

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

Name of foundation QUAIL ROOST FOUNDATION		A Employer identification number 76-0754268	
Number and street (or P O box number if mail is not delivered to street address) 16 E LANCASTER AVENUE SUITE 102		Room/suite	B Telephone number (see instructions) (575) 770-8247
City or town, state or province, country, and ZIP or foreign postal code ARDMORE, PA 19003		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,387,074	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	24,135	24,135	24,135	
	4 Dividends and interest from securities	85,409	85,409	85,409	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	163,117			
	b Gross sales price for all assets on line 6a 1,157,880				
	7 Capital gain net income (from Part IV, line 2)		163,117		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	272,661	272,661	109,544	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	5,800	2,900		2,900
	c Other professional fees (attach schedule)	63,502	38,566		24,936
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,000			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	8,458	846		7,612
	22 Printing and publications				
	23 Other expenses (attach schedule)	4,177	393		3,784
	24 Total operating and administrative expenses. Add lines 13 through 23	82,937	42,705		39,232
	25 Contributions, gifts, grants paid	245,500			245,500
	26 Total expenses and disbursements. Add lines 24 and 25	328,437	42,705		284,732
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-55,776			
	b Net investment income (if negative, enter -0-)		229,956		
c Adjusted net income (if negative, enter -0-)				109,544	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	114,545	115,610	115,610
	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	1,000		
	10a Investments—U S and state government obligations (attach schedule)	537,958	507,445	505,372
	b Investments—corporate stock (attach schedule)	2,098,155	2,192,119	2,800,882
	c Investments—corporate bonds (attach schedule)	1,082,071	962,779	965,210
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,833,729	3,777,953	4,387,074	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable.			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule).			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)		0	
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			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	3,833,729	3,777,953	
	30 Total net assets or fund balances (see instructions)	3,833,729	3,777,953	
31 Total liabilities and net assets/fund balances (see instructions) .	3,833,729	3,777,953		

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	3,833,729
2 Enter amount from Part I, line 27a	2	-55,776
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	3,777,953
5 Decreases not included in line 2 (itemize) ▶ _____	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	3,777,953

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a PUBLICLY TRADED SECURITIES	P		
b PUBLICLY TRADED SECURITIES	P		
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 420,175		423,455	-3,280
b 702,043		571,308	130,735
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			-3,280
b			130,735
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	163,117
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	

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

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

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

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

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	431,935	4,162,765	0 103762
2015	344,599	4,628,408	0 074453
2014	342,303	4,871,367	0 070268
2013	233,108	4,826,557	0 048297
2012	213,482	4,654,224	0 045868
2 Total of line 1, column (d)			0 342648
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			0 068530
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4,224,369
5 Multiply line 4 by line 3			289,496
6 Enter 1% of net investment income (1% of Part I, line 27b)			2,300
7 Add lines 5 and 6			291,796
8 Enter qualifying distributions from Part XII, line 4			284,732

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 <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	4,599
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	4,599
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	4,599
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	610
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	4,599
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	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

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

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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>QUAILROOSTFOUNDATION.ORG</u>	13	Yes	
14	The books are in care of ► <u>PEMBROKE PHILANTHROPY ADVISORS</u> Telephone no ► <u>(610) 896-3868</u>			


Located at ► 16 E LANCASTER AVENUE SUITE 102 ARDMORE PAZIP+4 ► 19003

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here	<input type="checkbox"/>		
	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?	16	Yes	No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ►			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

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

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<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 checked="" type="checkbox"/> Yes <input 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	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	No	
	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?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
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?	6b	No	
	<i>If "Yes" to 6b, file Form 8870</i>			
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		

Part VIII

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

1

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

2

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

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

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

▶

3

Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

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

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

▶

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions	
3	

Total. Add lines 1 through 3

▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	4,178,287
b	Average of monthly cash balances.	1b	110,412
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	4,288,699
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	4,288,699
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	64,330
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	4,224,369
6	Minimum investment return. Enter 5% of line 5.	6	211,218

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	211,218
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	4,599
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,599
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	206,619
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	206,619
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	206,619

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	284,732
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	284,732
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	284,732

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				206,619
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.				
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.			103,839	
d From 2015.			113,981	
e From 2016.			224,577	
f Total of lines 3a through e.	442,397			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 284,732				
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.				206,619
e Remaining amount distributed out of corpus	78,113			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	520,510			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				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).				
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	520,510			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.			103,839	
c Excess from 2015.			113,981	
d Excess from 2016.			224,577	
e Excess from 2017.			78,113	

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

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

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))

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

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

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

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

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

- c** Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	245,500
b <i>Approved for future payment</i>				
Total			3b	

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			14	24,135	
4 Dividends and interest from securities.			14	85,409	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	163,117	
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). . .				272,661	
13 Total. Add line 12, columns (b), (d), and (e).			13		272,661

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

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

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

b If "Yes," complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	***** Signature of officer or trustee	2018-06-20 Date	***** Title

May the IRS discuss this return with the preparer shown below
 (see instr.)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	FRED L DOERR CPA		2018-06-26		P00071010
	Firm's name ► PURVIS GRAY & COMPANY LLP				Firm's EIN ► 59-0548468
Firm's address ► 2347 SE 17TH STREET OCALA, FL 34471				Phone no. (352) 732-3872	

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
FRED DOERR	TRUSTEE 2 00	0	0	0
16 E LANCASTER AVE SUITE 102 ARDMORE, PA 19003				
JEFF SANDERS	SECRETARY 2 00	0	0	0
16 E LANCASTER AVENUE SUITE 102 ARDMORE, PA 19003				
MEHDI SHELHAMER	VICE-CHAIR 1 00	0	0	0
16 E LANCASTER AVENUE SUITE 102 ARDMORE, PA 19003				
H'KRIH SHELHAMER	TRUSTEE 1 00	0	0	0
16 E LANCASTER AVENUE SUITE 102 ARDMORE, PA 19003				
CAROL WHITE	TRUSTEE 2 00	0	0	0
16 E LANCASTER AVENUE SUITE 102 ARDMORE, PA 19003				
HA WHITE	CHAIRMAN 5 00	0	0	0
16 E LANCASTER AVENUE SUITE 102 ARDMORE, PA 19003				
KERRY HEUBECK	EMERITUS TRU 1 00	0	0	0
16 E LANCASTER AVENUE SUITE 102 ARDMORE, PA 19003				
SANJAY POOVANDAN	TREASURER 2 00	0	0	0
16 E LANCASTER AVENUE SUITE 102 ARDMORE, PA 19003				
AIMEE SCHUMM	TRUSTEE 1 00	0	0	0
16 E LANCASTER AVE SUITE 102 ARDMORE, PA 19003				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ADOPT-A-CLASSROOM INC 110 N 5TH STREET 8TH FL MINNEAPOLIS, MN 55403	NA	PC	FINANCIAL SUPPORT FOR CLASSROOMS IN	2,000
ASIA CONNECTION 14808 AFSHARI CIRCLE FLORISSANT, MO 63034	NA	PF	BURN MISSION, QUY NHON, VIET NAM	3,000
BEREA COLLEGE101 CHESNUT STREET BEREA, KY 40404	NA	PC	HARRIET AND ELMER HEUBECK JR MEMORI	12,500
BRIDGES FOR EDUCATIONPO BOX 308 TAOS, NM 87571	NA	PC	GENERAL OPERATING SUPPORT	4,000
BURMA HUMANITARIAN MISSION 10668 S MONICA RIDGE WAY SOUTH JORDAN, UT 84095	NA	PC	THE BACKPACK HEALTH WORKER	4,000
Total 3a				245,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CARBONFUND ORG853 MAIN STREET EAST AURORA, NY 14052	NA	PC	GENERAL OPERATING SUPPORT	750
COMMUNITY AGAINST VIOLENCE INC 945 SALAZAR RD TAOS, NM 87571	NA	PC	CHILD THERAPEUTIC PROGRAM	4,000
THE COMMUNITY FOUNDATION FOR OCALA 116 S MAGNOLIA AVE SUIT OCALA, FL 34471	NA	PC	HOURSE COUNTRY PROTECTION PROGRAM	4,000
CONCRETE COUCH 214 E VERMIJO AVENUE COLORADO SPRINGS, CO 80903	NA	PC	GENERAL OPERATING SUPPORT	2,000
CREATIVITY FOR PEACE INC 369 MONTEZUMA AVENUE 566 SANTA FE, NM 87501	NA	PC	GENERAL OPERATING SUPPORT	5,000
Total ▶ 3a				245,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DANIELS HAMANT FOUNDATION 1427 WILLIAM ST RIVER FOREST, IL 60305	NA	PF	CENTRO MEDICO HUMBERTO PARRA-WOMENS	4,000
DREAMTREE PROJECT INC PO BOX 1677 128 LA POS TAOS, NM 87571	NA	PC	GENERAL OPERATING SUPPORT	3,000
CIMARRON PUBLIC SCHOOLSPO BOX 96 EAGLE NEST, NM 87718	NA	PC	EAGLE NEST SCHOOLS BARN PROJECT	2,000
EDUCATIONAL EMPOWERMENT 328 WYATT WAY NE BAINBRIDGE ISLAND, WA 98110	NA	PC	BOOKS FOR BURMA	4,000
EL PUEBLITO UNITED METHODIST CHURCH PO BOX 895 RANCHOS DE TAOS, NM 87557	NA	PC	SHARED TABLE	3,000
Total ▶ 3a				245,500


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EQUINE SPIRIT SANCTUARY 13 LOS CABALLOS ROAD RANCHOS DE TAOS, NM 87557	NA	PC	GENERAL OPERATING SUPPORT	5,000
FLORIDA THOROUGHBRED CHARITIES INC 801 SW 60TH AVENUE OCALA, FL 34474	NA	PC	QUAIL ROOST SCHOLARSHIP PROGRAM 2017	11,250
FOUR CORNERS ANIMAL LEAGUE PO BOX 1163 TAOS, NM 875711163	NA	PC	SUPPLIES FOR ANIMAL AID OF QUESTA	1,000
FRIENDS OF CASA MATERNA PO BOX 7476 DETROIT, MI 48207	NA	PC	GENERAL OPERATING SUPPORT	25,000
GLOBAL IMPACT 1199 N FAIRFAX ST SUIT ALEXANDRIA, VA 22314	NA	PC	RESPONSE COALITION FOR HUNGER RELIEF	5,000
Total ► 3a				245,500


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HAND IN HANDPO BOX 80102 PORTLAND, OR 97280	NA	PC	GENERAL OPERATING SUPPORT	5,000
HORSE PROTECTION ASSOCIATION OF FLO 20690 NW 130TH AVENUE MICANOPY, FL 32667	NA	PC	GENERAL OPERATING SUPPORT	2,000
HORSES AND HEROES OF MARION COUNTY 12680 N US HWY 441 CITRA, FL 32113	NA	PC	GENERAL OPERATING SUPPORT	3,000
HORSES AND HEROES OF MARION COUNTY 12680 N US HWY 441 CITRA, FL 32113	NA	PC	GENERAL OPERATING SUPPORT	2,000
HOUSING RESOURCES BAINBRIDGE PO BOX 11391 BAINBRIDGE ISLAND, WA 98110	NA	PC	GENERAL OPERATING SUPPORT	5,500
Total ► 3a				245,500


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HUMANITIES MONTANA311 BRANTLY MISSOULA, MT 59812	NA	PC	GENERAL OPERATING SUPPORT	1,000
I58 NETWORK DBA PACKS OF HOPE 8270 WEST 80TH AVE ARVADA, CO 80005	NA	PC	GENERAL OPERATING SUPPORT	1,000
INSTITUTE FOR PEACE STUDIES ROCKY MOUNTAIN COLLEGE A BILLINGS, MT 59102	NA	PC	GENERAL OPERATING SUPPORT	6,000
ISLANDWOOD 4450 BLAKELY AVENUE NE BAINBRIDGE ISLAND, WA 981102257	NA	PC	GRADUATE STUDENT SCHOLARSHIP SUPPORT	2,000
KATERI TEKAKWITHA MISSION FUND INC PO BOX 906 PACIFICA, CA 94044	NA	PC	GENERAL OPERATING SUPPORT	5,000
Total ► 3a				245,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KITSAP SEXUAL ASSAULT CENTER PO BOX 1936 PORT ORCHARD, WA 98310	NA	PC	GENERAL OPERATING SUPPORT	1,000
KITSAP IMMIGRANT ASSISTANCE CENTER PO BOX 1276 BREMERTON, WA 98337	NA	PC	GENERAL OPERATING SUPPORT	1,000
LOCALOGYHC 81 BOX 10 QUESTA, NM 87556	NA	PC	GENERAL OPERATING SUPPORT	2,000
MATI NGO67/1 SA SARKER RD SANKIPARA, MYMENSINGH 2200 BG	NA	NC	SUPPORT FOR KAILAKURI HEALTH CARE PR	4,000
MENNONITE CENTRAL COMMITTEE CENTRAL PO BOX 500 212 S 12TH S AKRON, PA 17501	NA	PC	SYRIAN REFUGEES	3,000
Total 				245,500
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MERCY CORPS45 SW ANKENY STREET PORTLAND, OR 97204	NA	PC	PUERTO RICO RELIEF	5,500
NEW MEXICO WILDLIFE CENTER PO BOX 246 ESPANOLA, NM 87532	NA	PC	GENERAL OPERATING SUPPORT	2,000
NGUYEN NGA CENTER91A DONG DA QUY NHON CITY, BIHN DINH VM	NA	NC	GENERAL OPERATING SUPPORT	6,000
NORTHERN PLAINS RESOURCE COUNCIL 220 SOUTH 27TH STREET SU BILLINGS, MT 59101	NA	PC	PROTECTION AND CONSERVATION OF MONTA	4,500
NOT FORGOTTEN OUTREACH INC 461 VALVERDE COMMONS DR TAOS, NM 87571	NA	PC	GENERAL OPERATING SUPPORT	2,000
Total ▶ 3a				245,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ONE WORLD- ONE HEART FOUNDATION PO BOX 1840 RANCHOS DE TAOS, NM 87557	NA	PC	THE NEPAL MEDICAL CAMP	4,000
PROJECT SCHOOLHOUSE AKA EDUCATIO PO BOX 5609 AUSTIN, TX 78767	NA	PC	GENERAL OPERATING SUPPORT	4,000
PUGET SOUND RESTORATION FUND 382 WYATT WAY NE BAINBRIDGE ISLAND, WA 98110	NA	PC	GENERAL OPERATING SUPPORT	5,500
SACRED VALLEY PROJECT 33 STEPHEN STREET MONTCLAIR, NJ 07042	NA	PC	GENERAL OPERATING SUPPORT	1,000
SALAAM CULTURAL MUSEUM 3806 WHITMAN AVE N SEATTLE, WA 98103	NA	PC	SYRIAN RELIEF- REFUGEE EFFORTS	3,000
Total 				245,500
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SCHOOLS FOR SALONEPO BOX 25314 SEATTLE, WA 98165	NA	PC	GENERAL OPERATING SUPPORT	3,000
SCHOOLS FOR SALONEPO BOX 25314 SEATTLE, WA 98165	NA	PC	EMERGENCY RELIEF- SIERRA LEONE	5,000
SHUARHANDS INCPO BOX 1411 PINE VALLEY, CA 91962	NA	PC	GREEN HOUSE PROJECT- GUATEMALA	4,000
STIRRUPS N STRIDES THERAPEUTIC RIDI 4246 WEST HIGHWAY 318 CITRA, FL 32113	NA	PC	GENERAL OPERATING SUPPORT	3,000
SUSTAINABLE BEREА INCPO BOX 1302 BEREA, KY 40403	NA	PC	GENERAL OPERATING SUPPORT	5,750
Total ▶ 3a				245,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TAOS COMMUNITY FOUNDATION PO BOX 1925 TAOS, NM 87571	NA	PC	RESTORATIVE JUSTICE PROGRAM	2,000
TAOS HEALTH SYSTEMS INC 413 SIPAPU ST TAOS, NM 87571	NA	PC	CANCER SUPPORT SERVICES	4,000
THOROUGHbred RETIREMENT FOUNDATION 10 LAKE AVENUE SARATOGA SPRINGS, NY 12866	NA	PC	GENERAL OPERATING SUPPORT	1,000
TRUAH266 WEST 37TH ST SUITE 8 NEW YORK, NY 10018	NA	PC	GENERAL OPERATING SUPPORT	5,000
UNIVERSITY OF NEW MEXICO FOUNDATION 1157 COUNTY ROAD 110 RANCHOS DE TAOS, NM 87557	NA	PC	QUAIL ROOST SCHOLARSHIP FUND	11,250
Total 				245,500
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY OF WASHINGTON FOUNDATION 825 EASTLAKE AVE E MAILS SEATTLE, WA 98109	NA	PC	WE CAN GRALOW PROJECTS	1,000
ARISE FOR SOCIAL JUSTICE INC 11 PEARL STREET SUITE 23 SPRINGFIELD, MA 01103	NA	PC	VOICES FROM INSIDE	3,000
WINDHORSE SANTUARY 597 NE RIDGE LOOP MADISON, FL 32340	NA	PF	GENERAL OPERATING SUPPORT	8,000
WINDHORSE SANTUARY 597 NE RIDGE LOOP MADISON, FL 32340	NA	PF	IN MEMORY OF JAN DAVIDSON	1,000
YOUTH HEARTLINE 224 CRUZ ALTA RD SUITE F TAOS, NM 87571	NA	PC	THE NEIGHBORHOOD ARTS PROJECT/GENERA	3,000
Total ► 3a				245,500

TY 2017 Accounting Fees Schedule**Name:** QUAIL ROOST FOUNDATION**EIN:** 76-0754268**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	5,800	2,900		2,900

TY 2017 Investments Corporate Bonds Schedule

Name: QUAIL ROOST FOUNDATION

EIN: 76-0754268

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ACCESS CAPITAL COMMUNITY	83,108	79,941
CALVERT HIGH YIELD BD FD	235,026	245,292
CRA QUALIFIED INVESTMENT	108,788	105,740
TIAA CREF SOCIAL CHOICE	122,206	122,271
CALVERT SOCIAL INVT 1% 18	60,000	59,863
BANK OF NOVA SC		
AMERICAN EXPRESS	15,104	15,019
BNP PARIBAS	10,235	10,037
CITIGROUP INC	15,195	15,013
COMCAST CORPORATION	20,572	20,173
ANHEUSER-BUSCH IN	9,998	9,979
A T & T INC	10,522	10,194
MORGAN STANLEY	9,994	10,003
JOHN DEERE CAPIT	19,927	19,688
UNITEDHEALTH CORP	15,498	15,154
CSX CORPORATION	10,526	10,331
GENERAL ELECTRIC		
HOME DEPOT	15,222	15,075
INTEL CORP	20,057	20,135
JP MORGAN CHASE	15,274	15,544

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
LOWES COMPANIES	14,120	14,353
MERCK & CO INC	15,456	14,944
MEDTRONIC INC	20,525	20,487
NIKE	9,587	9,507
ORACLE CORPORATIO	24,106	24,972
PEPSICO INCORPOR	10,063	9,979
PRUDENTIAL FINANC	10,268	10,382
ROYAL BANK OF C		
SCHLUMBERGER IN	20,969	20,987
SHELL INTL FIN		
STATOIL ASA		
TORONTO-DOMINION	20,109	20,063
THE GOLDMAN SACHS	10,249	10,045
VERIZON COMMS		
WESTPAC BANKING	10,075	10,039

TY 2017 Investments Corporate Stock Schedule

Name: QUAIL ROOST FOUNDATION
EIN: 76-0754268

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CALVERT GLOBAL WATER FD	66,416	71,074
CALVERT INT'L OPPTY FD I	84,865	128,277
DOMINI INTL SOCIAL EQTY	109,627	120,275
PARNASSUS EQUITY INCOME	126,633	210,831
PARNASSUS ENDEAVOR FD	194,844	261,675
PARNASSUS MID CAP FUND	135,760	200,549
PAX WORLD GLOBAL ENVIRONMENTL	51,236	80,061
PAX MSCI INTL ESG	43,507	44,879
PAX WORLD SMALL CAP INST	110,020	127,938
PORTFOLIO 21	57,633	77,657
SHELTON GREEN ALPHA FD	78,874	94,788
GLOBAL X YIELDCO INDEX	67,604	77,901
ISHARES US PREFERRED	66,826	64,529
PWRSHS KBW PREM YLD EQTY	41,093	42,563
VANICK VECTORS BDC	41,081	41,649
A T & T INC		
ADOBE SYSTEMS	7,241	17,524
AFLAC	5,471	7,637
AGILENT TECHNOLOGIEZ	14,086	17,613
AIR PRODUCT & CHEMICAL	13,275	14,767
ALPHABET INC	21,337	34,762
AMAZON COM INC	10,779	23,389
AMERICAN EXPRESS CO	5,636	7,250
AMERICAN WATER WORKS	18,174	18,847
AMGEN INCORPORATED	20,882	25,216
APACHE CORP		
APPLE	22,645	37,738
AVISTA		
BALL CORPORATION		
BANK OF AMERICA CORP	6,969	16,974

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BANK OF NY MELLON CP	10,293	14,758
BAXTER INTL		
BECTON DICKSON & CO	3,866	7,064
BRIGHT HORIZON FAM	9,169	9,776
BRINKS CO	8,198	7,870
CA WATER SERVICE GRP	9,188	9,342
CALLAWAY GOLF		
CATERPILLAR INC	7,705	8,824
CHARLES SCHWAB CORP	7,021	7,860
CHUBB LTD	9,522	10,375
CHURCH & DWIGHT CO INC	7,957	11,037
CISCO SYSTEMS INC	21,183	25,814
CITIGROUP INC	13,250	14,659
COLGATE-PALMOLIVE	3,231	3,697
COMCAST CORP NEW CL A	13,794	18,984
COSTCO WHOLESALE CO	8,279	8,934
CUMMINS INC	6,997	7,596
EMERSON ELECTRIC CO	4,455	5,018
E O G RESOURCES INC		
ESTEE LAUDERCO INC	9,148	9,289
FIDELITY NATL INFO	3,756	3,858
FISERV INC		
GAP INC	4,926	5,722
GENERAL MILLS		
GLAXOSMITHKLINE PLC F	9,718	9,825
HAEMONETICE CORP	4,969	4,937
HARTFORD FINL SVCS GRP		
HESS		
HOME DEPOT INC	7,413	14,783
HOST HOTELS & RESORT	13,367	16,237

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ILLINOIS TOOL WORKS	12,364	21,357
INTEL CORP	12,859	19,987
INTL FLAVORS & FRAGRA	4,530	4,578
J M SMUCKER		
JOHNSON & JOHNSON	23,416	28,922
JPMORGAN CHASE & CO	19,515	32,938
LOWES COMPANIES INC	5,626	6,506
MARATHON PETE CORP		
MASCO CORP		
MASTERCARD INC	10,145	11,503
MEDTRONIC		
MICROSOFT CORP	21,284	40,460
MINERALS TECH INC	4,575	4,338
NATIONAL GRID PLC F		
NETGEAR		
NOVARTIS	13,836	15,952
NUCOR CORP	12,602	15,386
ORACLE CORPORATION	21,236	22,694
PRICELINE GROUP	5,281	5,213
PROCTOR & GAMBLE	24,190	26,002
PROGRESSIVE CO OHIO		
REINSURANCE GP AMER NEW	10,517	16,996
SMITH AO		
SPECTRA ENERGY CORP		
STANLEY BLACK & DECKK	10,875	19,005
STARBUCKS CORP	9,426	9,591
STATE STREET CORP	4,549	4,783
SYSCO CORPORATION	16,301	20,466
TEXAS TECH INC		
TEXAS INSTRUMENTS INC	8,307	17,964

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TIFFANY & CO	4,618	5,094
TIME WARNER INC NEW	7,398	8,873
TRAVELERS	17,519	20,346
UNILEVER N V	3,580	3,999
UNION PACIFIC CORP	8,043	10,326
UNITED NATURAL FOODS		
UNITED HEALTH GROUP	11,374	28,880
VERIZON	8,220	9,263
XYLEM INC		
3M COMPANY	18,075	23,066
EQUINIX INC		
ISHARES MSCI EAFE ESG	112,699	113,632
ISHARES MSCI EM ESG	56,230	55,787
NUSHARES ESG SMALL CAP	56,305	56,900
AMERICAN TOWER CORP	4,373	4,280
PROLOGIS INC	4,560	4,387
LASALLE HOTEL PPTY	7,772	8,786

TY 2017 Investments Government Obligations Schedule**Name:** QUAIL ROOST FOUNDATION**EIN:** 76-0754268**US Government Securities - End
of Year Book Value:**

187,677

**US Government Securities - End
of Year Fair Market Value:**

185,608

**State & Local Government
Securities - End of Year Book
Value:**

275,533

**State & Local Government
Securities - End of Year Fair
Market Value:**

275,801

TY 2017 Other Expenses Schedule**Name:** QUAIL ROOST FOUNDATION**EIN:** 76-0754268**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
DUES/SUBS	1,250	223		1,027
INSURANCE	675			675
OFFICE EXPENSES	681	170		511
BANK CHARGES	223			223
WEBSITE	1,324			1,324
FEES AND PENALTIES	10			10
POSTAGE	14			14

TY 2017 Other Professional Fees Schedule**Name:** QUAIL ROOST FOUNDATION**EIN:** 76-0754268

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTANTS	27,708	2,772		24,936
NICS INVESTMENT MGMT FEES	14,540	14,540		
HORIZON SCHWAB INVEST FEES	21,254	21,254		

TY 2017 Taxes Schedule**Name:** QUAIL ROOST FOUNDATION**EIN:** 76-0754268

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES	1,000			