0	0	124				
83 STERLING CAPITAL STRAT	8/26/2016	2/23/2017	2,380		0	2,194	186		0	0	186				
84 TEMPLETON EMER MKT SIC	2/27/2017	9/5/2017	784		0	685	99		0	0	99				
85 TOUCHSTONE MID CAP VAL	7/25/2017	9/5/2017	505		0	517	-12		0	0	-12				
86 TOUCHSTONE MID CAP VAL	2/27/2017	9/5/2017	362		0	366	-4		0	0	-4				
87 VANGUARD INF'L-PROT SE	8/26/2016	4/20/2017	440		0	450	-10		0	0	-10				
88 OPPENHEIMER DEVELOPING	2/11/2013	2/23/2017	2,231		0	2,298	-67		0	0	-67				
89 OPPENHEIMER DEVELOPING	5/25/2011	2/23/2017	930		0	936	-6		0	0	-6				
90 OPPENHEIMER DEVELOPING	5/25/2011	7/25/2017	1,307		0	1,154	153		0	0	153				
91 OPPENHEIMER DEVELOPING	5/25/2011	9/5/2017	1,801		0	1,539	262		0	0	262				
92 PRINCIPAL GL MULT STRAT	7/25/2017	7/25/2017	1,855		0	1,819	36		0	0	36				
93 BOSTON P LNG/SHRT RES-IN	2/18/2014	1/19/2017	218		0	202	16		0	0	16				
94 BOSTON P LNG/SHRT RES-IN	2/27/2017	9/5/2017	907		0	893	14		0	0	14				
95 T ROWE PR OVERSEAS STO	4/20/2017	7/25/2017	884		0	800	84		0	0	84				
96 T ROWE PR OVERSEAS STO	4/20/2017	9/5/2017	1,042		0	936	106		0	0	106				
97 T ROWE PRICE INST FLOAT	3/18/2014	1/19/2017	927		0	945	-18		0	0	-18				
98 T ROWE PRICE INST FLOAT	5/8/2014	1/19/2017	2,012		0	2,046	-34		0	0	-34				
99 T ROWE PRICE INST FLOAT	8/26/2016	1/19/2017	1,251		0	1,240	11		0	0	11				
100 T ROWE PRICE INST FLOAT	4/22/2016	7/25/2017	365		0	358	7		0	0	7				
101 T ROWE PRICE REAL ESTAT	1/19/2017	2/23/2017	2,292		0	2,242	50		0	0	50				
102 T ROWE PRICE REAL ESTAT	7/25/2017	9/5/2017	907		0	910	-3		0	0	-3				
103 SPDR DJ WILSHIRE INTERNA	8/24/2011	2/23/2017	338		0	325	13		0	0	13				
104 SPDR DJ WILSHIRE INTERNA	1/19/2017	2/23/2017	677		0	654	23		0	0	23				

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

1	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week SEE ATTAC	5,483		0	Expense Account
										Compensation	Benefits		
	Wells Fargo Bank N.A. Trust Tax D	X	6325 S RAINBOW BLVD STE 300	LAS VEGAS	NV	89118		TRUSTEE		5,483			

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

	Date		Amount
1 Credit from prior year return		1	21
2 First quarter estimated tax payment	5/10/2017	2	42
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	0
7 Total		7	63

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	8,867
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	8,867

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.