

Form 990-PF

## Return of Private Foundation

OMB No 1545-0052

2017

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

Do not enter social security numbers on this form as it may be made public.

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

, 2017, and ending

, 20

Name of foundation

ROBERT EARLL MCCONNELL FDN-CASH

A Employer identification number

59-6153509

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

Room/suite

B Telephone number (see instructions)

P.O. BOX 1501, NJ2-130-03-31

609-274-6834

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

PENNINGTON, NJ 08534-1501

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☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at

J Accounting method: ☒ Cash ☐ Accrual

end of year (from Part II, col (c), line

Other (specify)

16) \$ 2,256,126.

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

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)

	(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	39,122.	38,435.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	231,592.			
b Gross sales price for all assets on line 6a	1,979,253			
7 Capital gain net income (from Part IV, line 2)		231,592.		
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)	1,434.			STMT 2
12 Total. Add lines 1 through 11	272,148.	270,027.		
13 Compensation of officers, directors, trustees, etc.	3,600.	NONE		3,600.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	2,500.	NONE	NONE	2,500.
17 Other professional fees (attach schedule)	28,180.	16,908.		11,272.
18 Interest				
19 Taxes (attach schedule) (see instructions)	3,715.	1,380.		
20 Depreciation (attach schedule) and depletion				
21 Occupancy				
22 Travel, conferences, and meetings		NONE	NONE	
23 Printing and publications		NONE	NONE	
24 Other expenses (attach schedule)	520.	395.		125.
25 Total operating and administrative expenses. Add lines 13 through 23.	38,515.	18,683.	NONE	17,497.
26 Contributions, gifts, grants paid	150,000.			150,000.
27 Total expenses and disbursements. Add lines 24 and 25.	188,515.	18,683.	NONE	167,497.
28 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	83,633.			
b Net investment income (if negative, enter -0-)		251,344.		
c Adjusted net income (if negative, enter -0-)				

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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 . . . . .	712.	568.	568.
	2	Savings and temporary cash investments . . . . .	151,264.	150,654.	150,654.
	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 ▶ . . . . . NONE			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments - U S and state government obligations (attach schedule) . . . . . STMT 7	235,101.	176,753.	175,524.
	b	Investments - corporate stock (attach schedule) . . . . . STMT 8	1,208,076.	1,173,871.	1,478,738.
	c	Investments - corporate bonds (attach schedule) . . . . . STMT 15	47,272.	177,858.	176,559.
	11	Investments - land, buildings, and equipment basis ▶ . . . . .			
Liabilities		Less accumulated depreciation ▶ (attach schedule) . . . . .			
	12	Investments - mortgage loans . . . . .			
	13	Investments - other (attach schedule) . . . . . STMT 16	205,472.	250,466.	274,083.
	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) . . . . .	1,847,897.	1,930,170.	2,256,126.
	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
Net Assets or Fund Balances	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ . . . . .)			
	23	Total liabilities (add lines 17 through 22) . . . . .			NONE
		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 . . . . .	1,847,897.	1,930,170.	
	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) . . . . .	1,847,897.	1,930,170.	
	31	Total liabilities and net assets/fund balances (see instructions) . . . . .	1,847,897.	1,930,170.	

## 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	1,847,897.
2	Enter amount from Part I, line 27a . . . . .	2	83,633.
3	Other increases not included in line 2 (itemize) ▶ . . . . .	3	
4	Add lines 1, 2, and 3 . . . . .	4	1,931,530.
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT . . . . .	5	1,360.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	1,930,170.

**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.)**1 a PUBLICLY TRADED SECURITIES**

<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> 1,979,126.		1,747,534.	231,592.
<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) FMV 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>			231,592.
<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>	231,592.
<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>	

**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	131,810.	2,099,039.	0.062795
2015	175,278.	2,245,156.	0.078069
2014	175,192.	2,294,825.	0.076342
2013	222,198.	2,274,099.	0.097708
2012	172,912.	2,152,218.	0.080341

<b>2</b> Total of line 1, column (d) . . . . .	<b>2</b>	0.395255
<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>	0.079051
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5 . . . . .	<b>4</b>	2,232,826.
<b>5</b> Multiply line 4 by line 3. . . . .	<b>5</b>	176,507.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) . . . . .	<b>6</b>	2,513.
<b>7</b> Add lines 5 and 6 . . . . .	<b>7</b>	179,020.
<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>	167,497.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . .			
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	1	5,027.	
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	2	NONE	
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	3	5,027.	
3 Add lines 1 and 2 . . . . .	4	NONE	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	5	5,027.	
5 Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	6		
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017 . . . . .	6a	2,335.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	3,895.	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments Add lines 6a through 6d . . . . .	7	6,230.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	1,203.	
11 Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> 1,203. Refunded <input type="checkbox"/> 11	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition . . . . .		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		
c Did the foundation file Form 1120-POL for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .		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 . . . . .		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .		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? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered See instructions <input type="checkbox"/> FL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV If "Yes," complete Part XIV . . . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

Form 990-PF (2017)

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

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions . . . . .		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 . . . . .		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► US TRUST FIDUCIARY TAX SERVICES Telephone no ► (609) 274-6834 Located at ► 1300 MERRILL LYNCH DRIVE, PENNINGTON, NJ ZIP+4 ► 08534		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here . . . . . and enter the amount of tax-exempt interest received or accrued during the year . . . . .		15
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . . See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ►		X

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

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

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

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

		Yes	No
<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 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		
	Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	
<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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	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?		<input checked="" type="checkbox"/>
	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?		

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

(a) Name and address	(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
SEE STATEMENT 17		3,600.		

**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		NONE	NONE	NONE

<b>Total number of other employees paid over \$50,000</b>	<b>NONE</b>
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Form 990-PF (2017)

**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		NONE
Total number of others receiving over \$50,000 for professional services . . . . .		NONE

**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 . . . . .	

**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>	2,066,658.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	200,170.
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	2,266,828.
<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>	NONE
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	2,266,828.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	34,002.
<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>	2,232,826.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	111,641.

**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>	111,641.
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5 . . . . . <b>2a</b>		5,027.
<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>	5,027.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	106,614.
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	106,614.
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	NONE
<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>	106,614.

**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>	167,497.
<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>	NONE
<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>	NONE
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	NONE
<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>	167,497.
<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>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	167,497.

**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 . . . . .				106,614.
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only. . . . .			NONE	
<b>b</b> Total for prior years 20____, 20____, 20____		NONE		
<b>3</b> Excess distributions carryover, if any, to 2017				
<b>a</b> From 2012 . . . . .	66,837.			
<b>b</b> From 2013 . . . . .	114,723.			
<b>c</b> From 2014 . . . . .	64,013.			
<b>d</b> From 2015 . . . . .	66,789.			
<b>e</b> From 2016 . . . . .	29,193.			
<b>f</b> Total of lines 3a through e . . . . .	341,555.			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 167,497.				
<b>a</b> Applied to 2016, but not more than line 2a . . . . .			NONE	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2017 distributable amount. . . . .				106,614.
<b>e</b> Remaining amount distributed out of corpus. . . . .	60,883.			
<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) )	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	402,438.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .		NONE		
<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 . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .			NONE	
<b>f</b> Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018. . . . .				NONE
<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) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) . . . . .	66,837.			
<b>9</b> Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a . . . . .	335,601.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2013 . . . . .	114,723.			
<b>b</b> Excess from 2014 . . . . .	64,013.			
<b>c</b> Excess from 2015 . . . . .	66,789.			
<b>d</b> Excess from 2016 . . . . .	29,193.			
<b>e</b> Excess from 2017 . . . . .	60,883.			

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

NOT APPLICABLE

**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)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

**b** 85% of line 2a . . . . .

**c** Qualifying distributions from Part XII, line 4 for each year listed . . . . .

**d** Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .

**e** Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .

**3** Complete 3a, b, or c for the alternative test relied upon

**a** "Assets" alternative test - enter:

(1) Value of all assets . . . . .

(2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .

**b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .

**c** "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .

(3) Largest amount of support from an exempt organization . . . . .

(4) Gross investment income . . . . .

**Part XV Supplementary Information** (Complete this part only if the 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))

N/A

**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

N/A

**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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
SEE STATEMENT 30				150,000.
<b>Total</b> . . . . .			<b>3a</b>	150,000.
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			<b>3b</b>	

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	
		14	39,122.	
		18	231,592.	
		1	1,434.	
			272,148.	
			13	272,148.

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



## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	838.	838.
FOREIGN DIVIDENDS	13,503.	13,503.
NONDIVIDEND DISTRIBUTIONS	687.	
DOMESTIC DIVIDENDS	16,319.	16,319.
OTHER INTEREST	635.	635.
FOREIGN INTEREST	658.	658.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE	1,920.	1,920.
BOND PREMIUM AMORTIZATION-OTHER INTEREST	-111.	-111.
BOND PREMIUM AMORTIZATION-U.S. GOVERNMENT	-62.	-62.
BOND PREMIUM AMORTIZATION - FOREIGN INTE	-232.	-232.
NONQUALIFIED FOREIGN DIVIDENDS	414.	414.
NONQUALIFIED DOMESTIC DIVIDENDS	4,553.	4,553.
TOTAL	39,122.	38,435.

FORM 990PF, PART I - OTHER INCOME  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL TAX REFUND	1,434.
	-----
TOTALS	1,434.
	=====

FORM 990PF, PART I - ACCOUNTING FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE	2,500.			2,500.
TOTALS	2,500.	NONE	NONE	2,500.
	=====	=====	=====	=====



FORM 990PF, PART I - OTHER PROFESSIONAL FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
UST-MLT FEES AS AGENT	14,052.	8,431.	5,621.
UST-MLT FEES AS AGENT	14,128.	8,477.	5,651.
	-----	-----	-----
TOTALS	28,180.	16,908.	11,272.
	=====	=====	=====

FORM 990PF, PART I - TAXES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	1,354.	1,354.
EXCISE TAX ESTIMATES	2,335.	
FOREIGN TAXES ON NONQUALIFIED	26.	26.
TOTALS	3,715.	1,380.
	=====	=====

ROBERT EARLL MCCONNELL FDN-CASH

59-6153509

FORM 990PF, PART I - OTHER EXPENSES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
DIVIDEND INVESTMENT EXPENSE	395.	395.	
FOUNDATION EXPENSE	125.		125.
TOTALS	----- 520. =====	----- 395. =====	----- 125. =====

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59-6153509

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS  
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
912828Q45 US TREASURY NOTE		9,004.	8,989.
912828C3 US TREASURY NOTE		18,002.	17,890.
912828T83 US TREASURY NOTE		26,967.	26,778.
912828V56 US TREASURY NOTE		23,966.	23,817.
912828W30 US TREASURY NOTE		33,918.	33,721.
459058DL4 INTL BK RECON & DEVL		7,073.	6,996.
912828Q52 US TREASURY NOTE		10,000.	9,876.
912828XS4 US TREASURY NOTE		24,983.	24,793.
912828L32 US TREASURY NOTE		22,840.	22,664.
BEGBALANCE	235,101.		
	-----	-----	-----
TOTALS	235,101.	176,753.	175,524.
	=====	=====	=====

ROBERT EARLL MCCONNELL FDN-CASH

59-6153509

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
452308109 ILLINOIS TOOL WORKS		5,458.	6,340.
26875P101 EOG RES INC		7,248.	8,741.
806407102 SCHEIN HENRY INC		1,267.	2,795.
526107107 LENNOX INTL INC		4,263.	5,623.
48020Q107 JONES LANG LASALLE I		3,670.	4,468.
426281101 HENRY JACK & ASSOC I		2,375.	6,082.
654090109 NIDEC CORP		1,619.	3,656.
560877300 MAKITA CORP ADR NEW		1,511.	2,491.
358029106 FRESENIUS MED CARE A		1,702.	2,470.
297284200 ESSILOR INTL SA		969.	1,242.
12562Y100 CK HUTCHISON HOLDING		2,299.	3,854.
05946K101 BANCO BILBAO VIZCAYA		3,202.	3,927.
92826C839 VISA INC CL A SHRS		16,360.	19,155.
244199105 DEERE & COMPANY		8,339.	10,486.
949746101 WELLS FARGO & CO NEW		6,895.	16,138.
907818108 UNION PACIFIC CORP		12,450.	15,422.
641069406 NESTLE S A SPONSORED		12,976.	13,067.
294429105 EQUIFAX INC		5,883.	6,250.
125509109 CIGNA CORP COM		7,303.	8,733.
989825104 ZURICH INSURANCE GRO		1,244.	2,311.
92937A102 WPP PLC NEW/ADR		1,888.	2,988.
92857W308 VODAFONE GROUP PLC S		4,442.	4,594.
889110102 TOKYO ELECTRON LTD S		1,422.	4,951.
803054204 SAP AKTIENGESELLSCHA		3,589.	5,618.
74435K204 PRUDENTIAL PLC ADR		2,733.	4,926.
92220P105 VARIAN MED SYS INC		8,661.	10,670.
89400J107 TRANSUNION		5,811.	8,574.
81761R109 SERVICEMASTER GLOBAL		3,797.	5,076.
68389X105 ORACLE CORPORATION		17,176.	16,595.

ROBERT EARLL MCCONNELL FDN-CASH

59-6153509

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
156782104 CERNER CORP COM		6,897.	7,346.
052769106 AUTODESK INC COM		11,865.	11,636.
957090103 WESTAMERICA BANCORPO		2,097.	2,858.
904214103 UMPQUA HLDGS CORP		2,659.	4,035.
45167R104 IDEX CORP COM		1,992.	6,730.
257651109 DONALDSON CO INC COM		2,301.	3,475.
03852U106 ARAMARK HLDGS CORP		6,784.	8,249.
03662Q105 ANSYS INC		5,783.	10,331.
786584102 SAFRAN SA-UNSPON		3,239.	4,326.
684060106 ORANGE		3,210.	3,393.
654802206 NITTO DENKO CORP ADR		3,062.	3,639.
606783207 MITSUBISHI ESTATE		2,074.	2,096.
471105205 JAPAN TOBACCO INC		2,097.	2,169.
23304Y100 DBS GROUP HLDGS LTD		3,591.	5,077.
05382A104 AVIVA PLC SHS		2,529.	2,494.
00435F309 ACCOR SA SHS		2,412.	2,546.
001317205 AIA GROUP LTD		3,324.	4,416.
191216100 COCA-COLA CO USD		9,300.	9,451.
053015103 AUTOMATIC DATA PROCE		2,681.	3,047.
032654105 ANALOG DEVICES INC		1,445.	1,603.
718172109 PHILIP MORRIS INTL I		23,433.	23,983.
693506107 PPG INDUSTRIES INC		15,963.	19,392.
666807102 NORTHROP GRUMMAN COR		8,837.	10,435.
438516106 HONEYWELL INTL INC		10,609.	12,115.
23355L106 DXC TECHNOLOGY CO		7,558.	8,541.
20030N101 COMCAST CORP NEW CL		14,149.	15,700.
H1467J104 CHUBB LTD		18,312.	18,412.
G29183103 EATON CORP PLC		11,811.	12,168.
515098101 LANDSTAR SYS INC		2,451.	4,268.

ROBERT EARLL MCCONNELL FDN-CASH

59-6153509

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
366651107 GARTNER INC NEW CL A		3,023.	5,542.
04316A108 ARTISAN PARTNERS ASS		1,183.	1,422.
904784709 UNILEVER NV NY SHARE		5,630.	6,871.
80687P106 SCHNEIDER ELEC SA		3,996.	4,101.
404280406 HSBC HLDGS PLC		4,788.	5,371.
055262505 BASF AG		3,936.	4,478.
883556102 THERMO ELECTRON CORP		7,530.	8,165.
713448108 PEPSICO INC		8,341.	11,512.
631103108 NASDAQ STOCK MARKET		6,775.	7,299.
172967424 CITIGROUP INC COM NE		18,941.	21,579.
G1151C101 ACCENTURE PLC SHS		19,249.	23,729.
66987V109 NOVARTIS AG SPNSRD A		9,971.	10,999.
48667L106 KDDI CORP SHS		2,897.	3,488.
204319107 CIE FINANCIERE RICHE		2,621.	3,757.
054536107 AXA ADR		1,691.	2,818.
G87110105 TECHNIPFMC PLC REG S		1,668.	1,973.
911312106 UNITED PARCEL SVC IN		7,290.	7,864.
747525103 QUALCOMM INC		11,579.	11,139.
30303M102 FACEBOOK INC		19,163.	23,469.
02079K305 ALPHABET INC SHS		8,405.	10,534.
902973304 US BANCORP DEL		11,069.	16,663.
882508104 TEXAS INSTRUMENTS IN		9,182.	12,115.
693475105 PNC FINANCIAL SERVIC		8,012.	15,872.
59156R108 METLIFE INC		8,298.	8,747.
46625H100 J P MORGAN CHASE & C		26,174.	31,226.
50586V108 LAFARGEHOLCIM LTD SH		2,630.	3,385.
502441306 LVMH MOET HENNESSY L		2,906.	4,755.
12514G108 CDW CORP		4,448.	7,435.
09227Q100 BLACKBAUD INC		1,619.	6,803.

ROBERT EARLL MCCONNELL FDN-CASH

59-6153509

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
084423102 BERKLEY W R CORP		5,624.	6,878.
874039100 TAIWAN SEMICONDUCTOR		2,664.	5,432.
780259107 ROYAL DUTCH SHELL PLC		4,278.	6,761.
500458401 KOMATSU LTD NEW		3,171.	4,493.
210771200 CONTINENTAL AG SPONS		4,938.	5,819.
126132109 CNOOC LTD SPONSORED		3,001.	3,445.
110448107 BRITISH AMERICAN TOB		2,778.	4,220.
088606108 BHP BILLITON LIMITED		3,236.	3,633.
000375204 ABB LTD		3,196.	3,353.
N07059210 ASML HLDG NV NY REG		2,604.	5,041.
H42097107 UBS GROUP AG NAMEN-A		4,267.	4,818.
806857108 SCHLUMBERGER LIMITED		26,460.	27,765.
61174X109 MONSTER BEVERAGE SHS		11,998.	14,620.
594918104 MICROSOFT CORP COM		8,491.	10,179.
302130109 EXPEDITORS INTL WASH		8,794.	10,092.
23636T100 DANONE-SPONS		10,661.	11,471.
98389B100 XCEL ENERGY INC		8,138.	8,275.
674599105 OCCIDENTAL PETROLEUM		4,735.	5,745.
478160104 JOHNSON & JOHNSON CO		20,623.	26,128.
370334104 GENERAL MILLS INC CO		10,082.	11,443.
31620M106 FIDELITY NATL INFO S		10,914.	11,949.
G51502105 JOHNSON CTLS INTL PL		11,522.	12,157.
G02602103 AMDocs LIMITED		2,442.	2,488.
896239100 TRIMBLE NAV LTD		2,897.	3,901.
79546E104 SALLY BEAUTY HLDGS I		3,781.	4,709.
749685103 RPM INTERNATIONAL IN		3,048.	3,302.
303250104 FAIR ISSAC & CO INC		1,200.	6,588.
142339100 CARLISLE COMPANIES I		2,562.	6,819.
17275R102 CISCO SYS INC		14,568.	17,120.



ROBERT EARLL MCCONNELL FDN-CASH

59-6153509

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
025816109 AMERICAN EXPRESS COM		4,572.	5,363.
023135106 AMAZON COM INC		22,037.	25,728.
01609W102 ALIBABA GROUP HOLDIN		19,106.	22,243.
89417E109 TRAVELERS COS INC		8,065.	12,343.
58155Q103 MCKESSON CORPORATION		7,221.	8,109.
337738108 FISERV INC COM		7,039.	7,474.
222070203 COTY INC CL A		5,257.	6,086.
G6095L109 APTIV PLC SHS		7,671.	8,907.
784117103 SEI INVESTMENTS CO		13,760.	21,774.
562750109 MANHATTAN ASSOCS INC		5,750.	6,787.
497266106 KIRBY CORP		4,741.	5,544.
384109104 GRACO INC		1,159.	3,527.
171340102 CHURCH & DWIGHT CO I		1,532.	4,264.
008252108 AFFILIATED MANAGERS		4,906.	7,389.
767204100 RIO TINTO PLC SPON A		5,073.	5,716.
631512209 NASPERS LTD SHS CL N		1,808.	3,339.
456837103 ING GROEP N V SPONSO		2,837.	4,873.
05565A202 BNP PARIBAS		3,412.	3,735.
049255706 ATLAS COPCO AB SPONS		3,367.	3,577.
010199305 AKZO NOBEL N V ADR		1,662.	2,302.
75886F107 REGENERON PHARMACEUT		8,555.	8,271.
02079K107 ALPHABET INC SHS		9,417.	10,464.
26441C204 DUKE ENERGY CORP NEW		12,762.	12,364.
G47791101 INGERSOLL-RAND PLC		6,485.	6,689.
G0408V102 AON PLC		10,144.	10,184.
96208T104 WEX INC		5,287.	7,485.
303075105 FACTSET RESH SYS INC		6,925.	10,602.
24906P109 DENTSPLY SIRONA INC		2,645.	5,069.
090572207 BIO RAD LABS INC CL		2,718.	6,921.

ROBERT EARLL MCCONNELL FDN-CASH

59-6153509

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
42550U208 HENKEL KGAA SPN ADR		2,117.	2,386.
879369106 TELEFLEX INC		5,440.	10,450.
655663102 NORDSON CORP		4,149.	4,978.
570535104 MARKEL CORPORATION H		4,110.	11,391.
217204106 COPART INC		1,316.	3,930.
198516106 COLUMBIA SPORTSWEAR		3,274.	4,528.
11133T103 BROADRIDGE FINL		2,941.	4,620.
09073M104 BIO TECHNE CORP COM		3,380.	4,146.
00508Y102 ACUITY BRANDS INC		2,166.	6,160.
98313R106 WYNN MACAU LTD SHS		1,809.	2,743.
82481R106 SHIRE PHARMACEUTICAL		1,420.	1,551.
824551105 SHIN-ETSU CHEM-UNSP		2,754.	4,364.
80105N105 SANOFI-SYNTHELABO		3,713.	3,612.
670100205 NOVO NORDISK A/S ADR		12,762.	15,242.
501173207 KUBOTA LTD ADR		2,178.	3,849.
438128308 HONDA MOTOR ADR NEW		3,558.	4,158.
40415F101 HDFC BK LTD		2,270.	2,542.
12082W204 BURBERRY GROP PLC-SP		2,204.	3,000.
056752108 BAIDU.COM		1,912.	2,576.
03524A108 ANHEUSER-BUSCH INBEV		1,978.	2,789.
988498101 YUM BRANDS INC		5,753.	6,284.
742718109 PROCTER & GAMBLE CO		9,234.	9,556.
913017109 UNITED TECHNOLOGIES		12,175.	13,267.
857477103 STATE ST CORP COM		7,303.	7,906.
38141G104 GOLDMAN SACHS GROUP		16,956.	19,362.
617700109 MORNINGSTAR INC		2,974.	5,042.
445658107 HUNT JB TRANS SVCS I		4,272.	8,049.
302445101 FLIR SYS INC		2,033.	3,916.
038336103 APTARGROUP INC		2,446.	5,349.

ROBERT EARLL MCCONNELL FDN-CASH

59-6153509

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ----
307305102 FANUC LTD-UNSP		2,967.	3,870.
072730302 BAYER A G SPONSORED		4,454.	4,974.
018805101 ALLIANZ AKTIENGESSELL		2,340.	3,812.
98850P109 YUM CHINA HOLDINGS I		4,350.	4,362.
58933Y105 MERCK AND CO INC SHS		3,345.	3,489.
031162100 AMGEN INC		6,194.	6,260.
717081103 PFIZER INC COM		14,174.	15,104.
235851102 DANAHER CORP COMMON		8,999.	9,746.
039483102 ARCHER DANIELS MIDLA		7,776.	7,615.
G5960L103 MEDTRONIC PLC SHS		10,881.	18,169.
86562M209 SUMITOMO MITSUI-UNSP		3,478.	4,110.
771195104 ROCHE HLDG LTD SPONS		2,461.	3,884.
75955B102 RELX NV		1,776.	2,238.
72341E304 PING AN INS GROUP CO		1,461.	3,301.
BEGBALANCE			
	1,208,076.		
	-----	-----	-----
TOTALS	1,208,076.	1,173,871.	1,478,738.
	=====	=====	=====

ROBERT EARLL MCCONNELL FDN-CASH

59-6153509

FORM 990PF, PART II - CORPORATE BONDS  
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ----
718172BF5 PHILIP MORRIS INTL I		5,005.	4,991.
494368BS1 KIMBERLY-CLARK CORP		10,076.	9,948.
46623EKD0 JPMORGAN CHASE & CO		4,001.	4,000.
36164QMS4 GE CAPITAL INTL FUND		20,155.	19,908.
500769GR9 USD KFW		7,100.	6,960.
89236TCU7 TOYOTA MOTOR CREDIT		20,041.	19,911.
500769HC1 USD KFW		9,005.	8,881.
064159HM1 USD BANK NOVA SCOTIA		20,134.	20,013.
14912L6J5 CATERPILLAR FINANCIA		20,042.	19,906.
38141GRC0 GOLDMAN SACHS GROUP		4,002.	4,001.
949746RS2 WELLS FARGO & COMPAN		20,123.	19,991.
822582BV3 SHELL INTERNATIONAL		5,035.	5,021.
61761JVM8 MORGAN STANLEY		3,000.	3,000.
89114QAS7 USD TORONTO DOM BANK		10,059.	9,999.
78008S7D2 ROYAL BANK OF CANADA		20,080.	20,029.
BEGBALANCE	47,272.		
TOTALS	47,272.	177,858.	176,559.

ROBERT EARLL MCCONNELL FDN-CASH

59-6153509

FORM 990PF, PART II - OTHER INVESTMENTS  
=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	-----	---
922908751 VANGUARD SMALL CAP	C		12,507.	13,893.
464287226 ISHARES TR	C		24,689.	25,037.
922042775 VANGUARD FTSE ALL WO	C		43,740.	50,725.
921937827 VANGUARD SHORT TERM	C		19,788.	19,696.
921908844 VANGUARD DIVIDEND	C		34,233.	38,363.
46434V621 ISH TR CORE DIVID GR	C		9,471.	9,878.
921937819 VANGUARD INTERMEDIAT	C		14,771.	14,922.
922908629 VANGUARD MID-CAP ETF	C		19,917.	22,134.
78464A359 SPDR BARCLAYS CAPTL	C		12,394.	13,207.
922908363 VANGUARD 500 INDEX F	C		58,956.	66,228.
BEGBALANCE	C	205,472.		
		-----	-----	-----
TOTALS		205,472.	250,466.	274,083.
		=====	=====	=====

## FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

## OFFICER NAME:

JAMES S KELLY

## ADDRESS:

5637 BOAT WRIGHT CIRCLE  
WILLIAMSBURG, VA 23185

## TITLE:

EXECUTIVE VP

COMPENSATION .....

3,600.

## OFFICER NAME:

ANDREW POTT

## ADDRESS:

20560 FLATTOP CT  
ASHBURN, VA 20147

## TITLE:

TRUSTEE

## OFFICER NAME:

CAMERON BROOKS

## ADDRESS:

3 MAPLE DRIVE  
RYE, NY 10580

## TITLE:

TRUSTEE

## OFFICER NAME:

JENNIFER ARNDT

## ADDRESS:

1089 GILBERT STREET  
BOULDER, CO 80302

## TITLE:

TRUSTEE

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

POLLY MCCONNELL

ADDRESS:

6291 MIDWAY ROAD

CHARLOTTESVILLE, VA 22903

TITLE:

TRUSTEE

OFFICER NAME:

PETER M WAGNER

ADDRESS:

17 E HIGHLAND RD

HENRICO, VA 23229

TITLE:

PRESIDENT/TTEE

TOTAL COMPENSATION:

3,600.

=====

=====

## RECIPIENT NAME:

ST. JAMES EPISCOPAL CHURCH

## ADDRESS:

1205 W FRANKLIN ST  
RICHMOND, VA 23220

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 2,000.

## RECIPIENT NAME:

SANDWICH HOME INDUSTRIES

## ADDRESS:

PO BOX 164  
CTR SANDWICH, NH 03227-0164

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

## RECIPIENT NAME:

SQUAM LAKES ASSOCIATION

## ADDRESS:

PO BOX 204  
HOLDERNESS, NH 03245-0204

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 500.



=====

## RECIPIENT NAME:

SQUAM LAKES NATURAL SCIENCE CENTER

## ADDRESS:

PO BOX 173

HOLDERNESS, NH 03245

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 3,000.

## RECIPIENT NAME:

SANDWICH CHILD CARE CENTER, INC.

## ADDRESS:

54 MAPLE ST

CTR SANDWICH, NH 03227

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 4,500.

## RECIPIENT NAME:

LOON PRESERVATION COMMITTEE

## ADDRESS:

PO BOX 604

MOULTONBORO, NH 03254-0604

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
SQUAM LAKES CONSERVATION SOCIETY  
ADDRESS:  
PO BOX 696  
HOLDERNESS, NH 03245  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 2,500.

RECIPIENT NAME:  
LUND FAMILY CENTER, INC.  
ADDRESS:  
PO BOX 409  
BURLING, VT 05406  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
BRUNSWICK SCHOOL, INC.  
ADDRESS:  
100 MAHER AVE  
GREENWICH, CT 06830  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 5,000.

=====

## RECIPIENT NAME:

GREENWICH ACADEMY, INC.

## ADDRESS:

200 N MAPLE AVE

GREENWICH, CT 06830

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

## RECIPIENT NAME:

NATIONAL MULTIPLE SCLEROSIS SOCIETY

## ADDRESS:

733 THIRD AVE, 3RD FL

NEW YORK, NY 10017

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

## RECIPIENT NAME:

COLUMBIA-PRESBYTERIAN MEDICAL

CENTER FUND, INC.

## ADDRESS:

630 W 168TH ST

NEW YORK, NY 10027

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 3,000.

=====

## RECIPIENT NAME:

NEW YORK STEM CELL FOUNDATION, INC.

## ADDRESS:

619 WEST 54TH ST, 3RD FL  
NEW YORK, NY 10019

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 12,000.

## RECIPIENT NAME:

TRUSTEES OF THE LAWRENCEVILLE  
SCHOOL

## ADDRESS:

2500 MAIN ST  
LAWRENCEVILLE, NJ 08648

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

## RECIPIENT NAME:

GEORGIA HIGHLANDS COLLEGE  
FOUNDATION, INC.

## ADDRESS:

3175 CEDARTOWN HWY SE  
ROME, GA 30161

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 9,000.

=====

## RECIPIENT NAME:

COLORADO EDUCATION INITIATIVE

## ADDRESS:

600 17TH ST #1400N

DENVER, CO 80202

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

## RECIPIENT NAME:

GEORGIA'S FRIENDS

## ADDRESS:

911 E JEFFERSON ST

CHARLOTTESVILLE, VA 22902

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 3,000.

## RECIPIENT NAME:

MIDDLEBURG FISH

## ADDRESS:

PO BOX 1909

MIDDLEBURG, VA 20118

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 6,000.

RECIPIENT NAME:  
JAMESTOWN YORKTOWN FOUNDATION  
ADDRESS:  
PO BOX 3605  
WILLIAMSBURG, VA 23187  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 4,000.

RECIPIENT NAME:  
GENESIS RECOVERY  
ADDRESS:  
7373 UNIVERSITY AVE #113  
LA MESA, CA 91942-0523  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 14,000.

RECIPIENT NAME:  
SANCTUARY RESCUE GROUP OF VIRGINIA, INC.  
ADDRESS:  
PO BOX 4940  
MIDLOTHIAN, VA 23112-0016  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
UNRESTRICTED GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 3,000.

=====

## RECIPIENT NAME:

VIRGINIA MUSEUM OF FINE ARTS  
FOUNDATION

## ADDRESS:

200 NORTH BLVD  
RICHMOND, VA 23220

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

## RECIPIENT NAME:

POLICE FOUNDATION

## ADDRESS:

1201 CONNECTICUT AVE NW #200  
WASHINGTON, DC 20036-2636

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 2,500.

## RECIPIENT NAME:

BLUE RIDGE AREA FOOD BANK, INC.

## ADDRESS:

PO BOX 937  
VERONA, VA 24482

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 6,000.

=====

## RECIPIENT NAME:

HOSPICE OF THE PIEDMONT

## ADDRESS:

675 PETER JEFFERSON PKWY #300

CHARLOTTESVILLE, VA 22911

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 10,000.

## RECIPIENT NAME:

NATURE CONSERVANCY

## ADDRESS:

4245 N FAIRFAX DR

ARLINGTON, VA 22203

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 4,000.

## RECIPIENT NAME:

VALENTINE MUSEUM

## ADDRESS:

1015 E CLAY ST

RICHMOND, VA 23219

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 2,000.



=====

## RECIPIENT NAME:

LEGAL AID JUSTICE CENTER

## ADDRESS:

1000 PRESTON AVE, STE A

CHARLOTTESVILLE, VA 22903-2156

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 4,000.

## RECIPIENT NAME:

BOYS &amp; GIRLS CLUBS OF CENTRAL

VIRGINIA

## ADDRESS:

PO BOX 707

CHARLOTTESVILLE, VA 22902

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 7,000.

## RECIPIENT NAME:

RECTOR &amp; VISITORS OF THE UNIVERSITY

OF VIRGINIA

## ADDRESS:

914 EMMET ST N

CHARLOTTESVILLE, VA 22903

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 3,000.

=====

## RECIPIENT NAME:

RICHMOND BALLET, INC.

## ADDRESS:

407 EAST CANAL ST  
RICHMOND, VA 23219

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

## RECIPIENT NAME:

KIVA CENTER

## ADDRESS:

2145 UPLAND AVE  
BOULDER, CO 80304

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 3,000.

## RECIPIENT NAME:

SALMON LIBRARY ASSOCIATION

## ADDRESS:

300 MAIN ST  
SALMON, ID 83467

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

## RECIPIENT NAME:

WHITEWATER THERAPEUTIC & RECREATIONAL  
RIDING ASSOCIATION

## ADDRESS:

PO BOX 1443  
SALMON, ID 83467

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

## RECIPIENT NAME:

UNIVERSITY OF COLORADO FOUNDATION

## ADDRESS:

1800 N GRANT ST #725  
DENVER, CO 80203

## RELATIONSHIP:

N/A

## PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 2,000.

TOTAL GRANTS PAID:

150,000.

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