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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2017

Open to Public Inspection

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

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

Name of foundation

SHAMAN CHARITABLE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

Wells Fargo Bank N A Trust Tax Dept - 6325 S RAINBOW BLVD STE 300

Room/suite

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

LAS VEGAS

NV

89118

Foreign country name

Foreign province/state/county

Foreign postal code

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 556,790 J Accounting method Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis)

A Employer identification number

58-6433772

B Telephone number (see instructions)

888-730-4933

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

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)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	9,650	9,555		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	21,822			
b	Gross sales price for all assets on line 6a	160,576			
7	Capital gain net income (from Part IV, line 2)		21,822		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	31,472	31,377	0	
13	Compensation of officers, directors, trustees, etc	8,884	6,663		2,221
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	1,138		1,138	
c	Other professional fees (attach schedule)	1,363		1,363	
17	Interest				
18	Taxes (attach schedule) (see instructions)	211	163		
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	11,596	6,826	0	4,722
25	Contributions, gifts, grants paid	20,000			20,000
26	Total expenses and disbursements. Add lines 24 and 25	31,596	6,826	0	24,722
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-124			
b	Net investment income (if negative, enter -0-)		24,551		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2017)

SCANNED JULY 2018

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	19,776	19,690	19,690
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	458,835	458,547	537,100	
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
15	Other assets (describe ►)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	478,611	478,237	556,790	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)	0	0	
23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> 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 ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	478,611	478,237	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	478,611	478,237	
	31	Total liabilities and net assets/fund balances (see instructions)	478,611	478,237	

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	478,611
2	Enter amount from Part I, line 27a	2	-124
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	478,487
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	250
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	478,237

Part IV Capital Gains and Losses for Tax on Investment Income

a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a See Attached Statement					
a					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	21,822	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8	{ }		3	0	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	25,269	510,719	0 049477
2015	28,220	550,831	0 051232
2014	29,663	579,833	0 051158
2013	25,967	565,769	0 045897
2012	23,960	544,160	0 044031

2 Total of line 1, column (d)	2	0 241795
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0 048359
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	538,891
5 Multiply line 4 by line 3	5	26,060
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	246
7 Add lines 5 and 6	7	26,306
8 Enter qualifying distributions from Part XII, line 4	8	24,722

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)

1b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

1c 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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)

5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

6a 2017 estimated tax payments and 2016 overpayment credited to 2017 73

6b Exempt foreign organizations—tax withheld at source

6c Tax paid with application for extension of time to file (Form 8868)

6d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d 73

8 Enter any **penalty** for underpayment of estimated tax Check here if Form 2220 is attached

9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►

10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►

11 Enter the amount of line 10 to be **Credited to 2018 estimated tax** ► Refunded ► 0

1	491
2	0
3	491
4	
5	491
7	73
8	
9	418
10	0
11	0

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1a X

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition 1b X

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

1c Did the foundation file **Form 1120-POL** for this year? 1c X

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 2 X

If "Yes," attach a detailed description of the activities

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4a X

4b If "Yes," has it filed a tax return on **Form 990-T** for this year? 4b N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 5 X

If "Yes," attach the statement required by *General Instruction T*

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

6 X

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV

8a Enter the states to which the foundation reports or with which it is registered See instructions ►

MD

8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation 8b X

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV If "Yes," complete Part XIV 9 X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . 10 X

Part VII-A Statements Regarding Activities (continued)

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 Yes X

12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions 12 Yes X

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A 13 Yes X

14 The books are in care of ► WELLS FARGO BANK N.A. Telephone no ► 888-730-4933
Located at ► 6325 S. RAINBOW BLVD STE 300 LAS VEGAS NV ZIP+4 ► 89118

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

16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ► 16 Yes 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.

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 1a Yes X

1b 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 ► 1b Yes X

1c 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 Yes X

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
 a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? Yes No
 If "Yes," list the years ► 20____, 20____, 20____, 20____ 2a Yes X
 b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions) 2b N/A
 c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____ 2c N/A

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 3a Yes X
 b If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017) 3b N/A
 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a Yes X
 b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017? 4b Yes X

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

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

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

1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 6325 S RAINBOW BLVD STE 300 LAS VEGAS, NV 89118	TRUSTEE SEE ATTACHED	8,884		

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				

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes	
a	Average monthly fair market value of securities	1a 527,595
b	Average of monthly cash balances	1b 19,502
c	Fair market value of all other assets (see instructions)	1c
d	Total (add lines 1a, b, and c)	1d 547,097
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	3 547,097
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see instructions)	4 8,206
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 538,891
6	Minimum investment return. Enter 5% of line 5	6 26,945

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 26,945
2a	Tax on investment income for 2017 from Part VI, line 5	2a 491
b	Income tax for 2017 (This does not include the tax from Part VI)	2b
c	Add lines 2a and 2b	2c 491
3	Distributable amount before adjustments Subtract line 2c from line 1	3 26,454
4	Recoveries of amounts treated as qualifying distributions	4
5	Add lines 3 and 4	5 26,454
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 26,454

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 24,722
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	3a
a	Suitability test (prior IRS approval required)	3b
b	Cash distribution test (attach the required schedule)	4 24,722
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b See instructions	5
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 24,722

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				26,454
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			10,728	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e		0		
4 Qualifying distributions for 2017 from Part XII, line 4 ► \$ 24,722			10,728	
a Applied to 2016, but not more than line 2a				
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				
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))				13,994
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0		
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018			0	
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)				12,460
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling ►				
b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)
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				0
c	Qualifying distributions from Part XII, line 4 for each year listed				0
d	Amounts included in line 2c not used directly for active conduct of exempt activities				0
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3	Complete 3a, b, or c for the alternative test relied upon				0
a	"Assets" alternative test—enter				
(1)	Value of all assets				0
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
c	"Support" alternative test—enter				
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)				0
(3)	Largest amount of support from an exempt organization				0
(4)	Gross investment income				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i> See Attached Statement				
Total			► 3a	20,000
<i>b Approved for future payment</i> NONE				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate			14	9,650	
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	21,822	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)	0			31,472	0
13 Total Add line 12, columns (b), (d), and (e)	13			31,472	

(See worksheet in line 13 instructions to verify calculations)

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

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

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

COMMUNITY MINISTERIES OF ROCKVILLE

Street

1010 GRANDIN AVE

City
ROCKVILLE**State**
MD
Zip Code
20851**Foreign Country****Relationship**
NONE**Foundation Status**
PC**Purpose of grant/contribution**
CRM'S SUPPORTIVE SERV FOR LOW INCOME ELDERLY**Amount**

5,000

Name

ARTS FOR THE AGING, INC

Street

12320 PARKLAWN DR

City
ROCKVILLE**State**
MD
Zip Code
20852**Foreign Country****Relationship**
NONE**Foundation Status**
PC**Purpose of grant/contribution**
GENERATION ARTS ENGAGEMENT WORKSHOPS**Amount**

5,000

Name

HEARING AND SPEECH AGENCY OF METROPOLITAN BALTIMORE, INC

Street

5900 METRO DR

City
BALTIMORE**State**
MD
Zip Code
21215**Foreign Country****Relationship**
NONE**Foundation Status**
PC**Purpose of grant/contribution**
AUDIOLOGY SERV FOR LOW INCOME OLDER ADULTS (60+)**Amount**

5,000

Name

DAUGHTER FOR THE DAY, INC

Street

10903 INDIAN HEAD HWY

City
FORT WASHINGTON**State**
MD
Zip Code
20744**Foreign Country****Relationship**
NONE**Foundation Status**
PC**Purpose of grant/contribution**
GENERAL SUPPORT GRANT**Amount**

5,000

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

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

Amount		Long Term CG Distributions		Short Term CG Distributions		Total		Capital Gains/Losses		Gross Sales		Cost or Other Basis Expenses, Depreciation and Adjustments		Net Gain or Loss	
		0		0		0		0		160,576		138,754		0	
Description	CLISIP #	Check "X" to Indicate 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 JPMORGAN HIGH YIELD FUN	481200803	X				8/26/2016	1/19/2017	3,527						0	19
2 JPMORGAN HIGH YIELD FUN	481200803	X				4/22/2016	1/19/2017	356						0	16
3 MFS VALUE FUND-CLASS #	5529833894	X				7/23/2015	1/19/2017	2,748						0	49
4 MFS VALUE FUND-CLASS #	5529833894	X				8/26/2016	1/19/2017	4,108						0	59
5 MFS VALUE FUND-CLASS #	5529833894	X				7/22/2015	1/19/2017	437						0	16
6 MFS VALUE FUND-CLASS #	5529833894	X				7/22/2015	10/23/2017	1,461						0	211
7 MFS VALUE FUND-CLASS #	5529833894	X				8/20/2014	10/23/2017	488						0	89
8 MERGER FUND-INST #301	589509207	X				10/20/2011	1/19/2017	297						0	-3
9 MERGER FUND-INST #301	589509207	X				10/20/2011	10/23/2017	1,132						0	18
10 MERGER FUND-INST #301	589509207	X				20/12/2013	10/23/2017	3,067						0	63
11 MERGER FUND-INST #301	589509207	X				8/26/2016	10/23/2017	5,114						0	200
12 MERGER FUND-INST #301	589509207	X				5/24/2017	10/23/2017	1,605						0	20
13 ASG GLOBAL ALTERNATIVES	6387271885	X				7/22/2013	1/19/2017	649						0	-76
14 NEUBERGER-BERMAN LONG	681286808	X				6/20/2014	1/19/2017	418						0	4
15 OPPENHEIMER DEVELOPING	6839746804	X				7/22/2015	4/21/2017	1,577						0	-4
16 OPPENHEIMER DEVELOPING	6839746804	X				7/22/2015	10/23/2017	2,126						0	-304
17 OPPENHEIMER DEVELOPING	6839746804	X				2/12/2013	10/23/2017	2,307						0	334
18 BOSTON P LINGSHR RES-IN	74925K581	X				11/24/2014	10/23/2017	3,088						0	215
19 BOSTON P LINGSHR RES-IN	74925K581	X				11/24/2014	10/23/2017	1,220						0	85
20 BOSTON LINGSHR RES-IN	74925K581	X				5/24/2017	10/23/2017	4,065						0	140
21 T ROWE PR OVERSEAS STO	779568H435	X				4/21/2017	10/23/2017	1,942						0	267
22 T ROWE PRICE INST FLOAT	779568H402	X				7/3/2014	1/19/2017	1,389						0	-31
23 T ROWE PRICE INST FLOAT	779568H402	X				4/24/2014	1/19/2017	1,913						0	-44
24 T ROWE PRICE INST FLOAT	779568H402	X				4/22/2016	1/19/2017	2,013						0	38
25 STERLING CAPITAL STRATC	85911K546	X				6/20/2014	1/19/2017	1,151						0	57
26 STERLING CAPITAL STRATC	85911K546	X				6/20/2014	5/24/2017	4,988						0	307
27 STERLING CAPITAL STRATC	85911K546	X				11/24/2014	5/24/2017	3,796						0	382
28 STERLING CAPITAL STRATC	85911K546	X				8/26/2016	10/23/2017	365						0	51
29 DODGE & COX INT'L STOCK	859206103	X				11/13/2015	10/23/2017	1,795						0	323
30 DODGE & COX INT'L STOCK	859206103	X				1/22/2016	10/23/2017	221						0	67
31 DODGE & COX INCOME FDC	2578792008	X				4/21/2017	3,254							0	329
32 EATON VANCE GLOBAL MAC	2779233728	X				8/26/2018	1/19/2017	291						0	0
33 EATON VANCE GLOBAL MAC	2779233728	X				10/21/2015	10/23/2017	4,865						0	-235
34 EATON VANCE GLOBAL MAC	2779233728	X				4/22/2016	10/23/2017	356						0	-15
35 EATON VANCE GLOBAL MAC	2779233728	X				8/26/2018	10/23/2017	10,458						0	360
36 HARBOR CAPITAL APCTN	411511504	X				6/26/2018	1/19/2017	4,175						0	-128
37 HARBOR CAPITAL APCTN	411511504	X				4/21/2017	-	3,234						0	-10
38 JPMORGAN HIGH YLD D FUN	481200803	X				1/22/2015	1/19/2017	9,198						0	-235
39 JPMORGAN HIGH YIELD FUN	481200803	X				7/23/2015	1/19/2017	1,198						0	-67
40 HARBOR CAPITAL APCTN	411511504	X				6/26/2018	10/23/2017	2,044						0	-9
41 HARBOR CAPITAL APCTN	411511504	X				10/28/2014	10/23/2017	5,023						0	863
42 JPMORGAN HIGH YIELD FUN	481200803	X				1/23/2014	1/19/2017	1,034						0	-91
43 INV BALANCE RISK COMM S	008819508	X				8/26/2016	1/19/2017	5,222						0	31
44 AMER CENT SMALL CAP GRY	025083320	X				7/23/2015	1/19/2017	1,259						0	-45
45 AMER CENT SMALL CAP GRY	025083320	X				5/24/2017	8,621							0	344
46 ARTISAN INTERNATIONAL FUND	04314H402	X				8/26/2011	10/23/2017	18,372						0	4,934
47 ARTISAN INTERNATIONAL FUND	04314H402	X				1/19/2017	4/21/2017	704						0	317
48 ARTISAN MID CAP FUNDS	04314H402	X				6/20/2014	10/23/2017	0						0	-119
49 BLACKROCK GL US CREDIT	091938372	X				1/22/2015	1/19/2017	773						0	0
50 CREDIT SUISSE COMM RET	25544R305	X				1/23/2014	1/19/2017	2,353						0	-961
51 CREDIT SUISSE COMM RET	25544R305	X				1/22/2015	1/19/2017	2,093						0	294
52 CREDIT SUISSE COMM RET	25544R305	X				1/13/2015	1/19/2017	985						0	910
53 DODGE & COX INT'L STOCK	256206103	X				7/26/2006	1/19/2017	1,052						0	-13
54 DODGE & COX INT'L STOCK	256206103	X				11/3/2015	1/19/2017	284						0	-7

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

		1,138	0	0	1,138
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,138			1,138

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

	1,363	0	0	1,363
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 GRANT ADMINISTRATION FEES	1,363			1,363

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

		211	163	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	163	163		
2	ESTIMATED EXCISE PAYMENTS	48			

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

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				0	458,547 537,100
2	DODGE & COX INCOME FD COM 147		0	21,523 22,602	
3	HARBOR CAPITAL APRCTN-INST 2012		0	35,443 57,779	
4	ARTISAN MID CAP FUND-INSTL 1333		0	22,011 22,598	
5	MET WEST TOTAL RETURN BOND CL 151		0	49,756 49,119	
6	FID ADV EMER MKTS INC- CL 1607		0	31,697 32,953	
7	DODGE & COX INTL STOCK FD 1048		0	12,205 19,295	
8	AMER CENT SMALL CAP GRWTH INST 333		0	7,165 9,003	
9	MFS VALUE FUND-CLASS I 893		0	42,920 61,638	
10	JP MORGAN MID CAP VALUE-I 758		0	17,807 25,736	
11	STERLING CAPITAL STRATTON SMALL CA		0	6,866 7,937	
12	T ROWE PRO OVERSEAS STOCK-I #521		0	16,804 19,461	
13	T ROWE PRO REAL ESTATE-I #432		0	29,602 30,571	
14	ASG GLOBAL ALTERNATIVES-Y 1993		0	11,357 11,561	
15	VANGUARD REIT VIPER		0	5,169 8,298	
16	AQR MANAGED FUTURES STR-I		0	18,785 17,268	
17	VANGUARD INFLAT-PROT SECS-ADM 511		0	3,540 3,497	
18	JPMORGAN HIGH YIELD FUND SS 3580		0	7,009 7,326	
19	T ROWE PRICE INST FLOAT RATE 170		0	3,388 3,403	
20	EATON VANCE GLOB MACRO ADV-I 208		0	16,804 16,240	
21	BLACKROCK GL LS CREDIT-K #1940		0	19,194 19,368	
22	OPPENHEIMER DEVELOPING MKT-I 799		0	26,218 33,911	
23	JOHN HANCOCK II-CURR STR-I 3643		0	11,198 11,187	
24	SPDR DJ WILSHIRE INTERNATIONAL REA		0	15,298 17,492	
25	NEUBERGER BERMAN LONG SH-INS #183		0	26,788 28,857	

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

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

1	MUTUAL FUND TIMING DIFFERENCE	1	8
2	PY RETURN OF CAPITAL ADJUSTMENT	2	241
3	COST BASIS ADJUSTMENT	3	1
4	Total	4	250

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

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

Check "X" if Business	Name	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
<input checked="" type="checkbox"/>	Wells Fargo Bank N A Trust Tax D	6325 S RAINBOW BLVD STE 300	LAS VEGAS	NV	89118		TRUSTEE	SEE ATTAC	8,894	8,894	

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

	Date	Amount
1 Credit from prior year return		25
2 First quarter estimated tax payment	5/10/2017	48
3 Second quarter estimated tax payment		3
4 Third quarter estimated tax payment		4
5 Fourth quarter estimated tax payment		5
6 Other payments		0
7 Total		73

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

1	Distributable amounts for 2016 that remained undistributed at the beginning of the 2017 tax year	1	10,728
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	10,728

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.