Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2017

Open to Public Inspection

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

Name of foundation
THE GOODNIGHT EDUCATIONAL FOUNDATION

A Employer identification number
56-6533546

Number and street (or P O box number if mail is not delivered to street address) Room/suite
100 SAS CAMPUS DRIVE

B Telephone number (see instructions)
(919) 677-8000

City or town, state or province, country, and ZIP or foreign postal code
CARY, NC 27513

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 151,333,923

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis)

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,260	1,260		
	4	Dividends and interest from securities	3,356,562	3,356,562		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	3,224,890			
	b	Gross sales price for all assets on line 6a 19,083,687				
	7	Capital gain net income (from Part IV, line 2)		3,224,890		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	40	40		
	12	**Total.** Add lines 1 through 11	6,582,752	6,582,752		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	5,100	5,100		
	c	Other professional fees (attach schedule)	138	138		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	75,167	75,167		
	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	80,405	80,405		0
	25	Contributions, gifts, grants paid	7,062,500			7,062,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	7,142,905	80,405		7,062,500
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-560,153			
	b	**Net investment income** (if negative, enter -0-)		6,502,347		
	c	**Adjusted net income**(if negative, enter -0-)				

Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	59,092,033	29,450,969	29,450,969
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)	75,398,214	104,928,143	118,961,970
c	Investments—corporate bonds (attach schedule)	2,587,125	2,587,125	2,920,984
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	211,126		
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	137,288,498	136,966,237	151,333,923
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 ▶)	262,294	500,186	
23	**Total liabilities**(add lines 17 through 22)	262,294	500,186	
	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			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	137,026,204	136,466,051	
30	**Total net assets or fund balances** (see instructions)	137,026,204	136,466,051	
31	**Total liabilities and net assets/fund balances** (see instructions)	137,288,498	136,966,237	

Side labels: Assets (lines 1–16); Liabilities (lines 17–23); Net Assets or Fund Balances (lines 24–31)

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	137,026,204
2	Enter amount from Part I, line 27a	2	-560,153
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	136,466,051
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	136,466,051

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

	(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	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	3,224,890
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	461,777

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	5,970,690	142,202,747	0 041987
2015	6,027,716	121,258,794	0 049710
2014	5,651,756	122,279,502	0 046220
2013	2,396,000	116,484,401	0 020569
2012	667,000	48,740,986	0 013685

2	**Total** of line 1, column (d)	2	0 172171
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 034434
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	147,329,495
5	Multiply line 4 by line 3	5	5,073,144
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	65,023
7	Add lines 5 and 6	7	5,138,167
8	Enter qualifying distributions from Part XII, line 4	8	7,062,500

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	65,023
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	
3	Add lines 1 and 2			3	65,023
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	65,023
6	Credits/Payments				
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	51,437		
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	51,437
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	13,586
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** ▶	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶DONALD PARKER Telephone no ▶(919) 531-6803

Located at ▶100 SAS CAMPUS DRIVE CARY NC ZIP+4 ▶27513

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

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

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	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		
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		
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?.	☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . *If "Yes" to 6b, file Form 8870*		**6b**		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**		

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

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

(a) Name and address	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	**(e)** Expense account, other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than $50,000	Title, and average hours per week **(b)** 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				

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	
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 N/A	
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**	87,655,007
b	Average of monthly cash balances.	**1b**	61,918,084
c	Fair market value of all other assets (see instructions).	**1c**	0
d	**Total** (add lines 1a, b, and c).	**1d**	149,573,091
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**	149,573,091
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	**4**	2,243,596
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	**5**	147,329,495
6	**Minimum investment return.** Enter 5% of line 5.	**6**	7,366,475

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**	7,366,475
2a	Tax on investment income for 2017 from Part VI, line 5.	**2a**	65,023		
b	Income tax for 2017 (This does not include the tax from Part VI).	**2b**			
c	Add lines 2a and 2b.			**2c**	65,023
3	Distributable amount before adjustments Subtract line 2c from line 1.			**3**	7,301,452
4	Recoveries of amounts treated as qualifying distributions.			**4**	
5	Add lines 3 and 4.			**5**	7,301,452
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**	7,301,452

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**	7,062,500
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**	7,062,500
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**	65,023
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	**6**	6,997,477

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				7,301,452
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			7,062,069	
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.				
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 7,062,500				
a Applied to 2016, but not more than line 2a			7,062,069	
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.				431
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				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				7,301,021
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2013. . . .				
b Excess from 2014. . . .				
c Excess from 2015. . . .				
d Excess from 2016. . . .				
e Excess from 2017. . . .				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

See Additional Data Table

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

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

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

a The name, address, and telephone number or 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				7,062,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	1,260	
4 Dividends and interest from securities. . . .			14	3,356,562	
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			14	3,224,890	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a SETTLEMENT INCOME			14	40	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				6,582,752	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 6,582,752

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2018-05-11	******
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
J KELLY LANIER		2018-05-11		P01240701
Firm's name ▶ ROMEO WIGGINS & COMPANY LLP				Firm's EIN ▶56-1627242
Firm's address ▶ 8210 CREEDMOOR RD 202 RALEIGH, NC 27613				Phone no (919) 870-5151

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CALL (T) AT&T INC COM JAN 20 17 43	P	2016-08-26	2017-01-20
CALL (COL) ROCKWELL COLLINS INCJAN 2	P	2016-07-13	2017-01-20
CALL (OLED) UNIVERSAL DISPLAY JAN 20	P	2016-12-06	2017-01-20
REYNOLDS AMERN INC EXCHANGED FOR 0	P	2016-08-26	2017-07-25
CALL (PM) PHILIP MORRIS INTL JAN 20	P	2016-03-21	2017-01-20
AMGEN INC	P	2017-01-06	2017-07-21
GENERAL MTRS CO COM	P	2015-12-16	2017-03-17
CALL (WDAY) WORKDAY INC CL A MAR 31	P	2017-02-21	2017-03-31
CENTURYLINK INC	P	2012-12-05	2017-01-20
BANK OF AMERICA CORP	P	2013-07-15	2017-01-20

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,316			2,316
1,240			1,240
323			323
164,664		125,002	39,662
2,612			2,612
161,937		158,100	3,837
25,616		24,255	1,361
4,010			4,010
35,849		55,162	-19,313
174,727		138,902	35,825

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,316
			1,240
			323
			39,662
			2,612
			3,837
			1,361
			4,010
			-19,313
			35,825

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CHEVRON CORP NEW COM	P	2014-03-17	2017-01-20
CALL (DOW) DOW CHEMICAL CO JAN 20 17	P	2016-08-19	2017-01-20
PFIZER INC	P	2013-04-30	2017-03-17
CARETRUST REIT INC COM	P	2016-10-10	2017-04-18
JPMORGAN CHASE &CO DEP1/400 O 5 5000	P	2014-02-07	2017-12-01
CALL (FDX) FEDEX CORP COM OCT 20 17	P	2017-06-27	2017-10-17
ROCKWELL COLLINS INC	P	2015-05-06	2017-10-20
CATERPILLAR INC	P	2013-06-24	2017-10-19
CALL (AAPL) APPLE INC NOV 17 17 180	P	2017-05-15	2017-11-17
CALL (COL) ROCKWELL COLLINS INCJAN 2	P	2016-12-01	2017-01-20

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
224,954		230,105	-5,151
1,171			1,171
69,523		58,899	10,624
3,502		2,764	738
5,000		4,263	737
7,631		1,999	5,632
55,939		47,927	8,012
199,406		147,190	52,216
1,089			1,089
1,040			1,040

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	
			-5,151
			1,171
			10,624
			738
			737
			5,632
			8,012
			52,216
			1,089
			1,040

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CALL (KHC) KRAFT HEINZ CO COM MAY 19	P	2017-03-20	2017-05-19
APPLE INC	P	2013-09-13	2017-01-20
CALL (JNJ) JOHNSON & JOHNSON OCT 20	P	2017-03-20	2017-10-17
REYNOLDS AMERN INC EXCHANGED FOR 0	P	2016-08-26	2017-05-19
CALL (PM) PHILIP MORRIS INTL JAN 20	P	2016-05-19	2017-01-20
AMGEN INC	P	2017-01-06	2017-07-21
GENERAL MTRS CO COM	P	2015-06-11	2017-03-07
CONOCOPHILLIPS	P	2013-10-21	2017-11-17
CENTURYLINK INC	P	2012-06-05	2017-01-20
BANK OF AMERICA CORP	P	2013-08-12	2017-11-29

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)
14,593			14,593
122,829		80,239	42,590
3,460		1,520	1,940
147,473		125,003	22,470
2,657			2,657
17,689		15,810	1,879
18,300		17,820	480
76,262		109,683	-33,421
66,865		101,333	-34,468
2,686		1,443	1,243

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	
			14,593
			42,590
			1,940
			22,470
			2,657
			1,879
			480
			-33,421
			-34,468
			1,243

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CHEVRON CORP NEW COM	P	2015-02-27	2017-11-15
CALL (DIS) DISNEY WALT CO JUN 16 17	P	2017-04-18	2017-06-16
PFIZER INC	P	2013-05-10	2017-04-21
CARETRUST REIT INC COM	P	2016-10-10	2017-04-18
JPMORGAN CHASE &CO DEP1/400 O 5 5000	P	2017-10-03	2017-12-01
CALL (DLR) DIGITAL RLTY TR INC APR 2	P	2017-01-06	2017-04-21
CALL (SO) SOUTHERN CO JAN 20 17 52	P	2016-05-19	2017-01-20
CATERPILLAR INC	P	2013-05-10	2017-02-17
DU PONT E I DE NEMOURS & CO EXCHANG	P	2013-06-20	2017-07-21
CALL (CAT) CATERPILLAR INC AUG 18 17	P	2017-04-19	2017-05-24

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
340,769		320,553	20,216
419			419
66,983		57,291	9,692
1,156		912	244
2,500		2,534	-34
1,490			1,490
1,981			1,981
185,802		178,005	7,797
205,471		125,270	80,201
9,160		25,370	-16,210

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	
			20,216
			419
			9,692
			244
			-34
			1,490
			1,981
			7,797
			80,201
			-16,210

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
SELECT SECTOR SPDR TR RL EST SEL SEC	P	2016-09-22	2017-04-05
APPLE INC	P	2013-09-16	2017-01-20
JOHNSON & JOHNSON	P	2013-06-20	2017-02-23
CALL (PSX) PHILLIPS 66 COM FEB 17 17	P	2016-08-22	2017-02-17
CALL (DOW) DOW CHEMICAL CO MAY 19 17	P	2017-04-18	2017-05-19
ABBVIE INC COM USD0 01	P	2014-10-21	2017-07-11
GENERAL MTRS CO COM	P	2015-06-11	2017-01-20
CONOCOPHILLIPS	P	2014-01-30	2017-11-17
CENTURYLINK INC	P	2012-08-20	2017-01-20
ABBOTT LABORATORIES	P	2015-01-23	2017-08-18

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)
110,419		113,209	-2,790
81,886		51,853	30,033
176,456		125,538	50,918
2,837			2,837
4,022			4,022
207,494		166,775	40,719
3,585		3,568	17
10,168		13,188	-3,020
25,443		40,551	-15,108
36,872		35,316	1,556

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-2,790
			30,033
			50,918
			2,837
			4,022
			40,719
			17
			-3,020
			-15,108
			1,556

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CHEVRON CORP NEW COM	P	2014-02-07	2017-01-20
CALL (DIS) DISNEY WALT CO JUN 16 17	P	2017-02-02	2017-06-16
PFIZER INC	P	2013-05-08	2017-03-17
CARETRUST REIT INC COM	P	2016-10-10	2017-04-18
JPMORGAN CHASE &CO DEP1/400 O 5 5000	P	2017-10-03	2017-12-01
CANADIAN IMPERIAL BANK OF COMMERCE C	P	2013-09-18	2017-03-17
CALL (MET) METLIFE INC JUN 16 17 57	P	2017-02-03	2017-06-16
CATERPILLAR INC	P	2013-06-21	2017-02-17
DU PONT E I DE NEMOURS & CO EXCHANG	P	2013-04-30	2017-04-21
VANGUARD INTL EQUITYINDEX FD INC FTS	P	2012-05-22	2017-04-26

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)
281,192		278,255	2,937
3,784			3,784
10,428		8,592	1,836
14,621		11,538	3,083
36,325		36,823	-498
81,997		79,810	2,187
458			458
124,952		110,536	14,416
150,076		103,100	46,976
34,206		27,730	6,476

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,937
			3,784
			1,836
			3,083
			-498
			2,187
			458
			14,416
			46,976
			6,476

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CALL (AAPL) APPLE INC SEP 15 17 180	P	2017-05-15	2017-09-15
APPLE INC	P	2013-09-16	2017-01-20
JOHNSON & JOHNSON	P	2014-02-04	2017-02-23
DUKE ENERGY CORP NEWCOM NEW ISIN US	P	2013-05-29	2017-07-21
CALL (SO) SOUTHERN CO MAY 19 17 50	P	2017-02-01	2017-05-19
ABBVIE INC COM USD0 01	P	2015-03-10	2017-07-11
GENERAL MTRS CO COM	P	2015-06-11	2017-01-20
CONOCOPHILLIPS	P	2014-01-30	2017-11-17
POWERSHARES EXCHANGETRADED FD TR II	P	2016-12-02	2017-09-07
ABBOTT LABORATORIES	P	2015-01-23	2017-08-18

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,966			1,966
210,581		129,632	80,949
58,819		43,153	15,666
250,167		201,330	48,837
3,716			3,716
6,916		5,505	1,411
68,118		67,716	402
66,093		85,714	-19,621
120,774		120,582	192
9,218		8,835	383

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,966
			80,949
			15,666
			48,837
			3,716
			1,411
			402
			-19,621
			192
			383

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
DIGITAL RLTY TR INC COM	P	2014-03-12	2017-04-21
ISHARES CORE S&P SMALL-CAP ETF	P	2013-03-21	2017-11-17
PFIZER INC	P	2013-05-08	2017-04-21
CARETRUST REIT INC COM	P	2016-10-10	2017-04-18
CALL (DIS) DISNEY WALT CO MAR 17 17	P	2017-02-02	2017-03-17
CANADIAN IMPERIAL BANK OF COMMERCE C	P	2013-07-19	2017-03-17
CALL (MET) METLIFE INC JUN 16 17 57	P	2017-02-03	2017-06-16
CATERPILLAR INC	P	2013-04-30	2017-02-17
CALL (VZ) VERIZON MAY 19 17 50 (100	P	2017-02-01	2017-05-19
VANGUARD INTL EQUITYINDEX FD INC FTS	P	2012-05-22	2017-04-26

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)
112,783		52,161	60,622
213,392		129,960	83,432
66,983		57,280	9,703
58,307		46,001	12,306
794			794
122,995		111,933	11,062
111			111
98,023		83,952	14,071
8,036			8,036
14,662		11,885	2,777

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	
			60,622
			83,432
			9,703
			12,306
			794
			11,062
			111
			14,071
			8,036
			2,777

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CALL (GM) GENERAL MTRS CO COM DEC 15	P	2017-09-28	2017-12-15
APPLE INC	P	2016-02-11	2017-01-20
JOHNSON & JOHNSON	P	2014-02-04	2017-11-24
DUKE ENERGY CORP NEWCOM NEW ISIN US	P	2013-05-29	2017-11-14
CALL (GE) GENERAL ELECTRIC CO DEC 15	P	2017-10-03	2017-12-15
ABBVIE INC COM USD0 01	P	2014-06-20	2017-05-19
PHILLIPS 66 COM	P	2014-10-10	2017-01-20
MCDONALDS CORP	P	2013-08-14	2017-05-31
POWERSHARES EXCHANGETRADED FD TR II	P	2016-12-02	2017-09-07
ABBOTT LABORATORIES	P	2014-06-26	2017-08-18

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,720			1,720
105,290		93,991	11,299
408,567		258,919	149,648
43,242		33,555	9,687
3,070			3,070
131,876		108,403	23,473
152,618		137,700	14,918
262,915		192,004	70,911
38,648		38,577	71
138,272		121,865	16,407

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,720
			11,299
			149,648
			9,687
			3,070
			23,473
			14,918
			70,911
			71
			16,407

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
REGAL ENTERTAINMENT GROUP	P	2016-05-31	2017-12-11
CALL (QCOM) QUALCOMM INC MAR 17 17	P	2017-01-04	2017-03-17
PFIZER INC	P	2013-05-10	2017-04-21
CARETRUST REIT INC COM	P	2016-10-10	2017-04-18
CALL (DIS) DISNEY WALT CO MAR 17 17	P	2017-02-02	2017-03-17
CANADIAN IMPERIAL BANK OF COMMERCE C	P	2016-03-09	2017-12-15
CALL (MET) METLIFE INC JUN 16 17 57	P	2017-02-03	2017-06-16
CATERPILLAR INC	P	2013-04-30	2017-02-17
CALL (FDX) FEDEX CORP COM AUG 18 17	P	2017-06-27	2017-08-18
VANGUARD INTL EQUITYINDEX FD INC FTS	P	2012-05-22	2017-04-26

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)
14,771		13,647	1,124
2,976			2,976
33,491		28,660	4,831
8,211		6,479	1,732
397			397
213,912		179,408	34,504
4,233			4,233
46,451		41,976	4,475
8,316			8,316
24,433		19,810	4,623

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,124
			2,976
			4,831
			1,732
			397
			34,504
			4,233
			4,475
			8,316
			4,623

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CALL (BAC) BANK OF AMERICA CORPJAN 1	P	2017-06-29	2017-12-22
CALL (JNJ) JOHNSON & JOHNSON APR 21	P	2016-12-06	2017-03-20
WELLS FARGO CO NEW COM	P	2016-01-26	2017-10-20
DUKE ENERGY CORP NEWCOM NEW ISIN US	P	2013-05-29	2017-11-15
CALL (KHC) KRAFT HEINZ CO COM APR 21	P	2017-02-03	2017-03-20
ABBVIE INC COM USD0 01	P	2015-03-10	2017-07-11
PHILLIPS 66 COM	P	2014-10-10	2017-01-20
MCDONALDS CORP	P	2013-10-03	2017-05-31
POWERSHARES EXCHANGETRADED FD TR II	P	2016-12-02	2017-04-26
ISHARES SILVER TR ISHARES	P	2015-03-02	2017-02-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,306		15,193	-10,887
3,368		25,370	-22,002
32,115		29,066	3,049
147,035		114,087	32,948
2,772		3,223	-451
62,248		49,496	12,752
16,958		15,304	1,654
65,729		47,401	18,328
5,517		5,260	257
115,996		110,218	5,778

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-10,887
			-22,002
			3,049
			32,948
			-451
			12,752
			1,654
			18,328
			257
			5,778

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
REGAL ENTERTAINMENT GROUP	P	2016-06-27	2017-12-11
CALL (QCOM) QUALCOMM INC MAR 17 17	P	2017-01-04	2017-03-17
PFIZER INC	P	2013-05-07	2017-03-17
CALL (COP) CONOCOPHILLIPS JAN 20 17	P	2015-11-03	2017-01-20
CALL (DIS) DISNEY WALT CO MAR 17 17	P	2017-02-02	2017-03-17
CANADIAN IMPERIAL BANK OF COMMERCE C	P	2016-03-09	2017-12-15
CALL (MET) METLIFE INC JUN 16 17 57	P	2017-02-03	2017-06-16
CATERPILLAR INC	P	2016-03-08	2017-10-19
CALL (FDX) FEDEX CORP COM AUG 18 17	P	2017-06-27	2017-08-18
CALL (TGT) TARGET CORP JAN 20 17 75	P	2016-08-19	2017-01-20

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
27,562		25,199	2,363
988			988
83,428		69,456	13,972
1,157			1,157
129			129
1,812		1,520	292
915			915
42,988		28,720	14,268
14,807			14,807
3,164			3,164

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,363
			988
			13,972
			1,157
			129
			292
			915
			14,268
			14,807
			3,164

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CALL (EXC) EXELON CORP JAN 20 17 40	P	2016-07-13	2017-01-20
CALL (JWN) NORDSTROM INC COM JUL 21	P	2017-02-03	2017-07-21
WELLS FARGO CO NEW COM	P	2016-01-26	2017-10-20
DUKE ENERGY CORP NEWCOM NEW ISIN US	P	2013-06-04	2017-11-15
CALL (KHC) KRAFT HEINZ CO COM APR 21	P	2017-02-03	2017-03-20
ABBVIE INC COM USD0 01	P	2015-03-10	2017-07-11
FIDELITY MSCI INDL INDEX ETF	P	2016-12-02	2017-03-23
UNIVERSAL DISPLAY CORP	P	2016-06-27	2017-03-10
CALL (DOC) PHYSICIANS REALTY OCT 20	P	2017-04-26	2017-10-20
GEORGIA PWR CO PFD NONCUM A07 6 5000	P	2017-09-12	2017-10-24

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
5,436			5,436
3,284			3,284
101,698		92,036	9,662
864,913		671,505	193,408
704		806	-102
69,165		55,000	14,165
333,988		323,605	10,383
72,487		63,071	9,416
4,470			4,470
250,000		256,004	-6,004

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	
			5,436
			3,284
			9,662
			193,408
			-102
			14,165
			10,383
			9,416
			4,470
			-6,004

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
REGAL ENTERTAINMENT GROUP	P	2016-07-13	2017-12-11
ADIDAS AG ADR EA REP1/2 ORD NPV	P	2017-07-25	2017-11-10
PFIZER INC	P	2013-05-08	2017-03-17
CALL (UPS) UNITED PARCEL SVC JAN 20	P	2016-08-26	2017-01-20
SPDR DOW JONES INDL AVERAGE ETF TR U	P	2016-12-02	2017-03-23
UNITEDHEALTH GROUP	P	2015-02-20	2017-03-31
CALL (TGT) TARGET CORP COM APR 21 17	P	2017-02-01	2017-04-21
CATERPILLAR INC	P	2015-07-23	2017-10-19
EMERSON ELECTRIC CO	P	2015-10-15	2017-01-20
CALL (MRK) MERCK & CO INC NEW OCT 20	P	2017-03-20	2017-10-20

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
14,885		14,761	124
232,311		226,604	5,707
6,952		5,732	1,220
2,744			2,744
517,309		478,880	38,429
81,536		56,315	25,221
3,784			3,784
214,939		153,925	61,014
80,817		73,955	6,862
7,270			7,270

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	
			124
			5,707
			1,220
			2,744
			38,429
			25,221
			3,784
			61,014
			6,862
			7,270

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CALL (BAC) BANK OF AMERICA CORPJAN 1	P	2017-08-09	2017-12-22
CALL (JWN) NORDSTROM INC COM JUL 21	P	2017-05-02	2017-07-21
WELLS FARGO CO NEW COM	P	2016-07-25	2017-10-20
CALL (AGN) ALLERGAN PLC COM NOV 17	P	2017-08-10	2017-11-17
CALL (KHC) KRAFT HEINZ CO COM APR 21	P	2017-02-21	2017-03-20
ABBVIE INC COM USD0 01	P	2015-03-10	2017-10-11
CALL (DD) DU PONT E I DE JAN 20 17	P	2016-08-19	2017-01-20
UNIVERSAL DISPLAY CORP	P	2014-01-15	2017-01-20
DOWDUPONT INC COM	P	2013-04-08	2017-10-20
PHYSICIANS REALTY TRUST COM USD0 01	P	2016-05-06	2017-06-28

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)
66		297	-231
275			275
401,439		360,230	41,209
4,149			4,149
4,778		2,417	2,361
221,672		165,000	56,672
6,966			6,966
62,584		34,622	27,962
99,605		45,656	53,949
96,545		88,495	8,050

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-231
			275
			41,209
			4,149
			2,361
			56,672
			6,966
			27,962
			53,949
			8,050

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
REGAL ENTERTAINMENT GROUP	P	2016-06-27	2017-12-11
ADIDAS AG ADR EA REP1/2 ORD NPV	P	2017-07-25	2017-10-16
PFIZER INC	P	2013-05-07	2017-03-17
LILLY ELI &CO COM NPV	P	2017-02-02	2017-04-21
AT&T INC COM USD1	P	2013-05-31	2017-01-05
HERC HLDGS INC COM	P	2014-06-19	2017-04-05
CALL (HAL) HALLIBURTON CO JUL 21 17	P	2017-02-03	2017-07-21
CATERPILLAR INC	P	2016-03-08	2017-12-15
EMERSON ELECTRIC CO	P	2015-10-15	2017-06-16
CALL (BMY) BRISTOL MYERS SQUIBBMAR 1	P	2016-10-18	2017-03-17

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,437		3,143	294
34,016		30,901	3,115
3,476		2,899	577
326,846		309,285	17,561
122,191		106,140	16,051
3,055		5,665	-2,610
2,584			2,584
22,152		14,360	7,792
92,965		69,208	23,757
3,572			3,572

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	
			294
			3,115
			577
			17,561
			16,051
			-2,610
			2,584
			7,792
			23,757
			3,572

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CALL (BAC) BANK OF AMERICA CORPJAN 1	P	2017-08-09	2017-12-22
CALL (JWN) NORDSTROM INC COM JUL 21	P	2017-03-20	2017-07-21
WELLS FARGO CO NEW COM	P	2015-03-10	2017-07-21
CALL (KHC) KRAFT HEINZ CO COM MAY 19	P	2017-03-20	2017-05-19
THERMO FISHER SCIENTIFIC INC	P	2014-02-26	2017-06-07
CALL (RGC) REGAL ENTERTAINMENT JAN 2	P	2016-12-08	2017-01-20
CALL (DIS) DISNEY WALT CO JUL 21 17	P	2017-05-08	2017-07-21
UNIVERSAL DISPLAY CORP	P	2014-01-15	2017-03-10
DOWDUPONT INC COM	P	2013-04-08	2017-10-20
PHYSICIANS REALTY TRUST COM USD0 01	P	2016-05-06	2017-06-28

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,593		7,045	-5,452
2,140			2,140
133,975		134,478	-503
3,130			3,130
146,775		112,501	34,274
1,966			1,966
3,933			3,933
36,243		17,311	18,932
112,886		51,793	61,093
4,189		3,843	346

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	
			-5,452
			2,140
			-503
			3,130
			34,274
			1,966
			3,933
			18,932
			61,093
			346

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
REGAL ENTERTAINMENT GROUP	P	2016-06-27	2017-12-11
ADIDAS AG ADR EA REP1/2 ORD NPV	P	2017-06-27	2017-08-09
CALL (SIX) SIX FLAGS ENTMT CORPMAR 1	P	2017-08-30	2017-10-24
CALL (MRK) MERCK & CO INC NEW JUL 21	P	2017-03-20	2017-07-21
DOW CHEMICAL CO EXCHANGED FOR CUSIP	P	2013-04-08	2017-06-16
CALL (DUK) DUKE ENERGY CORP NEWAPR 2	P	2016-11-21	2017-03-01
CALL (WFC) WELLS FARGO &COMPANYOCT 2	P	2017-08-09	2017-09-06
CALL (PFE) PFIZER INC JUN 16 17 35	P	2017-01-06	2017-06-16
EMERSON ELECTRIC CO	P	2015-10-15	2017-06-16
CALL (BAC) BANK OF AMERICA CORPJAN 1	P	2017-08-09	2017-12-22

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)
22,509		20,584	1,925
226,890		190,204	36,686
1,205		4,807	-3,602
2,883			2,883
31,470		15,219	16,251
101		311	-210
1,985		240	1,745
8,736			8,736
130,151		96,915	33,236
664		2,935	-2,271

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,925
			36,686
			-3,602
			2,883
			16,251
			-210
			1,745
			8,736
			33,236
			-2,271

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CALL (JWN) NORDSTROM INC COM JUL 21	P	2017-05-02	2017-07-21
WELLS FARGO CO NEW COM	P	2015-03-10	2017-10-20
CALL (VZ) VERIZON OCT 20 17 50 (100	P	2017-04-20	2017-10-20
THERMO FISHER SCIENTIFIC INC	P	2014-02-26	2017-06-12
CALL (JWN) NORDSTROM INC COM APR 21	P	2016-08-22	2017-04-21
CALL (DIS) DISNEY WALT CO JUL 21 17	P	2016-11-21	2017-07-21
CENTURYLINK INC	P	2012-08-06	2017-01-20
CALL (DUK) DUKE ENERGY CORP COMJAN 2	P	2016-06-13	2017-01-20
PHYSICIANS REALTY TRUST COM USD0 01	P	2016-05-06	2017-06-28
REGAL ENTERTAINMENT GROUP	P	2016-07-13	2017-12-11

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,905			3,905
133,813		134,477	-664
8,431			8,431
260,937		200,002	60,935
5,484			5,484
1,606			1,606
12,346		20,952	-8,606
2,243			2,243
3,979		3,647	332
30,635		30,374	261

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,905
			-664
			8,431
			60,935
			5,484
			1,606
			-8,606
			2,243
			332
			261

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
ADIDAS AG ADR EA REP1/2 ORD NPV	P	2017-06-27	2017-08-04
CALL (SIX) SIX FLAGS ENTMT CORPMAR 1	P	2017-08-30	2017-10-24
CALL (MET) METLIFE INC MAY 19 17 55	P	2017-03-20	2017-05-19
DOW CHEMICAL CO EXCHANGED FOR CUSIP	P	2013-03-08	2017-06-16
CALL (DUK) DUKE ENERGY CORP NEWAPR 2	P	2016-11-21	2017-03-01
CALL (WFC) WELLS FARGO &COMPANYOCT 2	P	2017-08-09	2017-10-20
CALL (HTZ) HERTZ GLOBAL HLDGS JUL 21	P	2017-04-05	2017-07-21
EMERSON ELECTRIC CO	P	2015-10-15	2017-06-16
KRAFT HEINZ CO COM	P	2013-12-06	2017-03-20
CALL (CM) CANADIAN IMPERIAL JUN 16 1	P	2016-12-16	2017-06-16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
58,709		47,551	11,158
1,211		4,807	-3,596
5,470			5,470
31,470		17,337	14,133
209		641	-432
1,985			1,985
8,738			8,738
86,767		64,582	22,185
277,881		152,512	125,369
2,790			2,790

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			11,158
			-3,596
			5,470
			14,133
			-432
			1,985
			8,738
			22,185
			125,369
			2,790

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
WELLS FARGO CO NEW COM	P	2016-01-19	2017-10-20
CALL (PEP) PEPSICO INC JUN 16 17 11	P	2017-02-03	2017-03-20
OLIN CORP NEW	P	2017-01-11	2017-02-17
CALL (JWN) NORDSTROM INC COM APR 21	P	2017-01-06	2017-04-21
BRIGHTHOUSE FINL INCCOM	P	2016-06-27	2017-08-10
CENTURYLINK INC	P	2012-08-20	2017-01-20
CALL (DUK) DUKE ENERGY CORP COMJAN 2	P	2016-07-08	2017-01-20
ISHARES TR INTL DIV GRWTH	P	2017-10-12	2017-12-14
REGAL ENTERTAINMENT GROUP	P	2016-08-19	2017-12-11
HALLIBURTON CO HOLDING CO FRMLY HALL	P	2015-02-20	2017-01-20

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
267,626		245,002	22,624
2,581		8,617	-6,036
145,308		138,405	6,903
1,778			1,778
3		2	1
12,346		20,925	-8,579
3,393			3,393
286		289	-3
113,798		106,803	6,995
103,677		87,263	16,414

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			22,624
			-6,036
			6,903
			1,778
			1
			-8,579
			3,393
			-3
			6,995
			16,414

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
COCA COLA CO	P	2013-06-20	2017-07-21
CALL (UPS) UNITED PARCEL SVC APR 21	P	2017-02-01	2017-04-21
DOW CHEMICAL CO EXCHANGED FOR CUSIP	P	2013-03-08	2017-06-16
CALL (DUK) DUKE ENERGY CORP NEWAPR 2	P	2016-11-21	2017-03-01
CALL (WFC) WELLS FARGO &COMPANYOCT 2	P	2017-06-06	2017-09-06
PROCTER AND GAMBLE CO COM	P	2015-04-14	2017-04-18
EMERSON ELECTRIC CO	P	2015-10-15	2017-06-16
KRAFT HEINZ CO COM	P	2013-10-08	2017-03-20
CALL (AVGO) BROADCOM LIMITED COMDEC	P	2017-12-04	2017-12-29
WELLS FARGO CO NEW COM	P	2017-06-05	2017-10-20

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
54,290		47,276	7,014
6,466			6,466
94,409		49,128	45,281
3,027		9,298	-6,271
2,683		240	2,443
233,221		209,350	23,871
149,973		115,525	34,448
18,525		10,115	8,410
2,959			2,959
133,813		129,377	4,436

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	
			7,014
			6,466
			45,281
			-6,271
			2,443
			23,871
			34,448
			8,410
			2,959
			4,436

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
ADOBE SYS INC	P	2014-02-11	2017-04-17
AMGEN INC	P	2017-01-06	2017-07-21
GENERAL MTRS CO COM	P	2015-04-07	2017-01-20
BRIGHTHOUSE FINL INCCOM	P	2016-03-18	2017-08-10
CENTURYLINK INC	P	2012-06-05	2017-01-20
CALL (SO) SOUTHERN CO JAN 20 17 50	P	2016-05-19	2017-01-20
CALL (KO) COCA COLA CO NOV 17 17 47	P	2017-05-26	2017-11-17
CALL (SLB) SCHLUMBERGER LIMITEDJAN 2	P	2016-05-19	2017-01-20
CALL (SNY) SANOFI SPONSORED DEC 15 1	P	2017-09-06	2017-12-15
COCA COLA CO	P	2013-06-20	2017-07-21

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)
64,984		32,000	32,984
35,377		31,611	3,766
50,192		49,905	287
7,210		10,930	-3,720
7,616			7,616
4,170			4,170
1,637			1,637
4,183			4,183
140,250		120,891	19,359

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	
			32,984
			3,766
			287
			-3,720
			7,616
			4,170
			1,637
			4,183
			19,359

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CALL (F) FORD MTR CO DEL NOV 10 17	P	2017-09-28	2017-11-10
CALL (PEP) PEPSICO INC JAN 19 18 11	P	2017-03-20	2017-09-06
CALL (DUK) DUKE ENERGY CORP NEWAPR 2	P	2016-11-21	2017-03-01
CATERPILLAR INC	P	2016-03-08	2017-10-19
FORD MTR CO DEL COM	P	2013-09-27	2017-09-15
EMERSON ELECTRIC CO	P	2015-10-15	2017-01-20
KRAFT HEINZ CO COM	P	2013-10-08	2017-03-20
CALL (AGN) ALLERGAN PLC COM JUN 16	P	2017-02-06	2017-06-16
CALL (JNJ) JOHNSON & JOHNSON JAN 19	P	2017-09-06	2017-12-11
ADOBE SYS INC	P	2014-02-11	2017-01-20

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
470			470
3,910		4,847	-937
104		311	-207
42,988		28,725	14,263
14,980		22,150	-7,170
126,276		115,525	10,751
166,729		91,037	75,692
4,640			4,640
1,683		4,092	-2,409
167,529		96,000	71,529

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	
			470
			-937
			-207
			14,263
			-7,170
			10,751
			75,692
			4,640
			-2,409
			71,529

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
AMGEN INC	P	2017-01-06	2017-07-21
GENERAL MTRS CO COM	P	2015-12-16	2017-03-07
BRIGHTHOUSE FINL INCCOM	P	2016-03-18	2017-08-10
CENTURYLINK INC	P	2012-12-05	2017-01-20
BANK OF AMERICA CORP	P	2013-08-12	2017-11-29
CHEVRON CORP NEW COM	P	2013-09-26	2017-01-20
CALL (SLB) SCHLUMBERGER LIMITEDJAN 2	P	2016-07-25	2017-01-20
CALL (PSX) PHILLIPS 66 COM MAR 31 17	P	2017-02-21	2017-03-31
COCA COLA CO	P	2013-06-20	2017-07-21
JPMORGAN CHASE &CO DEP1/400 O 5 5000	P	2013-08-27	2017-12-01

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)
161,937		158,099	3,838
3,660		3,470	190
35,391		54,456	-19,065
83,272		44,718	38,554
56,238		61,531	-5,293
4,981			4,981
2,484			2,484
27,145		23,631	3,514
125,000		109,001	15,999

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,838
			190
			-19,065
			38,554
			-5,293
			4,981
			2,484
			3,514
			15,999

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CALL (PEP) PEPSICO INC JAN 19 18 11	P	2017-03-20	2017-09-06
CALL (DUK) DUKE ENERGY CORP NEWAPR 2	P	2016-11-21	2017-03-01
CATERPILLAR INC	P	2013-06-21	2017-10-19
FORD MTR CO DEL COM	P	2013-09-27	2017-09-15
EMERSON ELECTRIC CO	P	2015-10-15	2017-01-20
ISHARES CORE S&P TOTAL US STOCK MARK	P	2017-01-03	2017-09-28
CALL (RGC) REGAL ENTERTAINMENT APR 2	P	2017-01-11	2017-04-21
CALL (DOW) DOW CHEMICAL CO JUN 16 17	P	2017-02-02	2017-06-16
ADOBE SYS INC	P	2014-02-11	2017-04-17
AMGEN INC	P	2017-01-06	2017-07-21

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,959		6,170	-1,211
7,725		23,725	-16,000
110,781		82,180	28,601
42,635		62,970	-20,335
45,459		41,598	3,861
287,198		258,605	28,593
3,716			3,716
3,128			3,128
51,991		25,600	26,391
17,689		15,812	1,877

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,211
			-16,000
			28,601
			-20,335
			3,861
			28,593
			3,716
			3,128
			26,391
			1,877

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
GENERAL MTRS CO COM	P	2015-04-07	2017-01-20
BRIGHTHOUSE FINL INCCOM	P	2016-03-18	2017-08-10
CENTURYLINK INC	P	2012-12-05	2017-01-20
BANK OF AMERICA CORP	P	2013-08-12	2017-11-29
CHEVRON CORP NEW COM	P	2014-02-03	2017-01-20
CALL (HD) HOME DEPOT INC COM JAN 19	P	2017-09-28	2017-10-23
CALL (PG) PROCTER AND GAMBLE DEC 15	P	2017-09-06	2017-12-15
COCA COLA CO	P	2013-06-20	2017-07-21
JPMORGAN CHASE &CO DEP1/400 O 5 5000	P	2014-02-07	2017-12-01
CALL (AMGN) AMGEN INC FEB 17 17 160	P	2017-01-06	2017-02-06

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
57,362		57,040	322
1		1	
30,531		46,976	-16,445
48,351		25,975	22,376
281,192		277,555	3,637
13,600		14,420	-820
1,071			1,071
4,524		3,949	575
40,000		34,080	5,920
3,027		4,347	-1,320

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	
			322
			-16,445
			22,376
			3,637
			-820
			1,071
			575
			5,920
			-1,320

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CALL (DUK) DUKE ENERGY CORP NEWAPR 2	P	2016-11-21	2017-03-01
CATERPILLAR INC	P	2013-06-21	2017-02-17
CALL (PG) PROCTER AND GAMBLE DEC 15	P	2017-09-06	2017-12-15
WORKDAY INC COM USD0 001 CL A	P	2013-10-23	2017-04-05
CALL (HRI) HERC HLDGS INC COM JUN 16	P	2017-04-05	2017-06-16
CALL (OLED) UNIVERSAL DISPLAY JAN 20	P	2016-12-06	2017-01-20
CALL (QCOM) QUALCOMM INC APR 21 17	P	2017-01-04	2017-04-21
ADOBE SYS INC	P	2014-02-11	2017-04-17
AMGEN INC	P	2017-01-06	2017-07-21
GENERAL MTRS CO COM	P	2015-12-16	2017-03-07

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,401		7,147	-4,746
14,400		12,738	1,662
678			678
84,143		78,701	5,442
4,792			4,792
1,610			1,610
3,624			3,624
77,987		38,400	39,587
106,132		94,854	11,278
62,220		58,904	3,316

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-4,746
			1,662
			678
			5,442
			4,792
			1,610
			3,624
			39,587
			11,278
			3,316

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
BRIGHTHOUSE FINL INCCOM	P	2016-03-18	2017-08-10
CENTURYLINK INC	P	2012-08-20	2017-01-20
BANK OF AMERICA CORP	P	2013-07-15	2017-11-17
CHEVRON CORP NEW COM	P	2014-10-21	2017-01-20
CALL (DOW) DOW CHEMICAL CO JAN 20 17	P	2016-08-19	2017-01-20
CALL (SLB) SCHLUMBERGER LIMITEDMAY 1	P	2016-09-20	2017-05-19
CARETRUST REIT INC COM	P	2016-10-10	2017-04-18
JPMORGAN CHASE &CO DEP1/400 O 5 5000	P	2014-02-07	2017-12-01
CALL (AMGN) AMGEN INC FEB 17 17 160	P	2017-01-06	2017-02-06
ROCKWELL COLLINS INC	P	2014-03-03	2017-10-20

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1		1	
24,692		41,840	-17,148
129,563		69,451	60,112
281,192		283,742	-2,550
1,523			1,523
4,084			4,084
1,752		1,382	370
580,000		494,160	85,840
1,269		1,863	-594
53,717		41,130	12,587

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	
			-17,148
			60,112
			-2,550
			1,523
			4,084
			370
			85,840
			-594
			12,587

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CATERPILLAR INC	P	2013-06-24	2017-10-19
CALL (SLB) SCHLUMBERGER LIMITEDFEB 1	P	2016-09-20	2017-02-17
CALL (CAT) CATERPILLAR INC DEC 15 17	P	2017-06-27	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)
21,494		16,355	5,139
3,068			3,068
7,385		17,114	-9,729

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	
			5,139
			3,068
			-9,729

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
JAMES H GOODNIGHT 100 SAS CAMPUS DRIVE CARY, NC 27513	DIRECTOR 0 10	0	0	0
ANN BAGGETT GOODNIGHT 100 SAS CAMPUS DRIVE CARY, NC 27513	DIRECTOR 0 10	0	0	0
LEAH A GOODNIGHT 100 SAS CAMPUS DRIVE CARY, NC 27513	DIRECTOR 0 10	0	0	0
SUSAN G ELLIS 100 SAS CAMPUS DRIVE CARY, NC 27513	DIRECTOR 0 10	0	0	0
DONALD R PARKER 100 SAS CAMPUS DRIVE CARY, NC 27513	DIRECTOR 8 00	0	0	0

Form 990PF Part XV Line 1a - 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).

JAMES H GOODNIGHT
ANN B GOODNIGHT

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ALLIANCE FOR EXCELLENT EDUCATION ALLIANCE FOR EXCELLENT EDUCATION 1201 CONN NW STE 901 1201 CONN NW STE 901 WASHINGTON, DC 20036	NONE	501(C)(3)	UNRESTRICTED FUNDS	5,000
BOYS CLUB OF WAKE COUNTY INC BOYS CLUB OF WAKE COUNTY INC 701 N RALEIGH BLVD 701 N RALEIGH BLVD RALEIGH, NC 27610	NONE	501(C)(3)	UNRESTRICTED FUNDS	25,000
CARY ACADEMY CARY ACADEMY 1500 NORTH HARRISON AVE 1500 NORTH HARRISON AVE CARY, NC 27513	NONE	501(C)(3)	BUILDING FUND	1,000,000
COMMUNITIES IN SCHOOLS CHATHAM COUN COMMUNITIES IN SCHOOLS CHATHAM COUNTY P O BOX 903 P O BOX 903 SILER CITY, NC 27344	NONE	501(C)(3)	UNRESTRICTED FUNDS	5,000
CONTEMPORARY ART FOUNDATION CONTEMPORARY ART FOUNDATION 409 W MARTIN ST 409 W MARTIN STREET RALEIGH, NC 27603	NONE	501(C)(3)	K-12 EDUCATION PROGRAMS	25,000
Total . . . . ▶ **3a**				7,062,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
DEVELOPMENT FOUNDATION FOR NCCAT DEVELOPMENT FOUNDATION FOR NCCAT 276 NCCAT DRIVE 276 NCCAT DRIVE CULLOWHEE, NC 287239062	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
DURHAM NATIVITY SCHOOL PO BOX 3537 DURHAM, NC 27702	NONE	501(C)(3)	UNRESTRICTED FUNDS	5,000
EDUCATION NC EDUCATION NCP O BOX 1636 P O BOX 1636 RALEIGH, NC 27602	NONE	501(C)(3)	UNRESTRICTED FUNDS	15,000
FRIENDS OF NC STATE MUSEUM OF NS FRIENDS OF NC STATE MUSEUM OF NS 11 WEST JONES ST 11 WEST JONES ST RALEIGH, NC 27601	NONE	501(C)(3)	EDUCATORS OF EXCELLENCE FUND	25,000
GIRL SCOUTS - NC COASTAL PINES GIRL SCOUTS - COASTAL PINES 6901 PINECREST ROAD 6901 PINECREST ROAD RALEIGH, NC 27613	NONE	501(C)(3)	STEM PROGRAMMING	15,000
Total . . . . ▶ **3a**				7,062,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
GLOBAL SCHOLARS ACADEMY GLOBAL SCHOLARS ACADEMY 311 DOWD STREET 311 DOWD STREET DURHAM, NC 27701	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
MARBLES KIDS MUSEUM MARBLES KIDS MUSEUM 201 E HARGETT ST 201 E HARGETT ST RALEIGH, NC 27601	NONE	501(C)(3)	UNRESTRICTED FUNDS	5,000
MEDICAL FOUNDATION OF NC INC MEDICAL FOUNDATION OF NC INC CAMPUS BOX 7237 CAMPUS BOX 7237 CHAPEL HILL, NC 275997237	NONE	501(C)(3)	CHILDREN'S EDUCATION SUPPORT	10,000
MEREDITH COLLEGE MEREDITH COLLEGE 3800 HILLSBOROUGH ST 3800 HILLSBOROUGH ST RALEIGH, NC 276075298	NONE	501(C)(3)	MINORITY TEACHING SCHOLARSHIP	25,000
NC BUSINESS LEADERS FOR EDUCATION NC BUSINESS LEADERS FOR EDUCATION 100 SAS CAMPUS DR 100 SAS CAMPUS DR CARY, NC 27513	NONE	501(C)(3)	UNRESTRICTED FUNDS	25,000
Total . . . . ▶ **3a**				7,062,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
NC EARLY CHILDHOOD FOUNDATION NC EARLY CHILDHOOD FOUNDATION 907 GLENWOOD AVENUE 907 GLENWOOD AVENUE RALEIGH, NC 27605	NONE	501(C)(3)	UNRESTRICTED FUNDS	25,000
NC MUSEUM OF ART NC MUSEUM OF ART 2110 BLUE RIDGE ROAD 2110 BLUE RIDGE ROAD RALEIGH, NC 27607	NONE	501(C)(3)	RESTRICTED FUNDS FOR PARK	50,000
NC MUSEUM OF HISTORY FOUNDATION NC MUSEUM OF HISTORY FOUNDATION 5 EAST EDENTON ST 5 EAST EDENTON ST RALEIGH, NC 27601	NONE	501(C)(3)	UNRESTRICTED FUNDS	30,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH, NC 276957474	NONE	501(C)(3)	CHANCELLOR'S DISCRETIONARY FUND	25,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH, NC 276957474	NONE	501(C)(3)	COLLEGE OF EDUCATION - DEAN'S DISCRE	10,000
Total . . . . ▶ **3a**				7,062,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH, NC 276957474	NONE	501(C)(3)	NCSU STUDENT ENERGENCY FUND	10,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH, NC 276957474	NONE	501(C)(3)	CHASS DEAN'S DISCRETIONARY FUND	10,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH, NC 276957474	NONE	501(C)(3)	FRIDAY INSTITUTE	25,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH, NC 276957474	NONE	501(C)(3)	GENERAL H HUGH SHELTON INITIATIVE	10,000
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7474 CAMPUS BOX 7474 RALEIGH, NC 276957474	NONE	501(C)(3)	KENAN FELLOWS	25,000
Total . . . . ▶ 3a				7,062,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
NCSU FOUNDATION INC NCSU FOUNDATION INC CAMPUS BOX 7529 CAMPUS BOX 7529 RALEIGH, NC 276957529	NONE	501(C)(3)	GOODNIGHT SCHOLARS	5,256,500
NC SOCIETY OF HISPANIC PROFESSIONAL NC SOCIETY OF HISPANIC PROFESSIONALS 8450 CHAPEL HILL RD STE 2 8450 CHAPEL HILL RD STE 2 CARY, NC 27513	NONE	501(C)(3)	SCHOLARSHIPS	5,000
NORTH CAROLINA AQUARIUM SOCIETY NORTH CAROLINA AQUARIUM SOCIETY 3125 POPLARWOOD COURT 3125 POPLARWOOD COURT RALEIGH, NC 27604	NONE	501(C)(3)	AQUARIUM SCHOLARS	5,000
PUBLIC SCHOOL FORUM OF NC PUBLIC SCHOOL FORUM OF NC 3739 NATIONAL DR STE 100 3739 NATIONAL DR STE 100 RALEIGH, NC 27612	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
RALEIGH SCHOOL INC RALEIGH SCHOOL INC 1141 RALEIGH SCHOOL DRIVE 1141 RALEIGH SCHOOL DRIVE RALEIGH, NC 27607	NONE	501(C)(3)	UNRESTRICTED FUNDS	25,000
Total . . . . ▶ 3a				7,062,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
READ AND FEED READ AND FEED193 HIGH HOUSE ROAD 193 HIGH HOUSE ROAD CARY, NC 27511	NONE	501(C)(3)	UNRESTRICTED FUNDS	10,000
TAMMY LYNN MEMORIAL FOUNDATION TAMMY LYNN MEMORIAL FOUNDATION INC 739 CHAPPELL DRIVE 739 CHAPPELL DRIVE RALEIGH, NC 27606	NONE	501(C)(3)	UNRESTRICTED FUNDS	5,000
THE HOPE CENTER FOR PULLEN 1801 HILLSBOROUGH STREET RALEIGH, NC 27605	NONE	501(C)(3)	UNRESTRUCTED FUNDS	1,000
THE NAVIGATORS THE NAVIGATORSP O BOX 6000 P O BOX 6000 COLORADO SPRINGS, CO 80934	NONE	501(C)(3)	URBAN HOPE NAVIGATORS	5,000
UNC-CH COLLEGE OF EDUCATION 101 PEABODY HALL CAMPUS BOX 3500 CHAPEL HILL, NC 275993500	NONE	501(C)(3)	SUMMIT AT UNC	20,000
Total . . . . ▶ **3a**				7,062,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
UNIVERSITY OF NC AT CHAPEL HILL NC PUBIC RADIO - WUNC 120 FRIDAY CENTER DRIVE CHAPEL HILL, NC 27517	NONE	501(C)(3)	EDUCATIONAL PROGRAMMING	20,000
UNIVERSITY OF NORTH CAROLINA FOUND 910 RALEIGH ROAD PO BOX 2688 CHAPEL HILL, NC 27515	NONE	501(C)(3)	MY FUTURE NC	250,000
YMCA OF THE TRIANGLE INC YMCA OF THE TRIANGLE INC 801 CORP CENTER STE 200 801 CORP CENTER STE 200 RALEIGH, NC 27607	NONE	501(C)(3)	CAMP SEA GULL/SEAFARER SCHOLARSHIPS	25,000
Total . . . . ▶ 3a				7,062,500

TY 2017 Accounting Fees Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE	5,100	5,100		

TY 2017 Explanation of Non-Filing with Attorney General Statement

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Statement: NOT REQUIRED IN NORTH CAROLINA.

TY 2017 Investments Corporate Bonds Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FIDELITY - 663-134385	2,587,125	2,920,984

TY 2017 Investments Corporate Stock Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FIDELITY - 663-134385	78,430,742	92,392,596
FIDELITY - 663-134385 - MUTUAL FUND	26,497,401	26,569,374

TY 2017 Other Assets Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
SALES IN PROCESS	211,126		

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TY 2017 Other Income Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SETTLEMENT INCOME	40	40	

TY 2017 Other Liabilities Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Description	Beginning of Year - Book Value	End of Year - Book Value
OPTIONS OUTSTANDING	262,294	493,172
COST BASIS ADJUSTMENT		7,014

TY 2017 Other Professional Fees Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT EXPENSES	138	138		

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TY 2017 Taxes Schedule

Name: THE GOODNIGHT EDUCATIONAL FOUNDATION

EIN: 56-6533546

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN INCOME TAX WITHHELD ON D	17,167	17,167		
PY LESS CY FOREIGN TAX (-12)				
EXCISE TAX	58,000	58,000		