

C&F  
950Form **990-PF****Return of Private Foundation**  
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

**2017**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

**For calendar year 2017 or tax year beginning , and ending**

Name of foundation <b>J J MILLER FOUNDATION</b>			<b>A Employer identification number</b>  <b>57-6055700</b>	
Number and street (or P O box number if mail is not delivered to street address) <b>Wells Fargo Bank N A Trust Tax Dept - 6325 S RAINBOW BLVD STE 300</b>		Room/suite	<b>B Telephone number (see instructions)</b>  <b>888-730-4933</b>	
City or town, state or province, country, and ZIP or foreign postal code <b>LAS VEGAS NV 89118</b>				
Foreign country name	Foreign province/state/country	Foreign postal code	<b>C If exemption application is pending, check here</b> <input type="checkbox"/>	
<b>G Check all that apply</b>			<b>D 1. Foreign organizations, check here</b> <input type="checkbox"/>	
<input type="checkbox"/> Initial return			<b>2. Foreign organizations meeting the 85% test, check here and attach computation</b> <input type="checkbox"/>	
<input type="checkbox"/> Final return			<b>E If private foundation status was terminated under section 507(b)(1)(A), check here</b> <input type="checkbox"/>	
<input checked="" type="checkbox"/> Address change			<b>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here</b> <input type="checkbox"/>	
<input type="checkbox"/> Initial return of a former public charity				
<input type="checkbox"/> Amended return				
<input type="checkbox"/> Name change				
<b>H Check type of organization.</b> <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <b>04</b>				
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation				
<b>I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$</b> <b>963,622</b>		<b>J Accounting method</b> <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)					
<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities		16,629	16,462		
<b>5a</b> Gross rents					
<b>b</b> Net rental income or (loss)					
<b>6a</b> Net gain or (loss) from sale of assets not on line 10		41,329			
<b>b</b> Gross sales price for all assets on line 6a <b>311,199</b>					
<b>7</b> Capital gain net income (from Part IV, line 2)			41,329		
<b>8</b> Net short-term capital gain					
<b>9</b> Income modifications					
<b>10a</b> Gross sales less returns and allowances					
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)					
<b>12 Total.</b> Add lines 1 through 11		57,958	57,791	0	
<b>13</b> Compensation of officers, directors, trustees, etc		14,440	10,830		3,610
<b>14</b> Other employee salaries and wages					
<b>15</b> Pension plans, employee benefits					
<b>16a</b> Legal fees (attach schedule)		1,800			1,800
<b>b</b> Accounting fees (attach schedule)		1,196			1,196
<b>c</b> Other professional fees (attach schedule)		2,356			2,356
<b>17</b> Interest					
<b>18</b> Taxes (attach schedule) (see instructions)		665	278		
<b>19</b> Depreciation (attach schedule) and depletion					
<b>20</b> Occupancy					
<b>21</b> Travel, conferences, and meetings					
<b>22</b> Printing and publications					
<b>23</b> Other expenses (attach schedule)					
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23		20,457	11,108	0	8,962
<b>25</b> Contributions, gifts, grants paid		35,000			35,000
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25		55,457	11,108	0	43,962
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>		2,501			
<b>b Net investment income</b> (if negative, enter -0-)			46,683		
<b>c Adjusted net income</b> (if negative, enter -0-)				0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2017)

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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing					
	<b>2</b> Savings and temporary cash investments			34,849	59,109	59,109
	<b>3</b> Accounts receivable <span>▶</span> <span>-----</span>					
	Less allowance for doubtful accounts <span>▶</span> <span>-----</span>					
	<b>4</b> Pledges receivable <span>▶</span> <span>-----</span>					
	Less allowance for doubtful accounts <span>▶</span> <span>-----</span>					
	<b>5</b> Grants receivable					
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	<b>7</b> Other notes and loans receivable (attach schedule) <span>▶</span> <span>-----</span>					
	Less allowance for doubtful accounts <span>▶</span> <span>-----</span>					
	<b>8</b> Inventories for sale or use					
	<b>9</b> Prepaid expenses and deferred charges					
	<b>10a</b> Investments—U S and state government obligations (attach schedule)					
	<b>b</b> Investments—corporate stock (attach schedule)					
	<b>c</b> Investments—corporate bonds (attach schedule)					
	<b>11</b> Investments—land, buildings, and equipment basis <span>▶</span> <span>-----</span>					
Less accumulated depreciation (attach schedule) <span>▶</span> <span>-----</span>						
<b>12</b> Investments—mortgage loans						
<b>13</b> Investments—other (attach schedule)			782,140	759,931	904,513	
<b>14</b> Land, buildings, and equipment basis <span>▶</span> <span>-----</span>						
Less accumulated depreciation (attach schedule) <span>▶</span> <span>-----</span>						
<b>15</b> Other assets (describe <span>▶</span> <span>-----</span> )						
<b>16</b> <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)			816,989	819,040	963,622	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses					
	<b>18</b> Grants payable					
	<b>19</b> Deferred revenue					
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons					
	<b>21</b> Mortgages and other notes payable (attach schedule)					
	<b>22</b> Other liabilities (describe <span>▶</span> <span>-----</span> )					
	<b>23</b> <b>Total liabilities</b> (add lines 17 through 22)			0	0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here <span>▶</span> <input type="checkbox"/></b> <b>and complete lines 24 through 26, and lines 30 and 31.</b>					
	<b>24</b> Unrestricted					
	<b>25</b> Temporarily restricted					
	<b>26</b> Permanently restricted					
	<b>Foundations that do not follow SFAS 117, check here <span>▶</span> <input checked="" type="checkbox"/></b> <b>and complete lines 27 through 31.</b>					
	<b>27</b> Capital stock, trust principal, or current funds			816,989	819,040	
	<b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund					
	<b>29</b> Retained earnings, accumulated income, endowment, or other funds					
<b>30</b> <b>Total net assets or fund balances</b> (see instructions)			816,989	819,040		
<b>31</b> <b>Total liabilities and net assets/fund balances</b> (see instructions)			816,989	819,040		

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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)	<b>1</b>	816,989
<b>2</b> Enter amount from Part I, line 27a	<b>2</b>	2,501
<b>3</b> Other increases not included in line 2 (itemize) <span>▶</span> <span>-----</span>	<b>3</b>	
<b>4</b> Add lines 1, 2, and 3	<b>4</b>	819,490
<b>5</b> Decreases not included in line 2 (itemize) <span>▶</span> See Attached Statement <span>-----</span>	<b>5</b>	450
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	<b>6</b>	819,040

**Part IV Capital Gains and Losses for Tax on Investment Income**

a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
<b>1a</b> See Attached Statement				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
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))	
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b> 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 }		<b>2</b>	41,329	
<b>3</b> 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 }		<b>3</b>	0	

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

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

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

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

☐ Yes ☒ No

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

<b>1</b> Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	37,864	876,388	0.043205
2015	42,003	921,861	0.045563
2014	42,420	957,499	0.044303
2013	41,079	930,790	0.044133
2012	40,020	887,250	0.045106
<b>2</b> Total of line 1, column (d)		<b>2</b>	0.222310
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years		<b>3</b>	0.044462
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5		<b>4</b>	931,068
<b>5</b> Multiply line 4 by line 3		<b>5</b>	41,397
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)		<b>6</b>	467
<b>7</b> Add lines 5 and 6		<b>7</b>	41,864
<b>8</b> Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.		<b>8</b>	43,962

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter. (attach copy of letter if necessary—see instructions)			
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>	467	
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col (b)			
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	<b>2</b>	0	
<b>3</b>	Add lines 1 and 2	<b>3</b>	467	
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	<b>4</b>		
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	467	
<b>6</b>	<b>Credits/Payments</b>			
<b>a</b>	2017 estimated tax payments and 2016 overpayment credited to 2017	<b>6a</b>	283	
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>		
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>		
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>		
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>	283	
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>		
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	184	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	0	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2018 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	0	

**Part VII-A Statements Regarding Activities**

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

**Part VII-A Statements Regarding Activities (continued)**

	Yes	No
<b>11</b> 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	<b>11</b>	X
<b>12</b> 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	<b>12</b>	X
<b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	<b>13</b> X	
<b>14</b> The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933 Located at ▶ 6325 S RAINBOW BLVD STE 300 LAS VEGAS NV ZIP+4 ▶ 89118		
<b>15</b> 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 ▶ <b>15</b> N/A		
<b>16</b> At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	<b>16</b>	X

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

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

	Yes	No
<b>1a</b> During the year, did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b> If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ▶ <input type="checkbox"/>	<b>1b</b>	X
<b>c</b> 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?	<b>1c</b>	X
<b>2</b> 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)): <b>a</b> At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____ <b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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 ) <b>c</b> 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____		
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>b</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 )	<b>3b</b> N/A	
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	X
<b>b</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?	<b>4b</b>	X

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

<b>5a</b> 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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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		<b>5b</b>	N/A	
Organizations relying on a current notice regarding disaster assistance, check here <span style="float: right;">▶ <input type="checkbox"/></span>				
<b>c</b> 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? <span style="float: right;">N/A</span>				
If "Yes," attach the statement required by Regulations section 53.4945–5(d).				
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?				
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		<b>6b</b>		X
If "Yes" to 6b, file Form 8870				
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?				
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		<b>7b</b>	N/A	

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 6325 S RAINBOW BLVD STE 300 LAS VEGAS, NV 89118	TRUSTEE SEE ATTACHED	14,440		
SONIA CHERRY 101 COOPER DRIVE SANTEE, SC 29142	DIRECTOR 00	0		
STEPHEN STEINBERG 307 BERMUDA TOWN ROW MOUNT PLEASANT, SC 29566	DIRECTOR 00	0		

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

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

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

0

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

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

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

**Part IX-A Summary of Direct Charitable Activities**

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

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

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

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	913,168
<b>b</b>	Average of monthly cash balances	<b>1b</b>	32,079
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	945,247
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	945,247
<b>4</b>	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	<b>4</b>	14,179
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	931,068
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	46,553

**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 )

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	46,553
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5	<b>2a</b>	467
<b>b</b>	Income tax for 2017 (This does not include the tax from Part VI )	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	467
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	46,086
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	46,086
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	46,086

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	43,962
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	<b>4</b>	43,962
<b>5</b>	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	<b>5</b>	467
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	43,495

**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
<b>1</b> Distributable amount for 2017 from Part XI, line 7				46,086
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only			34,304	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2017				
<b>a</b> From 2012				
<b>b</b> From 2013				
<b>c</b> From 2014				
<b>d</b> From 2015				
<b>e</b> From 2016				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4: \$ 43,962				
<b>a</b> Applied to 2016, but not more than line 2a			34,304	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2017 distributable amount				9,658
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:	0			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions				
<b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				36,428
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2013				
<b>b</b> Excess from 2014				
<b>c</b> Excess from 2015				
<b>d</b> Excess from 2016				
<b>e</b> Excess from 2017				

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

N/A

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

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☒ 4942(j)(5)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year See Attached Statement				
<b>Total</b>				<b>3a</b> 35,000
<b>b</b> Approved for future payment NONE				
<b>Total</b>				<b>3b</b> 0



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

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

[illegible]

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

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

**Sign  
Here**

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

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

4/18/2018  
Date

**SVP Wells Fargo Bank N A**  
Title

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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

**JOSEPH J CASTRIANO**

Preparer's signature

*John*

Date

Check ☒ if self-employed

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ► 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
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**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

ADDLESTONE HEBREW ACADEMY

**Street**

1639 WALLENBERG BLVD

**City**

CHARLESTON

**State**

SC

**Zip Code**

29407

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

2,500

**Name**

CHABAD OF MYRTLE BEACH

**Street**

2803 N OAK ST

**City**

MYRTLE BEACH

**State**

SC

**Zip Code**

29577

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

2,500

**Name**

CHABAD-LUBAVITCH OF SOUTH CAROLINA, INC

**Street**

5827 N TRENHOLM RD

**City**

COLUMBIA

**State**

SC

**Zip Code**

29206

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

2,500

**Name**

COLLEGE OF CHARLESTON FOUNDATION

**Street**

66 GEORGE ST

**City**

CHARLESTON

**State**

SC

**Zip Code**

29424

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

2,500

**Name**

RAMBAM DAY SCHOOL

**Street**

511 ABERCORN ST

**City**

SAVANAH

**State**

GA

**Zip Code**

31405

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

2,500

**Name**

ELLOREE FIRST BAPTIST CHURCH

**Street**

6208 OLD NUMBER SIX HWY

**City**

ELLOREE

**State**

SC

**Zip Code**

29047

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

1,000

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

Recipient(s) paid during the year

**Name**

ELLOREE HERITAGE MUSEUM

**Street**

2714 CLEVELAND ST

**City**

ELLOREE

**State**

SC

**Zip Code**

29047

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

3,500

**Name**

ELLOREE UNITED METHODIST CHURCH

**Street**

PO DRAWER

**City**

ELLOREE

**State**

SC

**Zip Code**

29047

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

1,000

**Name**

ST MATTHEWS K-8 NEW SCHOOL

**Street**

135 SAINTS AVE

**City**

ST MATTHEWS

**State**

SC

**Zip Code**

29135

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

500

**Name**

HOPE LUTHERAN CHURCH OUTREACH

**Street**

1400 KENNERLY ROAD

**City**

IRMO

**State**

SC

**Zip Code**

29063

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

1,000

**Name**

TOWN OF ELOREE - JOE MILLER PARK

**Street**

2719 CLEVELAND ST

**City**

ELLOREE

**State**

SC

**Zip Code**

29047

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

3,500

**Name**

ORANGEBURG-CALHOUN TECHNICAL COLLEGE

**Street**

3250 ST. MATTHEWS ROAD

**City**

ORANGEBURG

**State**

SC

**Zip Code**

29118

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

3,000

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

Recipient(s) paid during the year

**Name**

SYNAGOGUE EMANU-EL RELIGIOUS SCHOOL

**Street**

5 WINDSOR DRIVE

**City**

CHARLESTON

**State**

SC

**Zip Code**

29407

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

2,500

**Name**

FOUR HOLES BAPTIST CHURCH

**Street**

4 HOLES RD

**City**

ORANGEBURG

**State**

SC

**Zip Code**

29115

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

1,000

**Name**

PINE GROVE LUTHERAN CHURCH

**Street**

2688 MCCORD FERRY RD

**City**

LONE STAR

**State**

SC

**Zip Code**

29030

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

1,000

**Name**

COLUMBIA JEWISH DAY SCHOOL

**Street**

5827 TRENHOLM RD

**City**

COLUMBIA

**State**

SC

**Zip Code**

29206

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

2,500

**Name**

RESURRECTION LUTHERAN CHURCH

**Street**

3707 MOSS AVE

**City**

COLUMBIA

**State**

SC

**Zip Code**

29205

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

1,000

**Name**

JERUSALEM UNITED METHODIST CHURCH

**Street**

7347 OLD NUMBER SIX HWY

**City**

SANTEE

**State**

SC

**Zip Code**

29142

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

1,000



**Supplemental Information:**

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

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

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

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

Long Term CG Distributions		Amount		Totals		Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss					
Short Term CG Distributions		22,358		0		311,199		0		289,870		0			
	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	AOR MANAGED FUTURES ST	00203H859	X				10/24/2014	11/16/2017	1,314	1,507				193	0
2	INV BALANCE RISK COMM ST	00888Y508	X				7/24/2015	1/18/2017	9,281	9,168				0	93
3	AMER CENT SMALL CAP GRV	025083320	X				7/24/2015	1/18/2017	2,578	2,623				0	45
4	AMER CENT SMALL CAP GRV	025083320	X				7/24/2015	5/24/2017	10,358	9,831				0	525
5	AMER CENT SMALL CAP GRV	025083320	X				8/25/2016	11/16/2017	1,018	828				0	528
6	AMER CENT SMALL CAP GRV	025083320	X				12/17/2010	4/20/2017	27,108	20,738				0	188
7	ARTISAN INTERNATIONAL FI	04314H402	X				10/24/2011	4/20/2017	4,855	3,451				0	6,370
8	ARTISAN INTERNATIONAL FI	04314H402	X				1/18/2017	4/20/2017	1,504	1,412				0	1,204
9	ARTISAN MID CAP FUND-INS	04314H600	X				1/22/2015	10/23/2017	944	964				0	92
10	ARTISAN MID CAP FUND-INS	04314H600	X				2/11/2013	10/23/2017	1,020	908				0	20
11	ARTISAN MID CAP FUND-INS	04314H600	X				2/11/2013	11/16/2017	1,238	1,107				0	111
12	ARTISAN MID CAP FUND-INS	04314H600	X				4/10/2012	11/16/2017	394	338				0	129
13	ARTISAN MID CAP FUND-INS	04314H600	X				10/27/2015	1/18/2017	1,311	1,342				0	58
14	BLACKROCK GL US CREDIT	091938732	X				10/23/2017	11/16/2017	1,255	1,260				0	31
15	BLACKROCK GL US CREDIT	09258N505	X				1/22/2015	1/18/2017	2,888	3,778				0	-5
16	CREDIT SUISSE COMM RET	22544R305	X				1/22/2015	1/18/2017	4,944	5,828				0	-1,080
17	CREDIT SUISSE COMM RET	22544R305	X				11/10/2015	1/18/2017	1,093	1,027				0	-884
18	CREDIT SUISSE COMM RET	22544R305	X				4/22/2016	1/18/2017	719	668				0	66
19	CREDIT SUISSE COMM RET	22544R305	X				5/18/2008	1/18/2017	2,184	2,303				0	51
20	DODGE & COX INT'L STOCK	258206103	X				5/18/2008	10/23/2017	3,188	2,797				23	88
21	DODGE & COX INT'L STOCK	258206103	X				10/5/2016	4/20/2017	5,894	5,739				0	391
22	DODGE & COX INCOME FD	258210105	X				10/23/2017	11/16/2017	1,588	1,590				0	-45
23	DODGE & COX INCOME FD	258210105	X				10/23/2017	11/16/2017	1,071	1,072				0	-2
24	EATON VANCE GLOB MACRO	277923284	X				10/27/2015	1/18/2017	499	496				0	-1
25	EATON VANCE GLOB MACRO	277923278	X				10/27/2015	10/23/2017	7,860	7,754				0	3
26	EATON VANCE GLOB MACRO	277923278	X				4/22/2016	10/23/2017	620	605				0	108
27	EATON VANCE GLOB MACRO	277923278	X				8/25/2016	10/23/2017	18,718	18,541				0	15
28	EATON VANCE GLOB MACRO	277923278	X				4/20/2017	10/23/2017	494	492				0	177
29	EATON VANCE GLOB MACRO	277923278	X				10/23/2017	11/16/2017	1,192	1,207				0	2
30	FID ADV EMER MKTS INC- CI	315920702	X				4/24/2014	11/18/2017	1,780	1,624				0	-15
31	JP MORGAN MID CAP VALUE	339128100	X				8/28/2015	1/18/2017	2,408	2,558				0	188
32	HARBOR CAPITAL APRETION	411511504	X				8/25/2016	1/18/2017	5,008	5,160				0	-150
33	HARBOR CAPITAL APRETION	411511504	X				10/28/2014	4/20/2017	3,458	3,350				0	-152
34	HARBOR CAPITAL APRETION	411511504	X				10/28/2014	10/23/2017	1,063	880				0	108
35	HARBOR CAPITAL APRETION	411511504	X				8/25/2016	10/23/2017	3,982	3,982				0	183
36	HARBOR CAPITAL APRETION	411511504	X				10/24/2014	10/23/2017	8,450	5,282				0	848
37	HARBOR CAPITAL APRETION	411511504	X				10/24/2014	11/16/2017	2,453	1,932				0	1,168
38	HARBOR CAPITAL APRETION	411511504	X				1/22/2015	11/16/2017	4,425	3,402				0	521
39	HARBOR CAPITAL APRETION	411511504	X				10/23/2017	11/16/2017	1,122	1,104				0	1,023
40	JOHN HANCOCK HBSLT RT	47803M188	X				12/3/2014	1/18/2017	1,501	1,833				0	18
41	JP MORGAN HIGH YIELD FUND	4812C0803	X				12/19/2014	1/18/2017	16,606	16,988				0	-132
42	JP MORGAN HIGH YIELD FUND	4812C0803	X				7/24/2015	1/18/2017	1,503	1,522				0	-380
43	JP MORGAN HIGH YIELD FUND	4812C0803	X				8/25/2016	1/18/2017	6,314	6,272				0	-19
44	JP MORGAN HIGH YIELD FUND	4812C0803	X				4/22/2016	1/18/2017	549	525				0	42
45	JP MORGAN HIGH YIELD FUND	4812C0803	X				7/24/2015	5/24/2017	5,310	4,632				0	24
46	STERLING CAPITAL STRATT	85917K546	X				4/20/2017	5/24/2017	1,082	1,069				0	678
47	STERLING CAPITAL STRATT	85917K546	X				8/25/2016	5/24/2017	1,991	1,854				0	13
48	STERLING CAPITAL STRATT	85917K546	X				8/25/2016	10/23/2017	639	551				0	137
49	STERLING CAPITAL STRATT	85917K546	X				8/20/2014	1/18/2017	3,988	3,812				0	88
50	MFS VALUE FUND-CLASS I #	552983694	X				8/25/2016	1/18/2017	7,731	7,598				0	178
51	MFS VALUE FUND-CLASS I #	552983694	X				10/28/2014	1/18/2017	1,022	981				0	133
52	MFS VALUE FUND-CLASS I #	552983694	X				10/28/2014	10/23/2017	2,134	1,791				0	61
53	MFS VALUE FUND-CLASS I #	552983694	X				10/28/2014	11/16/2017	3,433	2,927				0	343
54	MFS VALUE FUND-CLASS I #	552983694	X				1/28/2011	1/18/2017	485	492				0	506
55	MERGER FUND-INST #301	589509207	X				2/11/2013	10/23/2017	2,049	2,025				0	-7
56	MERGER FUND-INST #301	589509207	X				8/25/2016	10/23/2017	9,017	8,863				0	105
57	MERGER FUND-INST #301	589509207	X				5/24/2017	10/23/2017	2,809	2,774				0	24
58	MERGER FUND-INST #301	589509207	X				10/5/2016	11/16/2017	3,728	3,843				0	354
59	MERGER FUND-INST #301	589509207	X				7/12/2013	11/16/2017	1,204	1,346				118	35
60	MET WEST TOTAL RETURN B	63872T885	X				10/5/2016	11/16/2017	1,204	1,346				0	-142
61	ASG GLOBAL ALTERNATIVES	63872T885	X				7/12/2013	11/16/2017	987	1,035				0	48
62	ASG GLOBAL ALTERNATIVES	63872T885	X				6/20/2014	1/18/2017	578	569				0	7
63	NEUBERGER BERMAN LONG	64128R608	X				10/23/2017	11/16/2017	1,995	1,988				0	7
64	NEUBERGER BERMAN LONG	64128R608	X				8/12/2011	4/20/2017	3,040	2,883				0	347
65	OPPENHEIMER DEVELOPING	683974804	X				8/10/2012	10/23/2017	776	959				0	177
66	OPPENHEIMER DEVELOPING	683974804	X				8/12/2011	10/23/2017	4,107	3,111				0	988
67	OPPENHEIMER DEVELOPING	683974804	X				1/22/2016	10/23/2017	2,310	1,508				0	802
68	OPPENHEIMER DEVELOPING	683974804	X				1/22/2016	11/16/2017	1,270	819				0	451
69	OPPENHEIMER DEVELOPING	683974804	X				1/22/2016	10/23/2017	7,435	6,407				0	1,028
70	BOSTON P LINGSHRT RES-IN	74925K581	X				5/24/2017	10/23/2017	7,143	6,896				0	247
71	BOSTON P LINGSHRT RES-IN	74925K581	X				4/20/2017	10/23/2017	3,184	2,750				0	434
72	T ROWE PR OVERSEAS STO	77856H435	X											0	0

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

Amount		Totals		Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss		
Long Term CG Distributions	Short Term CG Distributions	Capital Gains/Losses	Other sales	Gross Sales	Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Adjustments	Net Gain or Loss
22,356	0									

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

		1,800	0	0	1,800
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	1,800			1,800

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

		1,196	0	0	1,196
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,196			1,196

Part I, Line 16c (990-PF) - Other Professional Fees

		2,356	0	0	2,356
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	GRANT ADMINISTRATION FEES	2,356			2,356

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

		665	278	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	278	278		
2	PY EXCISE TAX DUE	104			
3	ESTIMATED EXCISE PAYMENTS	283			

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

		0		759,931		904,513	
Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year		
1				0			
2	DODGE & COX INCOME FD COM 147			36,779	37,865		
3	HARBOR CAPITAL APRCON-INST 2012			55,230	94,774		
4	ARTISAN MID CAP FUND-INSTL 1333			36,213	38,040		
5	MET WEST TOTAL RETURN BOND CL I 51			83,154	82,159		
6	FID ADV EMER MKTS INC- CL I 607			54,105	56,415		
7	DODGE & COX INTL STOCK FD 1048			23,395	33,757		
8	AMER CENT SMALL CAP GRWTH INST 33			9,793	14,635		
9	MFS VALUE FUND-CLASS I 893			70,300	104,306		
10	JP MORGAN MID CAP VALUE-I 758			27,596	42,941		
11	STERLING CAPITAL STRATTON SMALL CA			10,852	13,848		
12	T ROWE PR OVERSEAS STOCK-I #521			28,536	33,015		
13	T ROWE PR REAL ESTATE-I #432			49,181	50,762		
14	ASG GLOBAL ALTERNATIVES-Y 1993			17,948	19,109		
15	VANGUARD REIT VIPER			9,000	14,439		
16	AQR MANAGED FUTURES STR-I			31,584	28,859		
17	VANGUARD INFLAT-PROT SECS-ADM 511			6,193	6,102		
18	JPMORGAN HIGH YIELD FUND SS 3580			12,752	13,293		
19	T ROWE PRICE INST FLOAT RATE 170			5,904	5,959		
20	EATON VANCE GLOB MACRO ADV-I 208			28,306	27,355		
21	BLACKROCK GL L/S CREDIT-K #1940			32,317	32,626		
22	OPPENHEIMER DEVELOPING MKT-I 799			39,936	57,992		
23	JOHN HANCOCK II-CURR STR-I 3643			18,476	18,457		
24	SPDR DJ WILSHIRE INTERNATIONAL REA			27,511	29,396		
25	NEUBERGER BERMAN LONG SH-INS #183			44,870	48,409		



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

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

<b>1</b>	MUTUAL FUND TIMING DIFFERENCE	<b>1</b>	26
<b>2</b>	PY RETURN OF CAPITAL ADJUSTMENT	<b>2</b>	421
<b>3</b>	COST BASIS ADJUSTMENT	<b>3</b>	3
<b>4</b>	Total	<b>4</b>	450

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

Long Term CG Distributions										Short Term CG Distributions									
Amount										22,356									
0										0									
Description of Property Sold										CUSIP #									
Acquisition Method										Date Acquired									
Date Sold										Gross Sales Price									
Depreciation Allowed										Adjustments									
Cost or Other Basis Plus Expense of Sale										Gain or Loss									
F M V as of 12/31/69										Adjusted Basis as of 12/31/69									
Excess of FMV Over Adjusted Basis										Gains Minus Excess FMV Over Adj Basis or Losses									
1	AGR MANAGED FUTURES ST	00203H859	10/24/2014	11/16/2017	1,314	193	1,507	0	0	0	0	0	0	0	18,973				
2	INV BALANCE RISK COMM ST	00889Y508	8/25/2016	1/18/2017	9,261	0	9,168	93	0	0	0	0	0	0	93				
3	AMER CENT SMALL CAP GRV	025083320	7/24/2015	1/18/2017	2,578	0	2,623	45	0	0	0	0	0	0	45				
4	AMER CENT SMALL CAP GRV	025083320	7/24/2015	5/24/2017	10,356	0	9,831	525	0	0	0	0	0	0	525				
5	AMER CENT SMALL CAP GRV	025083320	8/25/2016	5/24/2017	4,171	0	3,645	526	0	0	0	0	0	0	526				
6	AMER CENT SMALL CAP GRV	025083320	8/25/2016	11/16/2017	1,016	0	828	188	0	0	0	0	0	0	188				
7	ARTISAN INTERNATIONAL FD	04314H402	10/21/2010	4/20/2017	27,108	0	20,738	6,370	0	0	0	0	0	0	6,370				
8	ARTISAN INTERNATIONAL FD	04314H402	10/21/2011	4/20/2017	4,655	0	3,451	1,204	0	0	0	0	0	0	1,204				
9	ARTISAN INTERNATIONAL FD	04314H402	1/18/2017	4/20/2017	1,504	0	1,412	92	0	0	0	0	0	0	92				
10	ARTISAN MID CAP FUND-INS	04314H600	1/22/2015	10/23/2017	944	0	909	111	0	0	0	0	0	0	-20				
11	ARTISAN MID CAP FUND-INS	04314H600	2/11/2013	10/23/2017	1,020	0	1,107	129	0	0	0	0	0	0	129				
12	ARTISAN MID CAP FUND-INS	04314H600	2/11/2013	11/16/2017	1,236	0	1,107	129	0	0	0	0	0	0	129				
13	ARTISAN MID CAP FUND-INS	04314H600	4/10/2012	11/16/2017	394	0	336	58	0	0	0	0	0	0	58				
14	BLACKROCK GL US CREDIT-	091936732	10/27/2015	1/18/2017	1,311	0	1,342	-31	0	0	0	0	0	0	-31				
15	BLACKROCK GL US CREDIT-	09258N505	10/23/2017	11/16/2017	1,255	0	1,260	-5	0	0	0	0	0	0	-5				
16	CREDIT SUISSE COMM RET	22544R305	1/23/2014	1/18/2017	2,688	0	3,778	-1,090	0	0	0	0	0	0	-1,090				
17	CREDIT SUISSE COMM RET	22544R305	1/22/2015	1/18/2017	4,944	0	5,628	-684	0	0	0	0	0	0	-684				
18	CREDIT SUISSE COMM RET	22544R305	11/10/2015	1/18/2017	1,093	0	1,027	66	0	0	0	0	0	0	66				
19	CREDIT SUISSE COMM RET	22544R305	4/22/2016	1/18/2017	719	0	668	51	0	0	0	0	0	0	51				
20	DODGE & COX INT'L STOCK	256206103	5/16/2006	1/18/2017	2,194	23	2,303	-86	0	0	0	0	0	0	-86				
21	DODGE & COX INCOME FD C	256206103	5/16/2006	10/23/2017	3,186	0	2,797	391	0	0	0	0	0	0	391				
22	DODGE & COX INCOME FD C	256210105	10/5/2016	4/20/2017	5,694	0	5,739	-45	0	0	0	0	0	0	-45				
23	DODGE & COX INCOME FD C	256210105	10/23/2017	11/16/2017	1,598	0	1,590	-2	0	0	0	0	0	0	-2				
24	EATON VANCE GLOB MACRO	277923264	10/23/2017	11/16/2017	1,071	0	1,072	-1	0	0	0	0	0	0	-1				
25	EATON VANCE GLOB MAC	277923278	10/21/2015	1/18/2017	489	0	496	3	0	0	0	0	0	0	3				
26	EATON VANCE GLOB MAC	277923278	10/21/2015	10/23/2017	7,860	0	7,754	106	0	0	0	0	0	0	106				
27	EATON VANCE GLOB MAC	277923278	4/22/2016	10/23/2017	620	0	605	15	0	0	0	0	0	0	15				
28	EATON VANCE GLOB MAC	277923278	8/25/2016	10/23/2017	18,718	0	18,541	177	0	0	0	0	0	0	177				
29	EATON VANCE GLOB MAC	277923278	4/20/2017	10/23/2017	484	0	492	2	0	0	0	0	0	0	2				
30	FID ADV EMER MKTS INC-CL	315920702	10/23/2017	11/16/2017	1,192	0	1,207	-15	0	0	0	0	0	0	-15				
31	JP MORGAN MID CAP VALUE	339128100	4/24/2014	11/16/2017	1,790	0	1,624	166	0	0	0	0	0	0	166				
32	HARBOR CAPITAL APRTION	411511504	8/28/2015	1/18/2017	2,408	0	2,558	-150	0	0	0	0	0	0	-150				
33	HARBOR CAPITAL APRTION	411511504	8/25/2016	1/18/2017	5,008	0	5,160	-152	0	0	0	0	0	0	-152				
34	HARBOR CAPITAL APRTION	411511504	10/28/2014	4/20/2017	3,458	0	3,350	108	0	0	0	0	0	0	108				
35	HARBOR CAPITAL APRTION	411511504	10/29/2014	10/23/2017	1,063	0	880	183	0	0	0	0	0	0	183				
36	HARBOR CAPITAL APRTION	411511504	8/25/2016	10/23/2017	4,840	0	3,992	848	0	0	0	0	0	0	848				
37	HARBOR CAPITAL APRTION	411511504	10/24/2014	10/23/2017	6,450	0	5,282	1,168	0	0	0	0	0	0	1,168				
38	HARBOR CAPITAL APRTION	411511504	10/24/2014	11/16/2017	2,453	0	1,932	521	0	0	0	0	0	0	521				
39	HARBOR CAPITAL APRTION	411511504	10/22/2015	11/16/2017	4,425	0	3,402	1,023	0	0	0	0	0	0	1,023				
40	JOHN HANCOCK IIABSLT RT	47803MT68	10/23/2017	11/16/2017	1,122	0	1,104	18	0	0	0	0	0	0	18				
41	JP MORGAN HIGH YIELD FUN	4812C0803	1/23/2014	1/18/2017	1,501	0	1,633	-132	0	0	0	0	0	0	-132				
42	JP MORGAN HIGH YIELD FUN	4812C0803	12/19/2014	1/18/2017	16,806	0	16,986	-380	0	0	0	0	0	0	-380				
43	JP MORGAN HIGH YIELD FUN	4812C0803	7/24/2015	1/18/2017	1,503	0	1,522	-19	0	0	0	0	0	0	-19				
44	JP MORGAN HIGH YIELD FUN	4812C0803	8/25/2016	1/18/2017	6,314	0	6,272	42	0	0	0	0	0	0	42				
45	JP MORGAN HIGH YIELD FUN	4812C0803	4/22/2016	1/18/2017	549	0	525	24	0	0	0	0	0	0	24				
46	STERLING CAPITAL STRATG	85917K546	7/24/2015	5/24/2017	5,310	0	4,632	678	0	0	0	0	0	0	678				
47	STERLING CAPITAL STRATG	85917K546	4/20/2017	5/24/2017	1,062	0	1,069	13	0	0	0	0	0	0	13				
48	STERLING CAPITAL STRATG	85917K546	8/25/2016	5/24/2017	1,991	0	1,854	137	0	0	0	0	0	0	137				
49	STERLING CAPITAL STRATG	85917K546	8/25/2016	11/16/2017	639	0	551	88	0	0	0	0	0	0	88				
50	MFS VALUE FUND-CLASS I #	552983694	6/20/2014	1/18/2017	3,968	0	3,812	176	0	0	0	0	0	0	176				
51	MFS VALUE FUND-CLASS I #	552983694	8/25/2016	1/18/2017	7,731	0	7,598	133	0	0	0	0	0	0	133				
52	MFS VALUE FUND-CLASS I #	552983694	10/28/2014	1/18/2017	1,022	0	961	61	0	0	0	0	0	0	61				
53	MFS VALUE FUND-CLASS I #	552983694	10/28/2014	10/23/2017	2,134	0	1,791	343	0	0	0	0	0	0	343				
54	MFS VALUE FUND-CLASS I #	552983694	10/28/2014	11/16/2017	3,433	0	2,927	506	0	0	0	0	0	0	506				
55	MERGER FUND-INST #301	589509207	1/28/2011	1/18/2017	485	0	492	-7	0	0	0	0	0	0	-7				
56	MERGER FUND-INST #301	589509207	1/28/2011	10/23/2017	2,049	0	2,025	24	0	0	0	0	0	0	24				
57	MERGER FUND-INST #301	589509207	2/11/2013	10/23/2017	5,123	0	5,018	105	0	0	0	0	0	0	105				
58	MERGER FUND-INST #301	589509207	8/25/2016	10/23/2017	9,017	0	8,663	354	0	0	0	0	0	0	354				
59	MERGER FUND-INST #301	589509207	5/24/2017	10/23/2017	2,809	0	2,774	35	0	0	0	0	0	0	35				
60	MET WEST TOTAL RETURN F	592905509	10/5/2016	11/16/2017	3,728	116	3,843	1	0	0	0	0	0	0	1				
61	ASG GLOBAL ALTERNATIVES	638721885	7/12/2013	1/18/2017	1,204	0	1,346	-142	0	0	0	0	0	0	-142				
62	ASG GLOBAL ALTERNATIVES	638721885	7/12/2013	11/16/2017	987	0	1,035	-48	0	0	0	0	0	0	-48				
63	NEUBERGER BERMAN LONG	64128R608	6/20/2014	1/18/2017	576	0	569	7	0	0	0	0	0	0	7				
64	NEUBERGER BERMAN LONG	64128R608	10/23/2017	11/16/2017	1,995	0	1,988	7	0	0	0	0	0	0	7				
65	OPPENHEIMER DEVELOPING	663974604	8/10/2012	4/20/2017	3,040	0	2,693	347	0	0	0	0	0	0	347				
66	OPPENHEIMER DEVELOPING	663974604	8/10/2012	10/23/2017	776	0	599	177	0	0	0	0	0	0	177				
67	OPPENHEIMER DEVELOPING	663974604	8/12/2011	10/23/2017	4,107	0	3,111	996	0	0	0	0	0	0	996				
68	OPPENHEIMER DEVELOPING	663974604	1/22/2016	10/23/2017	2,310	0	1,508	802	0	0	0	0	0	0	802				
69	OPPENHEIMER DEVELOPING	663974604	1/22/2016	11/16/2017	1,270	0	819	451	0	0	0	0	0	0	451				

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

[illegible]

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

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
			6325 S RAINBOW BLVD STE 300	LAS VEGAS	NV	89118		TRUSTEE	SEE ATTAC	14,440		
1	SONIA CHERRY		101 COOPER DRIVE	SANTE	SC	29142		DIRECTOR	0 00	0		
2	STEPHEN STEINBERG		307 BERMUDA TOWN ROW	MOUNT PLEASANT	SC	29464		DIRECTOR	0 00	0		
3												
										14,440	0	0

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

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	5/10/2017	2	283
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	0
7 Total		7	283

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

<b>1</b>	Distributable amounts for 2016 that remained undistributed at the beginning of the 2017 tax year	<b>1</b>	<u>34,304</u>
<b>2</b>		<b>2</b>	
<b>3</b>		<b>3</b>	
<b>4</b>		<b>4</b>	
<b>5</b>		<b>5</b>	
<b>6</b>		<b>6</b>	
<b>7</b>		<b>7</b>	
<b>8</b>		<b>8</b>	
<b>9</b>		<b>9</b>	
<b>10</b>	Total	<b>10</b>	<u>34,304</u>