

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

Name of foundation June G Outhwaite Charitable Trust JS Poucher KL Englert & CM Cooney Co-Tr		A Employer identification number 77-6154307	
Number and street (or P O box number if mail is not delivered to street address) 1206 Coast Village Circle Suite A		Room/suite	B Telephone number (see instructions) (805) 560-0841
City or town, state or province, country, and ZIP or foreign postal code Santa Barbara, CA 93108		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 19,882,377		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)			

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)	5,000			
	2 Check ☒ If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	7,175	7,175		
	4 Dividends and interest from securities	422,100	422,100		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	352,496			
	b Gross sales price for all assets on line 6a 3,035,754				
	7 Capital gain net income (from Part IV, line 2)		352,496		
	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)	108,900	108,900		
	12 Total. Add lines 1 through 11	895,671	890,671		
	13 Compensation of officers, directors, trustees, etc	293,439	146,720		146,719
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	17,720	15,948		1,772
	c Other professional fees (attach schedule)	67,179	67,179		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	6,671	6,671		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	10,344	5,172		5,172
	21 Travel, conferences, and meetings	1,135	113		1,022
	22 Printing and publications				
	23 Other expenses (attach schedule)	19,539	3,104		16,435
	24 Total operating and administrative expenses. Add lines 13 through 23	416,027	244,907		171,120
	25 Contributions, gifts, grants paid	1,102,360			1,102,360
	26 Total expenses and disbursements. Add lines 24 and 25	1,518,387	244,907		1,273,480
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-622,716			
	b Net investment income (if negative, enter -0-)		645,764		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	292,684	319,258	319,257
	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) ▶ _____ 146,651 Less allowance for doubtful accounts ▶ _____	154,710	146,651	146,651
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	16,354,744	15,713,513	19,416,469
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	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)	16,802,138	16,179,422	19,882,377	
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 ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	16,802,138	16,179,422	
30 Total net assets or fund balances (see instructions)	16,802,138	16,179,422		
31 Total liabilities and net assets/fund balances (see instructions) .	16,802,138	16,179,422		

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	16,802,138
2 Enter amount from Part I, line 27a	2	-622,716
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	16,179,422
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	16,179,422

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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 See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	352,496
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	51,031

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	775,479	17,770,027	0 04364
2015	1,110,333	18,314,035	0 06063
2014	1,002,648	20,205,234	0 04962
2013	962,150	19,512,093	0 04931
2012	1,015,247	18,972,371	0 05351
2 Total of line 1, column (d)			2 0 256712
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 051342
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 19,320,781
5 Multiply line 4 by line 3			5 991,968
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 6,458
7 Add lines 5 and 6			7 998,426
8 Enter qualifying distributions from Part XII, line 4			8 1,273,480

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	6,458
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	6,458
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	6,458
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	19,970
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	19,970
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	13,512
11	Enter the amount of line 10 to be Credited to 2018 estimated tax Refunded 13,512	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	No
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) CA _____		
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 www.outhwaitefoundation.org	13	Yes	
14	The books are in care of Kent L Englert Co-Trustee Telephone no (805) 695-8355			

Located at **1206 Coast Village Circle Suite A SB CA** ZIP+4 **931082710**

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 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 ▶	16	Yes	No

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

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b	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?	☐ Yes ☒ 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?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>	6b	No	
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	No	

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
Kent L Englert 26 W ANAPAMU Santa Barbara, CA 931013144	Trustee 11 30	97,813		
John S Poucher 26 W ANAPAMU Santa Barbara, CA 931013144	Trustee 10 25	97,813		
C Michael Cooney 26 W ANAPAMU Santa Barbara, CA 931013144	Trustee 9 33	97,813		

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 N/A	0
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	
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	19,140,246
b	Average of monthly cash balances.	1b	474,760
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	19,615,006
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	19,615,006
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	294,225
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	19,320,781
6	Minimum investment return. Enter 5% of line 5.	6	966,039

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	966,039
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	6,458
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	6,458
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	959,581
4	Recoveries of amounts treated as qualifying distributions.	4	13,059
5	Add lines 3 and 4.	5	972,640
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	972,640

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	1,273,480
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	1,273,480
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	6,458
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,267,022

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				972,640
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			1,088,862	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>1,273,480</u>				
a Applied to 2016, but not more than line 2a			1,088,862	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				184,618
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				788,022
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

OUTHWAITE FOUNDATION
26 W ANAPAMU
SANTA BARBARA, CA 931013114
(805) 560-0841

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

APPLICATIONS MUST BE IN WRITING AND INCLUDE 1) MISSION STATEMENT INDICATING DIRECT INVOLVEMENT IN ONE OR MORE OF THE DESIGNATED CATEGORIES 2) THE SPECIFIC PURPOSE TO WHICH THE PROPOSED GRANT WILL BE DEVOTED 3) AN INDICATION OF THE DIRECT BENEFIT TO THE COMMUNITIES THE CHARITY SERVES 4) EVIDENCE OF QUALIFICATION UNDER CALIFORNIA AND FEDERAL LAW AS A PUBLIC CHARITY BENEFIT CORPORATION IN GOOD STANDING 5) COPIES OF CURRENT FINANCIAL STATEMENTS 6) LIST OF THE BOARD OF DIRECTORS

c Any submission deadlines

JULY 31 OF EACH YEAR

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

TRUSTEES GIVE CONSIDERATION TO ORGANIZATIONS WHO FUNCTION -----IN THE FOLLOWING AREAS IN SANTA BARBARA COUNTY----- 1) MEDICAL CARE, SUPPORT AND RESEARCH 2) GENERAL ASSISTANCE TO THE DISABLED, ELDERLY AND CHILDREN 3) SUPPORT TO ABUSED WOMEN AND CHILDREN 4) PREVENTION OF CRUELTY TO ANIMALS 5) PRESERVATION OF WILDLIFE AND NATURAL RESOURCES 6) HISTORIC PRESERVATION 7) SUPPORT OF EDUCATION INSTITUTIONS AND MUSEUMS

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	1,102,360
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

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.		
	*****	2018-07-26	*****
	Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
SEE STMT MORGAN STANLEY #015706(TRUSTEE)	P	2015-11-11	2017-12-01
SEE STMT MORGAN STANLEY #015712(CGA)	P	2015-11-11	2017-12-01
SEE STMT MORGAN STANLEY #016543(CLEARING)	P	2015-11-15	2017-12-01
SEE STMT MORGAN STANLEY #016530(WEDGEWOOD)	P	2015-11-15	2017-12-01
MORGAN STANLEY #016530 WASH SALE	P	2015-11-15	2017-12-01
SEE STMT MORGAN STANLEY #016546(CONGRESS)	P	2015-11-15	2017-12-01
SEE STMT MORGAN STANLEY #016557(HARDING LOEVNER	P	2015-11-15	2017-12-17
MORGAN STANLEY #016557 WASH SALE	P	2015-11-15	2017-12-17
SEE STMT MORGAN STANLEY #016560(CENTRAL COAST)	P	2015-11-15	2017-12-17
SEE STMT MORGAN STANLEY #016579(ZIEGLER)	P	2015-11-15	2017-12-17

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
36,552		38,686	-2,134
259,720		213,141	46,579
100,000		93,898	6,102
1,001,675		858,724	142,951
2,083			2,083
301,270		335,221	-33,951
713,282		627,991	85,291
857			857
263,242		271,161	-7,919
304,961		244,436	60,525

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-2,134
			46,579
			6,102
			142,951
			2,083
			-33,951
			85,291
			857
			-7,919
			60,525

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
MORGAN STANLEY #0157125 CAPITAL GAINS	P	2017-11-15	2017-12-31
SALE OF FOREIGN RIGHTS MS#016557 (HL)	P	2015-11-15	2017-12-15

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
51,031			51,031
1,081			1,081

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			51,031
			1,081

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>				
CANCER CENTER OF SANTA BARBARA 601 WEST JUNIPERO STREET Santa Barbara, CA 93105	None	PC	BUILDING A NEW CANCER CENTER	50,000
DOMESTIC VIOLENCE SOLUTIONS FOR SBC PO BOX 1536 Santa Barbara, CA 93102	None	PC	DOMESTIC VIOLENCE SHELTER SERVICES--CORE SUPPORT	20,000
EASY LIFT TRANSPORTATION 53 CASS PLACE SUITE D GOLETA, CA 93117	None	PC	DIAL-A-RIDE PARATRANSIT SERVICE PROGRAM	5,000
COURT APPOINTED SP ADVOCATES OF SB 2601 SKYWAY DRIVE SUITE A3 SANTA MARIA, CA 93455	None	PC	FOSTER YOUTH ADVOCACY PROGRAM	20,000
GIRLS Inc OF GREATER SANTA BARBARA PO BOX 236 SANTA BARBARA, CA 93102	NONE	PC	SCHOLARSHIP PROGRAM FOR LOW-INCOME FAMILIES THROUGHOUT GREATER SANTA BARBARA	10,000
Total 3a				1,102,360

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>				
SANTA BARBARA MARITIME MUSEUM 113 HARBOR WAY SUITE 190 SANTA BARBARA, CA 93109	None	PC	THE HISTORY OF OIL IN THE CHANNEL EXHIBIT (PHASE TWO)	15,000
SB TRUST FOR HISTORIC PRESERVATION 123 EAST CANON PERDIDO STREET SANTA BARBARA, CA 93101	None	PC	SUPPORT FOR FURNISHINGS OF ALHECAMA THEATRE/CORE EDUCATION AND OUTREACH PROGRAMS	40,000
CASA SERENA1515 BATH STREET SANTA BARBARA, CA 93101	NONE	PC	GENERAL OPERATING SUPPORT FOR WOMEN IN RECOVERY	5,000
SANTA BARBARA ZOOLOGICAL FOUNDATION 500 NINOS DRIVE SANTA BARBARA, CA 93103	NONE	PC	EEEWV1 CONVERSION AND MODERNIZATION	25,000
COMMUNITY ENVIRONMENTAL COUNCIL 26 W ANAPAMU STREET FLOOR 2 SANTA BARBARA, CA 93101	NONE	PC	GENERAL OPERATING EXPENSES	15,000
Total ► 3a				1,102,360

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>				
ACADEMY OF HEALING ARTS 1209 DE LA VINA STREET SUITE A SANTA BARBARA, CA 93101	NONE	PC	GENERAL OPERATING EXPENSES	10,000
CARPINTERIA EDUCATION FOUNDATION IN PO BOX 9 CARPINTERIA, CA 93104	NONE	PC	STUDENT FEE WAIVER PROGRAM	15,000
COUNCIL ON ALCOHOLISM AND DRUG ABUS 232 E CANON PERDIDO STREET SANTA BARBARA, CA 93101	NONE	PC	DANIEL BRYANT YOUTH AND FAMILY CENTER TREATMENT PROGRAM	25,000
STORYTELLERS CHILDREN'S CENTER 2115 STATE STREET SANTA BARBARA, CA 93105	NONE	PC	EARLY CHILDHOOD EDUCATION PROGRAM	10,000
TRANSITION HOUSE 425 EAST COTA STREET SANTA BARBARA, CA 93101	NONE	PC	LANDLORD LIAISON PARTNERSHIP	10,000
Total 3a				1,102,360

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>				
UNITY SHOPPE INC 110 WEST SOLA STREET SANTA BARBARA, CA 93101	NONE	PC	FOOD & CLOTHING FOR LOW-INCOME RESIDENTS OF SB COUNTY	15,000
PATH POINT 315 WEST HALEY STREET 202 SANTA BARBARA, CA 93101	NONE	PC	PATHPOINT COMMUNITY ACCESS SERVICES (CAS)	7,000
PLANNED PARENTHOOD CALIFORNIA CENTR 518 GARDEN STREET SANTA BARBARA, CA 93101	NONE	PC	SEX EDUCATION IN SANTA BARBARA COUNTY PROGRAM	5,000
SCHOLARSHIP FOUNDATION OF SANTA BAR PO BOX 3620 SANTA BARBARA, CA 93130	None	PC	OUTHWAITE SCHOLARSHIP FUND	5,000
SANTA BARBARA RAPE CRISIS CENTER 433 EAST CANON PERDIDO STREET SANTA BARBARA, CA 93101	NONE	PC	COUNSELING & SUPPORT FOR SURVIVORS OF SEXUAL ASSAULT	15,000
Total ► 3a				1,102,360

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>				
SB EDUCATION FOUNDATION 1330 STATE ST SUITE 201 SANTA BARBARA, CA 93101	NONE	PC	CORE SUPPORT	10,000
SANTA BARBARA RESCUE MISSION 535 EAST YANONALI STREET SANTA BARBARA, CA 93103	NONE	PC	12-MONTH RESIDENTIAL STATE-CERTIFIED DRUG AND ALCOHOL TREATMENT PROGRAM	10,000
THE TRUST FOR PUBLIC LAND 101 MONTGOMERY STREET SUITE 900 SAN FRANCISCO, CA 94104	NONE	PC	TRUST FOR PUBLIC LAND SANTA BARBARA PROGRAM	15,000
FRIENDSHIP ADULT DAY CARE CENTER 89 EUCALYPTUS LANE SANTA BARBARA, CA 93108	NONE	PC	ADULT DAY SERVICES PROGRAM	15,000
HABITAT FOR HUMANITYPO BOX 176 SANTA BARBARA, CA 93116	NONE	PC	SAWYER AVENUE HABITAT HOMES	20,000
Total ▶ 3a				1,102,360

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>				
UNITY SHOPPE INC 110 WEST SOLA STREET SANTA BARBARA, CA 93101	NONE	PC	MISSION OF HOPE CAPITAL CAMPAIGN	25,000
YOUNG AMERICA'S FOUNDATION 217 STATE STREET SANTA BARBARA, CA 93101	NONE	PC	GENERAL STUDENT PROGRAM SUPPORT FOR THE REAGAN RANCH	30,000
FAMILY SERVICE AGENCY OF SB 123 W GUTIERREZ STREET SANTA BARBARA, CA 93101	NONE	PC	FAMILY SERVICE AGENCY PROGRAM SUPPORT	50,000
HOSPICE OF SANTA BARBARA 2050 ALAMEDA PADRE SERRA SUITE 100 SANTA BARBARA, CA 93103	NONE	PC	GENERAL OPERATING SUPPORT FOR HOSPICE OF SANTA BARBARA	10,000
DOS PUEBLOS ENGINEERING ACADEMY FOU PO BOX 313 GOLETA, CA 93116	NONE	PC	THE FIVE YEAR PLAN TOWARDS SUSTAINABILITY	10,000
Total ► 3a				1,102,360

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>				
SANTA BARBARA ATHLETIC ROUND TABLE PO BOX 3813 SANTA BARBARA, CA 93130	NONE	PC	POSITIVE COACHING ALLIANCE PROGRAM	2,500
S B COURTHOUSE LEGACY FOUNDATION PO BOX 91459 SANTA BARBARA, CA 93190	NONE	PC	THE GREAT ARCH RESTORATION AT THE HISTORIC SANTA BARBARA COUNTY COURTHOUSE	25,000
FOUNDATION FOR S B HIGH SCHOOL PO BOX 158 SANTA BARBARA, CA 93102	NONE	PC	PEABODY STADIUM RENOVATION AT SANTA BARBARA HIGH SCHOOL	20,000
YOUNG LIFE OF SANTA BARBARA 123 WEST PADRE STREET SUITE 3 SANTA BARBARA, CA 93105	NONE	PC	YOUNG LIFE SANTA BARBARA 2016-2017	10,000
SARAH HOUSEPO BOX 20031 SANTA BARBARA, CA 93120	NONE	PC	SARAH HOUSE GENERAL SUPPORT	15,000
Total ► 3a				1,102,360

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>				
ALEXANDER HOUSE FOUNDATION PO BOX 23642 SANTA BARBARA, CA 93121	NONE	PC	SPECIAL GRANTS FOR LOW-INCOME SENIORS PROGRAM	18,500
DOG ADOPTION AND WELFARE GROUP 5480 OVERPASS ROAD SANTA bARBARA, CA 93111	NONE	PC	GENERAL OPERATING SUPPORT FOR DAWG	5,000
LAND TRUST FOR SANTA BARBARA COUNTY PO BOX 91830 SANTA BARBARA, CA 91830	NONE	PC	EXPANDING LAND CONSERVATION TO NEW POPULATIONS IN SANTA BARBARA COUNTY	5,000
CHILD ABUSE LISTENING MEDIATION 1236 CHAPALA STREET SANTA BARBARA, CA 93101	NONE	PC	GREAT BEGINNINGS PROGRAM	15,000
DOCTORS WITHOUT WALLS-- SANTA BARBA 19 EAST MICHELTORENA STREET SANTA BARBARA, CA 93101	NONE	PC	WOMEN'S FREE HOMELESS CLINIC PROGRAM	10,000
Total ► 3a				1,102,360

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
HELP OF CARPINTERIA 1069 CASITAS PASS ROAD CARPINTERIA, CA 93013	NONE	PC	DEPRECIATION OF HELP'S VEHICLES	10,000
CHANNEL ISLANDS YMCA 105 E CARRILLO STREET SANTA BARBARA, CA 93101	NONE	PC	NOAH'S ANCHORAGE YOUTH CRISIS SHELTER	10,000
SAN MARCOS HIGH SCHOOL AAPLE FD PO BOX 30636 SANTA BARBARA, CA 93130	NONE	PC	ACCELERATED ACADEMIC PROGRAM FOR LEADERSHIP AND ENRICHMENT	7,500
THE TURNER FOUNDATIONPO BOX 186 SANTA BARBARA, CA 93102	NONE	PC	CONTINUE ONSITE ACADEMIC ENRICHMENT PROGRAMS	5,000
ENVIRONMENTAL DEFENSE CENTER 906 GARDEN STREET SANTA BARBARA, CA 93101	NONE	PC	SAFE PASSAGE PROGRAM	10,000
Total ▶ 3a				1,102,360

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>				
SANTA BARBARA FOUNDATION 15 E CARRILLO STREET SANTA BARBARA, CA 93101	NONE	PC	VETERAN'S PROGRAM	5,000
GOLETA VALLEY COTTAGE HOSPITAL FOUN PO BOX 6306 GOLETA, CA 93111	NONE	PC	CENTER FOR WOUND MANAGEMENT PROJECT	50,000
SB NEIGHORHOOD CLINICS 915 N MILPAS STREET 2ND FLOOR SANTA BARBAR, CA 93103	NONE	PC	SANTA BARBARA RESILIENCY PROJECT	10,000
SANTA BARBARA PUBLIC LIBRARY FOUNDA 40 E ANAPAMU STREET SANTA BARBARA, CA 93101	NONE	PC	THE CHILDREN'S ROOM	25,000
SANTA BARBARA RESCUE MISSION 535 E YANONALI STREET SANTA BARBARA, CA 93103	NONE	PC	CAPITAL CAMPAIGN	25,000
Total ► 3a				1,102,360

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>				
MOXI WOLF MUSEUM OF EXPLORATION INN PO BOX 4808 SANTA BARBARA, CA 93140	NONE	PC	CAPITAL CAMPAIGN	25,000
DIRECT RELIEF INTERNATIONAL 27 SOUTH SOUTH LA PATERA LANE SANTA BARBARA, CA 93117	NONE	PC	CAMPAIGN FOR DIRECT RELIEF INTERNATIONAL	50,000
DIRECT RELIEF INTERNATIONAL 27 S LA PATERA LANE GOLETA, CA 93117	NONE	PC	DRI HURRICANES HARVEY AND IRMA RELIEF AND PROGRAMS OF UTMOST IMPORTANCE	25,000
TRANSITION HOUSE425 E COTA STREET SANTA BARBARA, CA 93101	NONE	PC	FAMILY EMERGENCY SHELTER PROGRAM	15,000
SANSUM MEDICAL RESEARCH INSTITUTE 2219 BATH STREET SANTA BARBARA, CA 93105	NONE	PC	SANTA BARBARA FRESSH FOOD PHARMACY	20,000
Total ► 3a				1,102,360

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>				
HABITAT FOR HUMANITYPP BOX 176 GOLETA, CA 93116	NONE	PC	HABITAT HAMMERS BACK	12,500
VISUAL ARTS AND DESIGN ACADEMY 700 E ANAPAMU STREET SANTA BARBARA, CA 93103	NONE	PC	GENERAL OPERATING SUPPORT	7,500
HONOR FLIGHTPO BOX 1750 PASO ROBLES, CA 93447	NONE	PC	TOUR OF HONOR PROGRAM	6,000
FUND FOR SANTA BARBARA 26 W ANAPAMU ST 4TH FLOOR SANTA BARBARA, CA 93101	NONE	PC	SUPPORTING LOCAL NON-PROFIT ORGANIZATIONS IN SB COUNTY	2,500
FOUNDATION ROUNDTABLE PO BOX 60157 SANTA BARBARA, CA 93160	NONE	PC	2017 MEMBERSHIP FEES	1,000
Total ► 3a				1,102,360

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>				
CARPINTERIA CHILDREN'S PROJECT 5201 8TH STREET SUITE 100 CARPINTERIA, CA 93013	NONE	PC	EARLY CHILDHOOD EDUCATION	25,000
SANTA BARBARA MARITIME MUSEUM 113 HARBOR WAY SUITE 190 SANTA BARBRA, CA 93109	NONE	PC	PRESERVATION AND RESTORATION OF THE FLAGSHIP RANGER 1917 SPORTFISHING YACHT	5,000
AMERICAN RED CROSS 2707 STATE STREET SANTA BARBARA, CA 93105	NONE	PC	SUPPORT OF PROGRAMS IN RESPONSE TO HURRICNES HARVEY, IRMA AND MARIA	12,500
FELLOWSHIP OF CHRISTIAN ATHLETES PO BOX 41117 SANTA BARBARA, CA 93140	NONE	PC	LEADERSHIP DEVELOPMENT THROUGH FCA ON SB HIGH SCHOOL CAMPUSES AND STAFF SUPPORT	30,000
FELLOWSHIP OF CHRISTIAN ATHLETES PO BOX 41117 SANTA BARBARA, CA 93140	NONE	PC	LEADERSHIP DEVELOPMENT THROUGH FCA ON SB HIGH SCHOOL CAMPUSES	5,000
Total ► 3a				1,102,360

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 Paid during the year				
DEVEREUX FOUNDATIONPO BOX 6784 SANTA BARBARA, CA 93108	NONE	PC	PNEUMATIC CHANGING TABLE AND OTHER ITEMS FOR THE ADULT DAY PROGRAM	6,000
INTERFAITH INITIATIVE OF SANTA BARB 6592 COVINGTON WAY GOLETA, CA 93117	NONE	PC	SHOWERS OF BLESSING PROGRAM	10,000
MONTECITO TRAILS FOUNDATION PO BOX 5481 SANTA BARBARA, CA 93150	NONE	PC	TRAIL SIGNAGE IMPROVEMENT PROGRAM	3,500
PROVIDENCE SANTA BARBARA CHRISTIAN 3723 MODOC ROAD SANTA BARBARA, CA 93105	NONE	PC	THE CAMPAIGN FOR PROVIDENCE	5,000
SANCTUARY HOUSE OF SANTA BARBARA PO BOX 551 SANTA BARBARA, CA 93102	NONE	PC	THE INTEGRATED CARE CLINIC	5,000
Total ▶ 3a				1,102,360

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>				
SANTA BARBARA MISSION ARCHIVE LIBRA 2201 LAGUNA STREET SANTA BARBARA, CA 93105	NONE	PC	ART CONSERVATION	5,360
SANTA BARBARA PARTNERS IN EDUCATION 4400 CATHEDRAL OAKS ROAD SANTA BARBARA, CA 93110	NONE	PC	CLASSROOM AND AFTERSCHOOL PROGRAM SUPPORT	10,000
UNITED WAY OF SANTA BARBARA 320 E GUTIERREZ STREET SANTA BARBARA, CA 93101	NONE	PC	FUN IN THE SUN PROGRAM	5,000
WILLBRIDGE2904 STATE STREET SANTA BARBARA, CA 93105	NONE	PC	WILLBRIDGE TRANSITIONAL HOUSING	10,000
Total ▶ 3a				1,102,360

TY 2017 Accounting Fees Schedule

Name: June G Outhwaite Charitable Trust
JS Poucher KL Englert & CM Cooney Co-Tr

EIN: 77-6154307

Software ID: 17005038

Software Version: 2017v2.2

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Paulette Liberatore	17,720	15,948	0	1,772

TY 2017 Investments Corporate Stock Schedule**Name:** June G Outhwaite Charitable Trust

JS Poucher KL Englert & CM Cooney Co-Tr

EIN: 77-6154307**Software ID:** 17005038**Software Version:** 2017v2.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MS #015706 TRUSTEE DIRECTED	724,513	1,647,414
MS #015712 CGA	6,435,991	7,481,723
MS #016543 CLEARING	1,721,000	2,152,728
MS #016530 WEDGEWOOD	839,054	1,043,817
MS #016546 CONGRESS	747,840	1,005,654
MS #016557 HARDING IOEVNER	1,120,634	1,426,355
MS #016560 CENTRAL COAST	1,211,216	1,181,497
MS #016579 ZIEGLER	639,341	855,956
MS #016564 UBS TRUMBELL	2,231,129	2,615,668
ENER JEX RESOURCES	42,795	5,657

TY 2017 Other Expenses Schedule

Name: June G Outhwaite Charitable Trust
JS Poucher KL Englert & CM Cooney Co-Tr

EIN: 77-6154307

Software ID: 17005038

Software Version: 2017v2.2

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ASSEMBLY FEES FOR TAX RETURNS	2,153	1,077		1,076
CONFERENCE/SEMINAR	100	50		50
FILING FEES-RRF & FTB FEES	85			85
INSURANCE-OFFICE	500	250		250
Membership Dues- Foundation Roundtable	1,000			1,000
MICRO EDGE-	6,229	623		5,606
Miscellaneous	500	50		450
POSTAGE	102			102
SUPPLIES	495			495
TAX SOFTWARE & COMPUTER	267	267		

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TELEPHONE	1,388	139		1,249
TORI MORAY	6,480	648		5,832
WEB SITE HOUSING FEE	240			240

TY 2017 Other Income Schedule**Name:** June G Outhwaite Charitable Trust

JS Poucher KL Englert & CM Cooney Co-Tr

EIN: 77-6154307**Software ID:** 17005038**Software Version:** 2017v2.2**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other Investment Income	108,900	108,900	

TY 2017 Other Notes/Loans Receivable Short Schedule

Name: June G Outhwaite Charitable Trust
JS Poucher KL Englert & CM Cooney Co-Tr

EIN: 77-6154307

Software ID: 17005038

Software Version: 2017v2.2

Name of 501(c)(3) Organization	Balance Due
S Y V PEOPLE HELPING PEOPLE	146,651

TY 2017 Other Professional Fees Schedule**Name:** June G Outhwaite Charitable Trust

JS Poucher KL Englert & CM Cooney Co-Tr

EIN: 77-6154307**Software ID:** 17005038**Software Version:** 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MORGAN STANLEY #016560(CENTRAL COAST)	7,150	7,150	0	0
MORGAN STANLEY #015706(TRUSTEE)	3,617	3,617	0	0
MORGAN STANLEY #015712(CGA)	17,915	17,915	0	0
MORGAN STANLEY #016530 (WEDGEWOOD)	8,084	8,084	0	0
MORGAN STANLEY #016546(CONGRESS)	5,642	5,642	0	0
MORGAN STANLEY #016557(HARDING LOEVNER)	12,303	12,303	0	0
MORGAN STANLEY #016564(TRUMBELL)	6,423	6,423	0	0
MORGAN STANLEY #016579(ZIEGLER)	6,045	6,045	0	0

TY 2017 Taxes Schedule

Name: June G Outhwaite Charitable Trust
JS Poucher KL Englert & CM Cooney Co-Tr

EIN: 77-6154307

Software ID: 17005038

Software Version: 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX #016530(WEDGEWOOD)	180	180		
FOREIGN TAX #016546(CONGRESS)	43	43		
FOREIGN TAX #016557(HL)	6,448	6,448		

JUNE G OUTHWAITE CHARITABLE TRUST

77-6154307

Realized Capital Gains & Losses

Part IV Capital Gain & Losses

Morgan Stanley #015706-Trustee

	Name	Quantity	Date Acquired	Date Sold	Proceeds	Total Cost	Realized Gain/Loss
	MALLINCKRODT PUBLIC LTD CO	93.000	8/21/2009	3/8/2017	4,688.73	2,625.88	2,062.85
	MALLINCKRODT PUBLIC LTD CO	632.000	1/28/2014	3/8/2017	31,863.16	36,060.08	-4,196.92

Total

36,551.89 38,685.96 -2,134.07

JUNE G OUTHWAITE CHARITABLE TRUST

77-6154307

Realized Capital Gains & Losses

Part IV Capital Gain & Losses

Morgan Stanley #015712-CGA

Name	Quantity	Date Acquired	Date Sold	Proceeds	Total Cost	Realized Gain/(Loss)
DEUTSCHE X-TRACKERS MSCI EAF	970.000	7/31/2015	6/5/2017	30,060.80	28,698.81	1,361.99
SPDR S&P 500 ETF TRUST	775.000	5/17/2016	11/14/2017	199,557.97	158,649.32	40,908.65
SPDR S&P 500 ETF TRUST	126.000	5/17/2016	5/19/2017	30,101.13	25,793.31	4,307.82
Total				259,719.90	213,141.44	46,578.46

JUNE G OUTHWAITE CHARITABLE TRUST

77-6154307

Realized Capital Gains & Losses

Part IV Capital Gain & Losses

Morgan Stanley #016530 Wedgewood

Name	Quantity	Date Acquired	Date Sold	Proceeds	Total Cost	Realized Gain/Loss
ALPHABET INC CL A	15.000	7/30/2015	11/14/2017	15,615.04	9,980.85	5,634.19
ALPHABET INC CL A	36.000	7/30/2015	8/7/2017	34,013.60	23,954.04	10,059.56
ALPHABET INC CL C	1.000	1/8/2015	8/7/2017	928.60	498.65	429.95
APPLE INC	88.000	7/30/2015	11/14/2017	15,130.05	10,756.84	4,373.21
APPLE INC	73.000	1/31/2014	8/7/2017	11,584.33	5,228.83	6,355.50
APPLE INC	175.000	7/30/2015	8/7/2017	27,770.67	21,391.44	6,379.23
APPLE INC	246.000	1/31/2014	3/29/2017	35,503.56	17,620.46	17,883.10
APPLE INC	158.000	1/24/2013	2/15/2017	21,344.80	10,290.60	11,054.20
APPLE INC	66.000	1/31/2014	2/15/2017	8,916.18	4,727.44	4,188.74
BERKSHIRE HATHAWAY CL-B NEW	98.000	7/30/2015	11/14/2017	17,952.82	13,994.10	3,958.72
BERKSHIRE HATHAWAY CL-B NEW	258.000	7/30/2015	8/7/2017	45,878.95	36,841.60	9,037.35
CELGENE CORP	52.000	4/11/2017	11/14/2017	5,146.48	6,483.27	-1,336.79
CELGENE CORP	29.000	4/12/2017	11/14/2017	2,870.16	3,616.42	-746.26
CELGENE CORP	115.000	4/11/2017	8/7/2017	15,772.25	14,338.01	1,434.24
CHARLES SCHWAB NEW	618.000	1/21/2016	8/7/2017	26,531.85	15,541.53	10,990.32
COGNIZANT TECH SOLUTIONS CL A	247.000	7/30/2015	8/7/2017	17,203.17	15,535.04	1,668.13
CORE LABORATORIES N V	237.000	7/30/2015	8/7/2017	23,702.37	26,292.85	-2,590.48
EDWARD LIFESCIENCES CORP	113.000	3/9/2017	11/14/2017	11,880.47	10,391.49	1,488.98
EDWARD LIFESCIENCES CORP	135.000	3/9/2017	8/7/2017	15,673.93	12,414.61	3,259.32
EXPRESS SCRIPTS HLDG CO COM	584.000	7/30/2015	3/9/2017	38,977.82	52,979.55	-14,001.73
KRAFT HEINZ CO	100.000	11/18/2015	11/14/2017	7,933.81	7,002.51	931.30
KRAFT HEINZ CO	108.000	9/15/2015	8/7/2017	9,373.29	7,834.83	1,538.46

KRAFT HEINZ CO	174.000	11/18/2015	8/7/2017	15,101.40	12,184.37	2,917.03
KRAFT HEINZ CO	292.000	9/15/2015	7/31/2017	25,545.69	21,183.07	4,362.62
LKQ CORPORATION	1,475.000	7/30/2015	2/6/2017	46,597.62	45,733.85	863.77
MEAD JOHNSON NUTRITION COMPANY	467.000	7/30/2015	2/7/2017	39,110.72	41,903.63	-2,792.91
MEAD JOHNSON NUTRITION COMPANY	103.000	9/2/2015	2/7/2017	8,626.13	7,842.06	784.07
PAYPAL HLDGS INC COM	90.000	2/24/2017	10/24/2017	6,306.55	3,865.54	2,441.01
PAYPAL HLDGS INC COM	213.000	9/15/2015	10/24/2017	14,925.50	7,159.59	7,765.91
PAYPAL HLDGS INC COM	347.000	4/5/2016	10/24/2017	24,315.25	13,382.71	10,932.54
PAYPAL HLDGS INC COM	504.000	9/15/2015	8/7/2017	29,997.88	16,941.01	13,056.87
PAYPAL HLDGS INC COM	188.000	9/15/2015	7/21/2017	11,058.24	6,319.26	4,738.98
PRICELINE GRP INC COM NEW	4.000	7/30/2015	11/14/2017	6,898.30	4,900.98	1,997.32
PRICELINE GRP INC COM NEW	1.000	9/8/2015	11/14/2017	1,724.58	1,277.98	446.60
PRICELINE GRP INC COM NEW	16.000	7/30/2015	8/7/2017	32,681.97	19,603.92	13,078.05
PRICELINE GRP INC COM NEW	27.000	7/30/2015	8/4/2017	54,763.98	33,081.62	21,682.36
QUALCOMM INC	172.000	4/15/2015	11/14/2017	11,339.86	11,490.28	-150.42
QUALCOMM INC	216.000	7/24/2014	8/7/2017	11,376.99	16,353.06	-4,976.07
QUALCOMM INC	257.000	4/15/2015	8/7/2017	13,536.52	17,315.10	-3,778.58
ROSS STORES INC	137.000	6/22/2016	11/14/2017	8,802.46	7,456.48	1,345.98
ROSS STORES INC	92.000	6/22/2016	8/7/2017	5,095.89	5,007.27	88.62
SCHLUMBERGER LTD	71.000	3/10/2015	11/14/2017	4,498.67	5,783.05	-1,284.38
SCHLUMBERGER LTD	53.000	7/30/2015	11/14/2017	3,358.16	4,425.73	-1,067.57
SCHLUMBERGER LTD	479.000	3/10/2015	8/7/2017	31,911.77	39,015.24	-7,103.47
TJX COS INC NEW	195.000	6/8/2016	8/7/2017	13,790.70	15,016.43	-1,225.73
TRACTOR SUPPLY CO	26.000	11/16/2016	11/14/2017	1,609.14	1,874.95	-265.81
TRACTOR SUPPLY CO	647.000	3/9/2017	11/14/2017	40,042.87	46,688.88	-6,646.01
TREEHOUSE FOODS INC	117.000	9/26/2016	8/18/2017	8,177.41	10,076.38	-1,898.97
TREEHOUSE FOODS INC	78.000	12/1/2016	8/18/2017	5,451.60	5,246.06	205.54
TREEHOUSE FOODS INC	80.000	9/8/2016	8/17/2017	5,636.44	7,416.96	-1,780.52
TREEHOUSE FOODS INC	87.000	9/9/2016	8/17/2017	6,129.63	7,894.30	-1,764.67
TREEHOUSE FOODS INC	3.000	9/26/2016	8/17/2017	211.37	258.37	-47.00

TREEHOUSE FOODS INC	94.000	9/8/2016	8/16/2017	6,684.44	8,714.93	-2,030.49
TREEHOUSE FOODS INC	199.000	9/8/2016	8/7/2017	14,934.52	18,449.69	-3,515.17
VERISK ANALYTICS INC COM	48.000	7/30/2015	11/14/2017	4,374.06	3,774.22	599.84
VERISK ANALYTICS INC COM	314.000	7/30/2015	8/7/2017	25,836.32	24,689.70	1,146.62
VISA INC CL A	138.000	7/30/2015	11/14/2017	15,440.68	10,580.07	4,860.61
VISA INC CL A	356.000	7/30/2015	8/7/2017	36,077.98	27,293.52	8,784.46

Total	1,001,675.49	858,722.76	142,952.73
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JUNE G OUTHWAITE CHARITABLE TRUST

77-6154307

Realized Capital Gains & Losses

Part IV Capital Gain & Losses

Morgan Stanley #016543-clearing

Name	Quantity	Date Acquired	Date Sold	Proceeds	Total Cost	Realized Gain/Loss
VANGUARD HI YLD CORP ADM	16,979.032	9/27/2011	11/14/2017	100,000.00	93,897.78	6,102.22

Total

100,000.00	93,897.78	6,102.22
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JUNE G OUTHWAITE CHARITABLE TRUST

77-6154307

Realized Capital Gains & Losses

Part IV Capital Gain & Losses

Morgan Stanley #016546 Congress

Name	Quantity	Date Acquired	Date Sold	Proceeds	Total Cost	Realized Gain/Loss
ACUTY BRANDS INC	4,000	8/11/2017	11/29/2017	686.88	741.48	-54.60
ACUTY BRANDS INC	93,000	8/10/2015	11/29/2017	15,970.04	19,553.21	-3,583.17
BE AEROSPACE INC	179,000	8/10/2015	2/2/2017	10,973.44	9,209.42	1,764.02
BE AEROSPACE INC	20,000	11/18/2015	2/2/2017	1,226.08	893.94	332.14
BE AEROSPACE INC	201,000	8/10/2015	2/1/2017	12,346.68	10,341.31	2,005.37
CORE LABORATORIES N V	20,000	8/11/2017	8/29/2017	1,743.76	1,867.88	-124.12
CORE LABORATORIES N V	172,000	8/10/2015	8/29/2017	14,996.33	20,033.80	-5,037.47
DORMAN PRODUCTS, INC	79,000	8/10/2015	12/4/2017	5,317.40	4,102.66	1,214.74
DORMAN PRODUCTS, INC	9,000	11/18/2015	12/4/2017	605.78	416.11	189.67
DORMAN PRODUCTS, INC	146,000	8/10/2015	12/1/2017	9,773.65	7,582.13	2,191.52
DORMAN PRODUCTS, INC	118,000	8/10/2015	11/30/2017	8,083.20	6,128.02	1,955.18
DORMAN PRODUCTS, INC	35,000	8/10/2015	11/29/2017	2,456.84	1,817.63	639.21
EQUIFAX INC	187,000	8/10/2015	9/13/2017	19,036.27	19,550.18	-513.91
F5 NETWORKS INC	43,000	8/10/2015	10/10/2017	5,034.29	5,688.26	-633.97
F5 NETWORKS INC	22,000	11/18/2015	10/10/2017	2,575.69	2,290.96	284.73
F5 NETWORKS INC	106,000	8/10/2015	10/9/2017	12,334.88	13,972.92	-1,638.04
FOOT LOCKER INC	33,000	8/11/2017	9/22/2017	1,109.84	1,626.42	-516.58
FOOT LOCKER INC	250,000	9/18/2015	9/22/2017	8,407.85	18,361.65	-9,953.80
FOOT LOCKER INC	44,000	11/18/2015	9/22/2017	1,479.78	2,680.81	-1,201.03
FOOT LOCKER INC	38,000	5/23/2016	9/22/2017	1,277.99	2,059.41	-781.42
G III APPAREL GROUP	59,000	2/1/2017	6/27/2017	1,482.39	1,529.19	-46.80
G III APPAREL GROUP	193,000	2/1/2017	6/26/2017	4,789.11	5,002.25	-213.14
G III APPAREL GROUP	135,000	3/23/2016	6/26/2017	3,349.90	5,934.28	-2,584.38

IG III APPAREL GROUP	57,000	5/23/2016	6/26/2017	1,414.40	2,147.70	-733.30
G III APPAREL GROUP	217,000	3/23/2016	6/23/2017	5,300.47	9,538.80	-4,238.33
G III APPAREL GROUP	73,000	3/23/2016	6/22/2017	1,788.10	3,208.90	-1,420.80
HAIN CELESTIAL GROUP INC	67,000	2/1/2017	6/1/2017	2,391.97	2,620.73	-228.76
HAIN CELESTIAL GROUP INC	285,000	8/10/2015	6/1/2017	10,174.79	19,684.81	-9,510.02
HAIN CELESTIAL GROUP INC	143,000	11/18/2015	6/1/2017	5,105.24	6,021.60	-916.36
MANHATTAN ASSOC INC	116,000	2/1/2017	10/2/2017	4,882.98	5,518.61	-635.63
MANHATTAN ASSOC INC	4,000	8/11/2017	10/2/2017	168.38	173.71	-5.33
MANHATTAN ASSOC INC	95,000	2/1/2017	9/29/2017	3,954.22	4,519.55	-565.33
MANHATTAN ASSOC INC	61,000	5/25/2016	9/29/2017	2,539.02	3,977.94	-1,438.92
MANHATTAN ASSOC INC	139,000	6/17/2016	9/29/2017	5,785.64	8,973.84	-3,188.20
MIDDLEBY CORP DEL	47,000	8/10/2015	8/31/2017	5,596.48	5,810.51	-214.03
MIDDLEBY CORP DEL	11,000	11/18/2015	8/31/2017	1,309.81	1,160.58	149.23
MIDDLEBY CORP DEL	111,000	8/10/2015	8/30/2017	13,209.20	13,722.70	-513.50
PARXEL INTL CORP	13,000	5/23/2016	5/11/2017	975.09	777.74	197.35
PARXEL INTL CORP	292,000	8/10/2015	5/11/2017	21,902.12	19,685.38	2,216.74
ROBERT HALF INT	14,000	5/23/2016	4/17/2017	623.52	550.13	73.39
ROBERT HALF INT	97,000	5/23/2016	4/13/2017	4,341.57	3,811.62	529.95
ROBERT HALF INT	346,000	8/10/2015	4/13/2017	15,486.41	19,613.39	-4,126.98
ROBERT HALF INT	7,000	11/18/2015	4/13/2017	313.31	356.51	-43.20
SCRIPPS NETWORKS INTERAC CL A	332,000	8/10/2015	8/11/2017	28,830.31	19,586.17	9,244.14
SIGNATURE BANK	4,000	8/11/2017	10/10/2017	500.62	513.21	-12.59
SIGNATURE BANK	91,000	8/10/2015	10/10/2017	11,389.02	13,374.40	-1,985.38
SIGNATURE BANK	3,000	5/23/2016	10/10/2017	375.46	403.64	-28.18
SIGNATURE BANK	42,000	8/10/2015	10/9/2017	5,226.89	6,172.80	-945.91
VCA ANTECH INC	29,000	6/20/2016	2/1/2017	2,626.56	1,931.94	694.62

Total **301,269.65** **335,220.83** **-33,951.18**

JUNE G OUTHWAITE CHARITABLE TRUST

77-6154307

Realized Capital Gains & Losses

Part IV Capital Gain & Losses

Morgan Stanley #016557 Harding Loevner

Name	Quantity	Date Acquired	Date Sold	Proceeds	Total Cost	Realized Gain/Loss	Wash Sale
AIA GROUP LTD SPON ADR	212.000	8/10/2015	11/14/2017	7,153.62	5,452.64	1,700.98	0.00
AIA GROUP LTD SPON ADR	541.000	8/10/2015	8/7/2017	16,824.71	13,914.52	2,910.19	0.00
AIR LIQUIDE ADR	296.000	8/10/2015	11/14/2017	7,344.48	7,242.18	102.30	0.00
AIR LIQUIDE ADR	386.000	8/10/2015	8/7/2017	9,566.28	10,388.62	-822.34	0.00
ALFA LAVAL AB-UNSPONS ADR	281.000	2/12/2016	8/7/2017	6,486.06	4,393.24	2,092.82	0.00
ALLIANZ SE ADS	289.000	8/10/2015	11/14/2017	6,747.99	5,019.93	1,728.06	0.00
ASPEN PHARMACARE HLDGS LTD ADR	172.000	10/12/2016	9/25/2017	4,007.50	3,748.67	258.83	0.00
ATLAS COPCO AS A ADR A NEW	152.000	8/10/2015	8/7/2017	5,566.11	4,179.89	1,386.22	0.00
ATLAS COPCO AS A ADR A NEW	211.000	8/10/2015	1/10/2017	6,649.30	5,802.35	846.95	0.00
BAIDU INC ADS	26.000	8/10/2015	11/14/2017	6,099.44	4,593.92	1,505.52	0.00
BAIDU INC ADS	32.000	8/10/2015	8/22/2017	7,182.97	5,654.06	1,528.91	0.00
BAIDU INC ADS	77.000	8/10/2015	8/7/2017	17,488.13	13,605.07	3,883.06	0.00
BANCO BILBAO VIZ ARG SA ADS	283.000	8/10/2015	11/14/2017	2,364.41	2,925.77	-561.36	0.00
BANCO BILBAO VIZ ARG SA ADS	308.000	2/5/2016	11/14/2017	2,573.28	2,030.06	543.22	0.00
BANCO BILBAO VIZ ARG SA ADS	57.000	8/31/2016	11/14/2017	476.22	354.94	121.28	0.00
BANCO BILBAO VIZ ARG SA ADS	218.000	8/10/2015	11/14/2017	1,821.35	2,346.04	-524.69	0.00
BANCO BILBAO VIZ ARG SA ADS	1,403.000	8/10/2015	8/7/2017	13,019.53	14,504.78	-1,485.25	0.00
BANCO BILBAO VIZ ARG SA ADS	0.000	4/5/2017	5/2/2017	921.96	927.78	-5.82	0.00
BAYER AG SPON ADR	261.000	6/9/2016	11/14/2017	8,359.81	6,694.42	1,665.39	0.00
BAYER AG SPON ADR	119.000	6/9/2016	8/7/2017	14,949.32	12,208.97	2,740.35	0.00
BAYERISCHE MOTOREN WERKE ADR	161.000	8/10/2015	9/25/2017	5,375.35	5,517.33	-141.98	0.00
BAYERISCHE MOTOREN WERKE ADR	235.000	8/10/2015	5/19/2017	7,526.39	8,053.24	-526.85	0.00

BBA AVIATION PLC ADR	137.000	6/29/2016	9/25/2017	2,731.71	1,989.87	741.84	0.00
BUNGE LTD	46.000	11/25/2015	4/5/2017	3,579.37	3,108.18	471.19	0.00
BUNGE LTD	90.000	2/5/2016	4/5/2017	7,003.12	5,365.33	1,637.79	0.00
BUNGE LTD	178.000	8/10/2015	4/4/2017	13,927.22	13,715.61	211.61	0.00
BUNGE LTD	79.000	11/25/2015	4/4/2017	6,181.18	5,337.96	843.22	0.00
BUNGE LTD	122.000	8/10/2015	4/3/2017	9,599.65	9,400.59	199.06	0.00
CANADIAN NATL RAILWAY CO	54.000	8/10/2015	11/14/2017	4,329.95	3,402.39	927.56	0.00
CANADIAN NATL RAILWAY CO	14.000	8/10/2015	9/25/2017	1,142.12	882.10	260.02	0.00
CANADIAN NATL RAILWAY CO	106.000	8/10/2015	8/7/2017	8,460.00	6,678.76	1,781.24	0.00
CHECK POINT SOFTWARE TECH LTD	43.000	9/12/2016	11/14/2017	4,402.34	3,327.70	1,074.64	0.00
CHECK POINT SOFTWARE TECH LTD	101.000	9/12/2016	8/7/2017	10,765.62	7,816.22	2,949.40	0.00
CSL LTD	86.000	8/10/2015	9/25/2017	4,575.06	3,113.18	1,461.88	0.00
CSL LTD	70.000	8/10/2015	6/1/2017	3,391.15	2,533.99	857.16	0.00
CSL LTD	225.000	8/10/2015	5/31/2017	10,845.55	8,144.96	2,700.59	0.00
DASSAULT SYSTEMS SA ADS	43.000	8/10/2015	11/14/2017	4,503.28	3,294.86	1,208.42	0.00
DASSAULT SYSTEMS SA ADS	153.000	8/10/2015	8/7/2017	15,103.43	11,723.57	3,379.86	0.00
DASSAULT SYSTEMS SA ADS	33.000	8/10/2015	6/28/2017	2,997.26	2,528.61	468.65	0.00
DASSAULT SYSTEMS SA ADS	35.000	8/10/2015	6/27/2017	3,191.48	2,681.86	509.62	0.00
DASSAULT SYSTEMS SA ADS	99.000	8/10/2015	6/26/2017	9,136.31	7,585.84	1,550.47	0.00
DBS GROUP HOLDINGS LTD SP	24.000	8/10/2015	11/14/2017	1,673.60	1,421.68	251.92	0.00
DBS GROUP HOLDINGS LTD SP	133.000	8/10/2015	8/7/2017	8,280.23	7,878.48	401.75	0.00
FANUC CORPORATION UNSP ADR	230.000	8/10/2015	11/14/2017	5,541.84	4,012.18	1,529.66	0.00
FANUC CORPORATION UNSP ADR	689.000	8/10/2015	8/7/2017	13,918.16	12,019.08	1,899.08	0.00
FANUC CORPORATION UNSP ADR	564.000	8/10/2015	1/4/2017	9,556.09	9,838.55	-282.46	0.00
FRESENIUS MEDICAL CARE AG&CO	89.000	8/10/2015	11/14/2017	4,381.93	3,704.94	676.99	0.00
FRESENIUS MEDICAL CARE AG&CO	229.000	8/10/2015	8/7/2017	10,550.49	9,532.93	1,017.56	0.00
FUCHS PETROLUB AG UNSPON ADR	536.000	8/10/2015	8/7/2017	7,549.59	6,562.25	987.34	0.00
GRIFOLS SA ADR	251.000	11/13/2015	9/25/2017	5,269.21	4,451.58	817.63	0.00
GRUPO TELEVISIA S.A.-GLOBAL DEP	57.000	5/25/2016	11/17/2017	1,075.47	1,538.94	-463.47	0.00
GRUPO TELEVISIA S.A.-GLOBAL DEP	101.000	5/26/2016	11/17/2017	1,905.65	2,735.41	-829.76	0.00

GRUPO TELEVISIA S.A.GLOBAL DEP	152.000	5/25/2016	11/16/2017	2,910.78	4,103.85	-1,193.07	0.00
GRUPO TELEVISIA S.A.GLOBAL DEP	73.000	5/25/2016	11/15/2017	1,406.92	1,970.93	-564.01	0.00
GRUPO TELEVISIA S.A.GLOBAL DEP	202.000	5/25/2016	11/14/2017	3,926.80	5,453.80	-1,527.00	0.00
HDFC BANK LTD ADR	60.000	6/26/2017	11/14/2017	5,598.17	5,257.92	340.25	0.00
HSBC HOLDINGS PLC SPON ADR NEW	107.000	12/13/2016	8/7/2017	5,342.72	4,502.31	840.41	0.00
ICICI BANK LTD	0.900	12/14/2016	7/3/2017	8.11	6.34	1.77	0.00
INFINEON TECHNOLOGIES AG	276.000	5/26/2017	11/14/2017	7,788.13	6,084.91	1,703.22	0.00
ITAU UNIBANCO MULTIPLE ADR	484.000	8/10/2015	8/7/2017	6,065.63	3,639.89	2,425.74	0.00
JGC CORP UNSPONSORED ADR	215.000	8/10/2015	11/14/2017	7,444.47	6,937.68	506.79	0.00
KUBOTA CP ADR	63.000	5/26/2016	8/7/2017	5,906.74	4,682.88	1,223.86	0.00
L OREAL CO ADR	94.000	8/10/2015	11/14/2017	4,071.04	3,696.76	374.28	0.00
L OREAL CO ADR	154.000	8/10/2015	8/25/2017	6,495.34	6,056.39	438.95	0.00
L OREAL CO ADR	317.000	8/10/2015	8/7/2017	13,127.83	12,466.72	661.11	0.00
LINDE AG SPONSORED ADR	33.000	8/10/2015	9/22/2017	654.20	650.40	3.80	0.00
LINDE AG SPONSORED ADR	143.000	2/5/2016	9/22/2017	2,834.88	1,959.07	875.81	0.00
LINDE AG SPONSORED ADR	537.000	3/30/2016	9/22/2017	10,645.67	8,012.68	2,632.99	0.00
LINDE AG SPONSORED ADR	407.000	8/10/2015	9/21/2017	8,097.08	8,021.61	75.47	0.00
LINDE AG SPONSORED ADR	365.000	8/10/2015	8/7/2017	6,924.36	7,193.83	-269.47	0.00
LVNHH MOET HENNESSY LOUIS VUITT	150.000	8/10/2015	8/7/2017	7,853.06	5,778.76	2,074.30	0.00
MITSUBISHI EST ADR	342.000	8/10/2015	11/14/2017	6,238.72	7,886.42	-1,647.70	0.00
MONOTARO CO LTD ADR	243.000	8/10/2015	8/7/2017	8,011.52	6,581.66	1,429.86	0.00
NASPERS LIMITED ADS	571.000	8/10/2015	8/7/2017	12,818.65	8,048.83	4,769.82	0.00
NASPERS LTD ADR	71.462	8/10/2015	11/14/2017	3,562.36	2,015.73	1,546.63	0.00
NASPERS LTD ADR	11.538	2/5/2016	11/14/2017	575.17	278.35	296.82	0.00
NASPERS LTD ADR	0.500	2/10/2016	8/11/2017	21.48	11.20	10.28	0.00
NESTLE SPON ADR REP REG SHR	87.000	8/10/2015	11/14/2017	7,377.20	6,528.47	848.73	0.00
NESTLE SPON ADR REP REG SHR	179.000	8/10/2015	8/7/2017	15,317.12	13,432.14	1,884.98	0.00
PARK24 CO LTD SPONSORED	273.000	2/5/2016	11/14/2017	6,259.19	7,482.03	-1,222.84	0.00
PARK24 CO LTD SPONSORED	1.000	2/5/2016	8/7/2017	25.12	27.70	-2.58	0.00
PARK24 CO LTD SPONSORED	13.000	2/5/2016	8/7/2017	326.61	356.29	-29.68	0.00

ROCHE HOLDINGS ADR	199,000	8/10/2015	11/14/2017	5,742.94	7,104.16	-1,361.22	0.00
ROCHE HOLDINGS ADR	387,000	8/10/2015	8/7/2017	12,326.12	13,815.63	-1,489.51	0.00
ROCHE HOLDINGS ADR	282,000	8/10/2015	7/27/2017	8,961.41	10,067.20	-1,105.79	0.00
ROYAL DUTCH SHELL PLC CL B	106,000	2/25/2016	11/14/2017	6,991.93	4,744.88	2,247.05	0.00
ROYAL DUTCH SHELL PLC CL B	209,000	2/25/2016	8/7/2017	12,327.16	9,355.47	2,971.69	0.00
SAP AG	56,000	8/10/2015	11/14/2017	6,337.41	4,098.55	2,238.86	0.00
SAP AG	134,000	8/10/2015	8/7/2017	14,280.65	9,807.25	4,473.40	0.00
SAP AG	43,000	8/10/2015	5/19/2017	4,525.42	3,147.10	1,378.32	0.00
SAP AG	35,000	8/10/2015	5/18/2017	3,639.87	2,561.59	1,078.28	0.00
SASOL LTD SPON ADR	204,000	8/10/2015	11/14/2017	6,137.46	6,944.12	-806.66	0.00
SCHLUMBERGER LTD	102,000	8/10/2015	8/7/2017	6,791.00	8,577.91	-1,786.91	0.00
SHIRE PLC ADR	46,000	11/25/2016	8/7/2017	7,197.95	8,054.49	-856.54	856.54
SONOVA HLDG AG UNSP ADR	186,000	8/10/2015	8/7/2017	6,002.45	5,231.42	771.03	0.00
SYMRISE AG UNSPONS ADR	378,000	8/10/2015	8/7/2017	6,593.14	6,369.07	224.07	0.00
SYSMEX CORP UNSPON ADR	101,000	8/10/2015	11/14/2017	3,549.05	3,362.20	186.85	0.00
SYSMEX CORP UNSPON ADR	219,000	8/10/2015	8/7/2017	6,655.25	7,290.31	-635.06	0.00
TAIWAN SMCNDCTR MFG CO LTD ADR	193,000	8/10/2015	11/14/2017	8,075.53	4,198.73	3,876.80	0.00
TAIWAN SMCNDCTR MFG CO LTD ADR	452,000	8/10/2015	8/7/2017	16,616.58	9,833.31	6,783.27	0.00
TENARIS S.A.	143,000	5/26/2016	11/14/2017	4,123.16	3,847.80	275.36	0.00
TENARIS S.A.	224,000	5/26/2016	2/8/2017	7,457.01	6,027.33	1,429.68	0.00
TURKIYE GARANTI BANKASI A S	1,862,000	8/10/2015	8/7/2017	5,678.96	5,288.08	390.88	0.00
UNILEVER PLC (NEW) ADS	133,000	8/10/2015	8/7/2017	7,603.86	6,125.62	1,478.24	0.00
WPP PLC SPON NEW ADR	108,000	8/10/2015	10/4/2017	9,863.96	12,207.24	-2,343.28	0.00
WPP PLC SPON NEW ADR	73,000	8/10/2015	8/7/2017	7,501.52	8,251.19	-749.67	0.00
WPP PLC SPON NEW ADR	59,000	8/10/2015	5/19/2017	6,594.95	6,668.77	-73.82	0.00

Total **713,282.08** **627,990.99** **85,291.09** **856.54**

JUNE G. OUTHWAITE CHARITABLE TRUST

77-6154307

Realized Capital Gains & Losses

Part IV Capital Gain & Losses

Morgan Stanley #016560 Central Coast

Name	Quantity	Date Acquired	Date Sold	Proceeds	Total Cost	Realized Gain/Loss
ANDEAVOR LOGISTICS LP	167.000	9/25/2015	12/8/2017	7,531.04	7,540.85	-9.81
BUCKEYE PARTNERS L P	34.000	9/25/2015	12/8/2017	1,598.85	2,143.70	-544.85
BUCKEYE PARTNERS L P	191.000	9/25/2015	6/13/2017	12,068.96	12,042.53	26.43
DOMINION ENERGY MIDSTR PRTN	324.000	9/25/2015	12/8/2017	10,374.50	9,349.70	1,024.80
DOMINION ENERGY MIDSTR PRTN	8.000	11/25/2015	12/8/2017	256.16	256.50	-0.34
DOMINION ENERGY MIDSTR PRTN	23.000	9/25/2015	6/13/2017	642.39	663.71	-21.32
ENBRIDGE ENERGY PTNRS LP	215.000	3/17/2017	12/8/2017	3,108.82	3,811.76	-702.94
ENBRIDGE ENERGY PTNRS LP	29.000	3/17/2017	6/13/2017	473.44	514.14	-40.70
ENERGY TRANSFER PARTNER L.P.	189.000	9/25/2015	12/8/2017	3,148.13	5,313.51	-2,165.38
ENLINK MIDSTREAM PARTNERS LP	449.000	9/25/2015	12/8/2017	6,909.59	7,428.48	-518.89
ENLINK MIDSTREAM PARTNERS LP	55.000	9/25/2015	6/13/2017	921.69	909.95	11.74
ENTERPRISE PROD PTNRS L P	861.000	9/25/2015	12/8/2017	21,483.34	21,688.59	-205.25
ENTERPRISE PROD PTNRS L.P.	30.000	11/25/2015	12/8/2017	748.55	778.38	-29.83
ENTERPRISE PROD PTNRS L.P.	520.000	9/25/2015	9/12/2017	13,650.20	13,098.80	551.40
MAGELLAN MIDSTREAM PARTNERS LP	87.000	9/25/2015	12/8/2017	5,864.50	5,359.36	505.14
MAGELLAN MIDSTREAM PARTNERS LP	13.000	9/25/2015	6/13/2017	928.22	800.82	127.40
MPLX LP COM UNIT REP LTD	170.000	9/25/2015	12/8/2017	6,090.48	6,868.53	-778.05
MPLX LP COM UNIT REP LTD	301.000	9/25/2015	12/8/2017	10,783.74	11,334.81	-551.07
MPLX LP COM UNIT REP LTD	34.000	11/25/2015	12/8/2017	1,218.10	1,363.40	-145.30
ONEOK INC NEW	80.000	7/3/2017	12/8/2017	4,237.50	4,172.80	64.70
ONEOK INC NEW	0.760	7/3/2017	7/3/2017	39.44	39.64	-0.20
ONEOK PARTNERS LP	2.000	5/16/2017	7/3/2017	102.76	0.00	0.00

ONEOK PARTNERS LP	183.000	11/25/2015	7/3/2017	9,402.10	0.00	0.00
ONEOK PARTNERS LP	161.000	12/18/2015	7/3/2017	8,271.79	0.00	0.00
ONEOK PARTNERS LP	70.000	3/29/2016	7/3/2017	3,596.43	0.00	0.00
ONEOK PARTNERS LP	21.000	11/25/2015	6/13/2017	1,030.32	639.91	390.41
ONEOK PARTNERS LP	55.000	11/25/2015	3/17/2017	2,846.70	1,675.96	1,170.74
PHILLIPS 66 PARTNERS LP	116.000	3/18/2016	6/14/2017	5,426.80	7,233.23	-1,806.43
PHILLIPS 66 PARTNERS LP	91.000	2/19/2016	6/13/2017	4,299.77	5,171.57	-871.80
PHILLIPS 66 PARTNERS LP	35.000	3/18/2016	6/13/2017	1,653.76	2,182.44	-528.68
PHILLIPS 66 PARTNERS LP	281.000	9/25/2015	3/17/2017	14,234.13	13,532.62	701.51
PHILLIPS 66 PARTNERS LP	11.000	11/25/2015	3/17/2017	557.21	659.32	-102.11
PHILLIPS 66 PARTNERS LP	104.000	12/18/2015	3/17/2017	5,268.15	5,930.86	-662.71
PHILLIPS 66 PARTNERS LP	12.000	2/19/2016	3/17/2017	607.86	681.96	-74.10
PLAINS ALL AMERICAN PIPELINE LP	224.000	9/25/2015	12/8/2017	4,434.02	6,797.21	-2,363.19
PLAINS ALL AMERICAN PIPELINE LP	116.000	11/25/2015	12/8/2017	2,296.19	2,822.28	-526.09
SHELL MIDSTREAM PARTNERS L.P.	107.000	6/6/2016	12/8/2017	2,857.32	3,675.17	-817.85
SHELL MIDSTREAM PARTNERS L.P.	16.000	6/8/2016	12/8/2017	427.26	549.94	-122.68
SHELL MIDSTREAM PARTNERS L.P.	7.000	9/19/2016	12/8/2017	186.93	209.89	-22.96
SHELL MIDSTREAM PARTNERS L.P.	62.000	2/19/2016	9/12/2017	1,729.23	2,220.90	-491.67
SHELL MIDSTREAM PARTNERS L.P.	225.000	3/18/2016	9/12/2017	6,275.44	7,902.97	-1,627.53
SHELL MIDSTREAM PARTNERS L.P.	299.000	6/6/2016	9/12/2017	8,339.37	10,269.87	-1,930.50
SHELL MIDSTREAM PARTNERS L.P.	36.000	2/19/2016	6/13/2017	1,054.36	1,289.56	-235.20
SHELL MIDSTREAM PARTNERS L.P.	454.000	9/25/2015	6/2/2017	13,509.83	13,620.00	-110.17
SHELL MIDSTREAM PARTNERS L.P.	43.000	11/25/2015	6/2/2017	1,279.57	1,523.49	-243.92
SHELL MIDSTREAM PARTNERS L.P.	116.000	12/18/2015	6/2/2017	3,451.85	4,312.60	-860.75
SHELL MIDSTREAM PARTNERS L.P.	86.000	2/19/2016	6/2/2017	2,559.13	3,080.60	-521.47
SPECTRA ENERGY PARTNERS L.P.	84.000	9/25/2015	6/13/2017	3,528.11	3,522.44	5.67
TARGA RESOURCES CORP	239.000	2/17/2016	12/8/2017	10,799.56	3,542.05	7,257.51
TC PIPELINES LP	192.000	9/25/2015	12/8/2017	9,995.07	9,764.04	231.03
TC PIPELINES LP	22.000	9/25/2015	6/13/2017	1,181.91	1,118.80	63.11
TESORO LOGISTICS LP	29.000	9/25/2015	6/13/2017	1,465.51	1,309.49	156.02

TESORO LOGISTICS LP	42,000	9/25/2015	3/17/2017	2,266.92	1,896.50	370.42
VALERO ENERGY PARTNERS LP	58,000	12/18/2015	12/8/2017	2,365.77	2,832.42	-466.65
VALERO ENERGY PARTNERS LP	21,000	12/18/2015	6/13/2017	906.60	1,025.53	-118.93
WESTERN GAS EQUITY	69,000	9/19/2016	12/8/2017	2,536.01	2,630.25	-94.24
WESTERN GAS PARTNERS LP	70,000	9/25/2015	12/8/2017	3,259.76	3,341.63	-81.87
WESTERN GAS PARTNERS LP	19,000	9/25/2015	6/13/2017	1,049.66	907.01	142.65
WILLIAMS PARTN LP NEW COM UNIT	166,000	6/13/2017	12/8/2017	6,111.59	6,435.67	-324.08

Total

263,242.39 249,788.14 13,454.25

Oneok Partners LP missing gains

21,373.09 -21,373.08

Adjusted Totals for missing Oneok LP

263,242.39 271,161.23 -7,918.80

JUNE G. OUTHWAITE CHARITABLE TRUST

77-6154307

Realized Capital Gains & Losses

Part IV Capital Gain & Losses

Morgan Stanley #016579 Ziegler

Name	Quantity	Date Acquired	Date Sold	Proceeds	Total Cost	Realized Gain/Loss
ACORDA THERAPEUTICS INC	285.000	2/11/2016	4/6/2017	4,856.72	9,464.31	-4,607.59
AMBARELLA INC	33.000	6/20/2016	6/13/2017	1,675.67	1,764.32	-88.65
AMBARELLA INC	26.000	9/20/2016	6/13/2017	1,320.22	1,723.78	-403.56
AMBARELLA INC	40.000	3/1/2017	6/13/2017	2,031.11	2,279.41	-248.30
AMBARELLA INC	51.000	2/11/2016	6/13/2017	2,589.67	1,827.94	761.73
AMN HEALTHCARE SVCS INC	54.000	2/11/2016	12/8/2017	2,655.55	1,231.58	1,423.97
ANALOGIC CORPORATION	58.000	2/11/2016	9/21/2017	4,529.26	4,074.72	454.54
ANALOGIC CORPORATION	46.000	2/11/2016	8/9/2017	3,173.04	3,231.67	-58.63
ANALOGIC CORPORATION	12.000	2/11/2016	3/28/2017	898.33	843.04	55.29
ASPEN TECHNOLOGY INC	36.000	2/11/2016	8/9/2017	2,042.86	1,082.38	960.48
BALCHEM CP	5.000	2/11/2016	2/21/2017	420.67	307.78	112.89
BALCHEM CP	32.000	2/11/2016	2/17/2017	2,685.50	1,969.78	715.72
BALCHEM CP	50.000	2/11/2016	2/16/2017	4,210.25	3,077.79	1,132.46
BALCHEM CP	10.000	2/11/2016	2/15/2017	845.93	615.56	230.37
CALATLANTIC GROUP INC	57.000	3/13/2017	6/6/2017	2,056.14	2,120.60	-64.46
CALATLANTIC GROUP INC	98.000	2/11/2016	6/6/2017	3,535.12	2,755.77	779.35
CALATLANTIC GROUP INC	108.000	2/11/2016	6/5/2017	3,942.19	3,036.97	905.22
CANTEL MEDICAL CORP	29.000	2/11/2016	12/8/2017	3,008.09	1,658.72	1,349.37
CONTROL4 CORP	23.000	8/10/2017	11/3/2017	709.83	528.71	181.12
COOPER STANDARD HOLDING INC	28.000	8/29/2016	8/3/2017	2,760.47	2,772.46	-11.99
DCT INDUSTRIAL TRUST INC	47.000	5/26/2016	11/10/2017	2,811.23	1,992.68	818.55
DCT INDUSTRIAL TRUST INC	86.000	5/26/2016	11/9/2017	5,162.61	3,646.25	1,516.36

EAGLE BANCORP INC MD	25,000	2/11/2016	10/12/2017	1,700.72	1,114.91	585.81
EAGLE BANCORP INC MD	46,000	2/11/2016	9/20/2017	2,909.29	2,051.44	857.85
ENTEGRIS INC	52,000	2/11/2016	11/29/2017	1,545.84	601.92	943.92
ENTEGRIS INC	82,000	2/11/2016	8/3/2017	2,058.36	949.17	1,109.19
ESTERLINE TECHNOLOGIES CP	27,000	2/11/2016	11/9/2017	2,477.67	1,431.79	1,045.88
EURONET WORLDWIDE INC	30,000	2/11/2016	5/25/2017	2,541.44	1,850.55	690.89
FULLER H B & COMPANY	162,000	2/11/2016	8/31/2017	8,130.25	5,828.16	2,302.09
FULLER H B & COMPANY	44,000	2/22/2016	8/31/2017	2,208.22	1,676.31	531.91
ICU MEDICAL INC	14,000	2/11/2016	9/20/2017	2,587.43	1,241.86	1,345.57
ICU MEDICAL INC	14,000	2/11/2016	5/23/2017	2,252.66	1,241.86	1,010.80
INPHI INC	56,000	7/20/2016	7/19/2017	2,055.20	1,942.07	113.13
INPHI INC	3,000	3/31/2016	7/19/2017	110.10	101.70	8.40
INPHI INC	98,000	3/31/2016	7/18/2017	3,592.70	3,322.22	270.48
INPHI INC	91,000	3/31/2016	7/12/2017	3,489.31	3,084.92	404.39
INTEGER HOLDINGS CORP	168,000	9/8/2016	4/21/2017	6,042.83	4,244.96	1,797.87
INTEGER HOLDINGS CORP	93,000	2/11/2016	4/21/2017	3,345.13	2,886.51	458.62
INTEGER HOLDINGS CORP	34,000	2/22/2016	4/21/2017	1,222.95	1,193.56	29.39
INTEGER HOLDINGS CORP	75,000	2/11/2016	1/31/2017	2,374.49	2,327.83	46.66
JACK IN THE BOX INC	45,000	2/11/2016	10/12/2017	4,460.52	3,204.27	1,256.25
JACK IN THE BOX INC	39,000	2/11/2016	10/11/2017	3,908.20	2,777.04	1,131.16
JACK IN THE BOX INC	22,000	2/11/2016	5/25/2017	2,291.10	1,566.53	724.57
JANUS CAPITAL GROUP INC	68,000	2/11/2016	2/6/2017	827.90	781.99	45.91
JANUS CAPITAL GROUP INC	110,000	2/22/2016	2/6/2017	1,339.24	1,398.01	-58.77
JANUS CAPITAL GROUP INC	422,000	2/11/2016	2/3/2017	5,196.13	4,852.92	343.21
KNIGHT TRANSPORTATION	190,000	2/11/2016	4/25/2017	6,630.62	4,638.03	1,992.59
LAKELAND FINCL	40,000	2/11/2016	10/12/2017	1,940.35	1,107.00	833.35
LITHIA MOTORS INC A	50,000	2/11/2016	3/13/2017	4,609.30	3,874.20	735.10
LITHIA MOTORS INC A	17,000	2/11/2016	3/13/2017	1,567.16	1,317.23	249.93
LIVANOVA PLC SHS	58,000	2/11/2016	8/14/2017	3,611.12	3,198.86	412.26
MANHATTAN ASSOC INC	138,000	2/11/2016	5/5/2017	6,239.79	6,678.61	-438.82

METHODE ELEC INC	116.000	2/11/2016	6/21/2017	4,477.74	2,927.61	1,550.13
MICROSEMI CORP	114.000	2/11/2016	5/17/2017	5,444.17	3,405.13	2,039.04
MICROSEMI CORP	65.000	2/11/2016	3/13/2017	3,378.57	1,941.52	1,437.05
MICROSEMI CORP	44.000	2/11/2016	1/31/2017	2,323.94	1,314.26	1,009.68
MODINE MFG CO	30.000	2/11/2016	10/31/2017	626.33	240.00	386.33
MODINE MFG CO	63.000	2/11/2016	10/30/2017	1,299.78	504.00	795.78
MONOLITHIC PWR SYSTEMS INC	28.000	2/11/2016	8/3/2017	2,832.68	1,558.42	1,274.26
MULTI COLOR CP	27.000	7/20/2016	7/24/2017	2,129.79	1,760.44	369.35
MULTI COLOR CP	76.000	2/11/2016	7/21/2017	6,039.74	3,198.54	2,841.20
MULTI COLOR CP	3.000	7/20/2016	7/21/2017	238.41	195.60	42.81
MULTI COLOR CP	24.000	2/11/2016	7/18/2017	1,868.91	1,010.06	858.85
MULTI COLOR CP	28.000	2/11/2016	2/7/2017	2,122.80	1,178.41	944.39
NATUS MED INC	84.000	2/11/2016	12/8/2017	3,167.53	2,873.74	293.79
NIC INC	350.000	2/11/2016	3/28/2017	6,975.69	6,078.24	897.45
ORBOTECH LTD	53.000	2/11/2016	11/29/2017	2,721.82	1,055.73	1,666.09
ORBOTECH LTD	62.000	2/11/2016	1/31/2017	2,160.14	1,235.01	925.13
ORTHOPIX INTL NV	240.000	2/11/2016	1/4/2017	8,607.84	8,963.93	-356.09
PATRICK INDUSTRIES	0.000	2/11/2016	12/8/2017	32.77	0.00	32.77
PATRICK INDUSTRIES	29.000	2/11/2016	2/7/2017	2,339.36	911.38	1,427.98
PERFICIENT INC	24.000	2/11/2016	5/15/2017	392.64	418.30	-25.66
PERFICIENT INC	80.000	3/31/2016	5/15/2017	1,308.81	1,745.95	-437.14
PERFICIENT INC	150.000	2/11/2016	5/12/2017	2,464.31	2,614.38	-150.07
PERFICIENT INC	81.000	2/11/2016	5/11/2017	1,337.56	1,411.77	-74.21
PERFICIENT INC	79.000	2/11/2016	5/10/2017	1,341.13	1,376.91	-35.78
PERFICIENT INC	76.000	2/11/2016	5/9/2017	1,296.81	1,324.62	-27.81
PROOFPOINT INC	20.000	2/11/2016	5/25/2017	1,743.43	797.35	946.08
RPC INCORPORATED	93.000	10/6/2016	11/22/2017	2,157.75	1,656.99	500.76
RPC INCORPORATED	128.000	10/6/2016	11/13/2017	3,096.33	2,280.59	815.74
SCHULMAN A INC	188.000	2/11/2016	8/14/2017	5,397.82	4,248.74	1,149.08
STAMPS.COM INC COM NEW	10.000	7/1/2016	10/11/2017	2,179.03	871.75	1,307.28

SYNCHRONOSS TECH INC	140,000	9/20/2016	4/27/2017	1,820.36	5,785.72	-3,965.36
SYNCHRONOSS TECH INC	44,000	11/30/2016	4/27/2017	572.11	2,131.87	-1,559.76
TANGER FACTORY OUTLET CENTERS	170,000	2/11/2016	1/27/2017	5,702.18	5,047.11	655.07
TANGER FACTORY OUTLET CENTERS	51,000	12/2/2016	1/27/2017	1,710.65	1,772.88	-62.23
TELIGENT INC NEW	129,000	5/5/2017	11/7/2017	398.99	1,058.92	-659.93
TELIGENT INC NEW	218,000	5/8/2017	11/7/2017	674.26	1,832.68	-1,158.42
TELIGENT INC NEW	45,000	5/9/2017	11/7/2017	139.18	388.71	-249.53
TENNECO AUTOMOTIVE INC	137,000	2/11/2016	10/11/2017	8,382.02	5,750.99	2,631.03
TENNECO AUTOMOTIVE INC	63,000	2/11/2016	7/12/2017	3,759.21	2,644.61	1,114.60
TOOTSIE ROLL IND INC	71,000	2/11/2016	12/8/2017	2,562.24	2,134.27	427.97
TOOTSIE ROLL IND INC	0.270	2/11/2016	4/17/2017	10.20	8.12	2.08
UNIFI, INC NEW	155,000	2/11/2016	4/27/2017	4,523.93	3,341.13	1,182.80
UNIFI, INC NEW	61,000	2/11/2016	4/26/2017	1,774.86	1,314.90	459.96
WEST PHARMACEUTICAL SVCS INC	88,000	2/11/2016	1/27/2017	7,366.58	4,819.38	2,547.20
WESTERN ALLIANCE BANCORP	69,000	2/11/2016	9/21/2017	3,454.97	1,885.41	1,569.56
WESTERN ALLIANCE BANCORP	82,000	2/11/2016	9/20/2017	4,082.06	2,240.63	1,841.43
WESTERN ALLIANCE BANCORP	35,000	2/11/2016	2/16/2017	1,836.26	956.37	879.89
WESTERN ALLIANCE BANCORP	69,000	2/11/2016	2/15/2017	3,670.92	1,885.41	1,785.51
WINTRUST FIN CORP	34,000	2/11/2016	10/12/2017	2,643.27	1,312.08	1,331.19
WISDOMTREE INVSTS INC	287,000	9/15/2016	4/28/2017	2,434.11	3,084.04	-649.93
WISDOMTREE INVSTS INC	316,000	1/27/2017	4/28/2017	2,680.06	3,264.56	-584.50
WISDOMTREE INVSTS INC	218,000	2/11/2016	4/28/2017	1,848.90	2,225.13	-376.23
WOODWARD INC COM	60,000	2/11/2016	12/1/2017	4,581.35	2,586.68	1,994.67
WOODWARD INC COM	40,000	2/11/2016	11/30/2017	3,096.78	1,724.45	1,372.33
WOODWARD INC COM	38,000	2/11/2016	5/23/2017	2,545.00	1,638.23	906.77

Total **304,960.56** **244,436.49** **60,524.07**

June G Outhwaite Charitable Trust

#77-6154307

Fair Market Value at 12/31/17

Part II, 10b Corporate Stock

MS #015706 Trustee Directed

Account Number	Name	Symbol	Quantity	Market Value \$	Total Cost \$	Gain/Loss \$
129-015706	APPLE INC	AAPL	900	152,307.00	17,535.96	134,771.04
129-015706	BLACKROCK INC	BLK	200	102,742.00	34,203.32	68,538.68
129-015706	BERKSHIRE HATHAWAY CL-B NEW	BRK'B	650	128,843.00	43,333.75	85,509.25
129-015706	SALESFORCE COM,INC	CRM	675	69,005.25	40,638.60	28,366.65
129-015706	DANAHER CORPORATION	DHR	570	52,987.20	27,185.20	25,722.20
129-015706	FORTIVE CORP	FTV	595	43,048.25	26,497.69	16,550.56
129-015706	HONEYWELL INTERNATIONAL INC	HON	600	92,016.00	26,097.15	65,918.85
129-015706	MASTERCARD INC CL A	MA	600	90,816.00	46,201.28	44,614.72
129-015706	MICROSOFT CORP	MSFT	1000	85,540.00	30,185.15	55,354.85
129-015706	NIKE INC B	NKE	1200	75,300.00	47,786.60	27,273.40
129-015706	STARBUCKS CORP WASHINGTON	SBUX	1250	71,787.50	56,049.81	15,737.69
129-015706	SCHLUMBERGER LTD	SLB	443	30,075.27	15,447.01	14,406.76
129-015706	THERMO FISHER SCIENTIFIC	TMO	460	87,413.80	26,912.24	60,432.56
129-015706	AMGEN INC	AMGN	420	73,038.00	50,211.30	22,826.70
129-015706	JPMORGAN CHASE & CO	JPM	1120	119,772.80	45,253.53	74,519.27
129-015706	PEPSICO INC NC	PEP	500	60,362.50	25,040.00	34,920.00
129-015706	UNITED TECHNOLOGIES CORP	UTX	665	84,834.05	48,137.88	36,696.17
129-015706	WELLS FARGO & CO NEW	WFC	1150	69,770.50	40,680.16	29,090.34
129-015706	CONAGRA BRANDS INC	CAG	1300	48,971.00	30,547.18	18,423.82
129-015706	LAMB WESTON HLDGS INC COM	LW	433	24,442.85	8,989.18	15,453.67
129-015706	AMERICAN TOWER REIT COM	AMT	300	43,011.00	12,506.62	30,294.38
129-015706	ESSEX PROPERTY TRUST INC	ESS	170	41,330.40	25,073.44	15,959.46
				1,647,414.37	724,513.05	921,381.02

June G Outhwaite Charitable Trust
#77-6154307
Fair Market Value at 12/31/17
Part II, 10b Corporate Stock
MS #015712 CGA

Account Number	Name	Symbol	Quantity	Market Value \$	Total Cost \$	Gain/Loss \$
129-015712	S & P 500 INDEX FUND(50.00%)	IVV	847.5	227,850.38	174,784.17	53,066.21
129-015712	SPDR S&P 500 ETF TRUST(50.00%)	SPY	932	249,972.96	190,788.60	57,924.92
129-015712	S & P 500 INDEX FUND(50.00%)	IVV	847.5	227,850.38	174,784.17	53,066.21
129-015712	SPDR S&P 500 ETF TRUST(50.00%)	SPY	932	249,972.96	190,788.60	57,924.92
129-015712	SPDR S&P MIDCAP 400 ETF TRUST(50.00%)	MDY	390	135,216.39	82,748.74	51,961.16
129-015712	WILLIAM BLAIR SM MID CAP GR I	WSMDX	24339.763	595,837.40	470,751.01	125,086.39
129-015712	SPDR S&P MIDCAP 400 ETF TRUST(50.00%)	MDY	390	135,216.39	82,748.74	51,961.16
129-015712	DBX ETF TR XTRACK MSCI EAFE	DBEF	60387	1,919,098.86	1,736,120.23	182,978.63
129-015712	WESTERN ASSET CORE PLUS BD I	WACPX	231894.052	2,745,625.58	2,669,565.24	76,060.34
129-015712	T ROWE PRICE INTL DISCOVERY	PRIDX	13934.773	995,082.14	662,912.14	332,170.00
				7,481,723.44	6,435,991.64	1,042,199.94

June G Outhwaite Charitable Trust
#77-6154307
Fair Market Value at 12/31/17
Part II, 10b Corporate Stock
MS #016530 Wedgewood

Account Number	Name	Symbol	Quantity	Market Value \$	Total Cost \$	Gain/Loss \$
129-016530	APPLE INC	AAPL	462	78,184.26	50,965.83	27,218.43
129-016530	BERKSHIRE HATHAWAY CL-B NEW	BRK'B	489	96,929.58	68,032.05	28,897.53
129-016530	CELGENE CORP	CELG	424	44,248.64	46,396.11	-2,147.47
129-016530	COGNIZANT TECH SOLUTIONS CL A	CTSH	563	39,984.26	35,409.83	4,574.43
129-016530	EDWARD LIFESCIENCES CORP	EW	575	64,808.25	58,665.06	6,143.19
129-016530	ALPHABET INC CL A	GOOGL	69	72,684.60	49,945.38	22,739.22
129-016530	PRICELINE GRP INC COM NEW	PCLN	28	48,656.72	32,848.29	15,808.43
129-016530	PAYPAL HLDGS INC COM	PYPL	494	36,368.28	21,217.49	15,150.79
129-016530	QUALCOMM INC	QCOM	878	56,209.56	54,818.59	1,390.97
129-016530	ROSS STORES INC	ROST	659	52,884.75	36,527.66	16,357.09
129-016530	CHARLES SCHWAB NEW	SCHW	912	46,849.44	22,935.07	23,914.37
129-016530	SCHLUMBERGER LTD	SLB	607	41,209.23	48,329.39	-7,423.66
129-016530	TJX COS INC NEW	TJX	450	34,407.00	34,615.21	-208.21
129-016530	VISA INC CL A	V	674	76,849.48	51,670.09	25,179.39
129-016530	KRAFT HEINZ CO	KHC	511	39,735.36	37,585.19	2,150.17
129-016530	FASTENAL CO	FAST	936	51,189.84	41,640.03	9,549.81
129-016530	TRACTOR SUPPLY CO	TSCO	907	67,798.25	57,358.16	10,440.09
129-016530	VERISK ANALYTICS INC COM	VRSK	450	43,200.00	35,383.32	7,816.68
129-016530	CORE LABORATORIES N V	CLB	368	40,314.40	41,323.18	-1,008.78
129-016530	INVESCO PREMIER INST	IPXX	11305	11,305.00 -	-	-
				1,043,816.90	825,665.93	206,542.47

June G Outhwaite Charitable Trust
#77-6154307
Fair Market Value at 12/31/17
Part II, 10b Corporate Stock
MS #016543 Clearing

Account Number	Name	Symbol	Quantity	Market Value \$	Total Cost \$	Gain/Loss \$
129-016543	VANGUARD MID CAP VAL IDX ADM	VMVAX	10848.082	626,368.25	484,181.60	142,186.65
129-016543	DODGE & COX INTL STOCK FUND	DODFX	17624.52	816,367.77	548,205.13	268,162.64
129-016543	VANGUARD HI YLD CORP ADM	VWEAX	119930.994	709,991.48	688,613.80	21,377.68
				2,152,727.50	1,721,000.53	431,726.97

June G Outhwaite Charitable Trust

#77-6154307

Fair Market Value at 12/31/17

Part II, 10b Corporate Stock

MS #016546 Congress

Account Number	Name	Symbol	Quantity	Market Value \$	Total Cost \$	Gain/Loss \$
129-016546	BURLINGTON STORES INC	BURL	219	26,943.57	24,179.60	2,763.97
129-016546	COGNEX CORP	CGNX	1020	62,383.20	18,614.34	43,768.86
129-016546	CHURCH & DWIGHT CO INC	CHD	438	21,974.46	19,498.75	2,475.71
129-016546	COOPER CO INC NEW	COO	123	26,799.24	21,193.45	5,605.79
129-016546	COPART INC	CPRT	460	19,867.40	19,565.38	302.02
129-016546	CHARLES RIVER LABS INTL INC	CRL	175	19,153.75	18,577.23	576.52
129-016546	CINTAS CORP	CTAS	221	34,438.43	19,528.07	14,910.36
129-016546	FACTSET RESEARCH SYSTEMS INC	FDS	116	22,360.16	18,096.53	4,263.63
129-016546	FIRST REPUBLIC BANK	FRC	229	19,840.56	23,796.84	-3,956.28
129-016546	HASBRO INC	HAS	234	21,268.26	19,456.56	1,811.70
129-016546	INTL FLAVORS & FRAGRANCES	IFF	166	25,447.80	19,705.08	5,628.18
129-016546	IPG PHOTONICS CORP	IPGP	218	46,680.34	20,543.38	26,136.96
129-016546	JB HUNT TRANS SERV	JBHT	243	27,940.14	19,606.48	8,333.66
129-016546	JACK HENRY & ASSOC INC	JKHY	277	32,397.92	19,681.02	12,716.90
129-016546	LENNOX INTL INC	LII	163	34,029.51	19,661.78	14,284.60
129-016546	MASCO CORP	MAS	605	26,583.70	19,298.47	7,285.23
129-016546	MC CORMICK AND CO NON VOTING	MKC	33	3,380.19	3,204.28	158.75
129-016579	MONOLITHIC PWR SYSTEMS INC	MPWR	136	15,308.16	7,569.49	7,711.47
129-016546	MONOLITHIC PWR SYSTEMS INC	MPWR	255	28,702.80	20,043.56	8,608.24
129-016546	METTLER TOLEDO INTL	MTD	58	35,932.16	19,438.51	16,493.65
129-016546	POOL CORP	POOL	166	21,521.90	17,979.73	3,542.17
129-016546	PVH CORPORATION	PVH	207	28,402.47	22,862.06	5,540.41
129-016546	RAYMOND JAMES FINCL INC	RJF	348	31,163.40	20,567.35	10,509.05
129-016546	RESMED INC	RMD	317	26,846.73	17,333.71	9,513.02
129-016546	SNAP-ON INC	SNA	117	20,393.10	19,635.97	757.13

129-016546	SYNOPSIS INC	SNPS	381	32,476.44	19,603.82	12,872.62
129-016546	SS&C TECHNOLOGIES HLDGS INC	SSNC	438	17,730.24	17,600.59	129.65
129-016546	WABCO HLDGS INC	WBC	184	26,404.00	22,991.81	3,412.19
129-016546	AVERY DENNISON CORPORATION	AVY	262	30,093.32	20,919.99	9,173.33
129-016546	CARTER'S	CRI	234	27,492.66	22,646.19	4,846.47
129-016546	HENRY SCHEIN INC	HSIC	268	18,727.84	19,541.65	-813.81
129-016546	BARNES GROUP INCORPORATED	B	303	19,170.81	18,869.27	301.54
129-016546	CAMBREX CORP	CBM	380	18,240.00	17,824.61	415.39
129-016546	LCI INDS	LCII	101	13,130.00	12,398.15	731.85
129-016546	TEXAS ROADHOUSE INC CL A	TXRH	525	27,657.00	20,040.11	7,616.89
129-016546	ALLEGION PUB LTD CO	ALLE	233	18,574.76	19,249.82	-712.34
129-016546	STERIS PLC	STE	91	7,959.77	8,066.26	-106.49
129-016546	FABRINET	FN	439	12,599.30	18,087.88	-5,488.58
129-016546	GENPACT LTD	G	790	25,074.60	20,577.47	4,497.13
129-016546	CAMDEN PROPERTY TRUST	CPT	245	22,738.45	19,529.05	3,025.65
129-016546	INVESCO PREM US GOVT MNY INST	IUGXX	7825	7,825.00	-	-

1,005,653.54	747,584.29	249,643.19
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June G Outhwaite Charitable Trust

#77-6154307

Fair Market Value at 12/31/17

Part II, 10b Corporate Stock

MS #016557 Harding Loevner

Account Number	Name	Symbol	Quantity	Market Value \$	Total Cost \$	Gain/Loss \$
129-016557	SCHLUMBERGER LTD	SLB	389	26,409.21	30,904.62	-4,689.91
129-016557	CANADIAN NATL RAILWAY CO	CNI	393	32,550.38	23,842.35	8,580.15
129-016557	AIR LIQUIDE ADR	AIQVY	2146	53,982.63	48,372.17	5,610.47
129-016557	ALFA LAVAL AB-UNSPONS ADR	ALFVY	839	19,792.01	13,117.18	6,674.83
129-016557	ATLAS COPCO AS A ADR A NEW	ATLKY	568	24,477.96	14,586.13	9,891.84
129-016557	ALLIANZ SE ADS	AZSEY	1841	42,278.57	31,135.90	11,142.67
129-016557	BAYER AG SPON ADR	BAYRY	1751	54,438.59	45,918.51	8,520.08
129-016557	BBA AVIATION PLC ADR	BBAVY	413	9,730.28	6,098.02	3,632.26
129-016557	BANCO BILBAO VIZ ARG SA ADS	BBVA	4358	37,043.00	29,065.08	7,977.92
129-016557	BAYERISCHE MOTOREN WERKE ADR	BMWYY	576	19,969.92	18,486.63	1,483.29
129-016557	DASSAULT SYSTEMS SA ADS	DASTY	457	48,460.28	34,729.72	13,730.56
129-016557	FRESENIUS MEDICAL CARE AG&CO	FMS	615	32,318.25	26,246.38	6,071.87
129-016557	FUCHS PETROLUB AG UNSPON ADR	FUPBY	1408	18,627.84	16,350.71	2,277.13
129-016557	GRIFOLS SA ADR	GRFS	711	16,296.12	12,016.67	4,279.45
129-016557	HSBC HOLDINGS PLC SPON ADR NEW	HSBC	423	21,843.72	17,798.87	4,044.85
129-016557	INFINEON TECHNOLOGIES AG	IFNNY	638	17,401.45	14,365.32	3,036.14
129-016557	L OREAL CO ADR	LRLCY	703	31,128.84	26,550.28	4,578.56
129-016557	LVMH MOET HENNESSY LOUIS VUITT	LVMUY	408	23,949.60	15,308.85	8,640.75
129-016557	NESTLE SPON ADR REP REG SHR	NSRGY	573	49,260.81	42,851.78	6,409.03
129-016557	ROYAL DUTCH SHELL PLC CL B	RDS'B	680	46,437.20	31,960.37	14,476.83
129-016557	ROCHE HOLDINGS ADR	RHHBY	1287	40,643.46	41,927.10	-1,283.64
129-016557	SAP AG	SAP	452	50,786.72	35,466.98	15,319.74
129-016557	SHIRE PLC ADR	SHPG	178	27,611.36	31,823.58	-4,212.22
129-016557	SONOVA HLDG AG UNSP ADR	SONVY	548	17,125.00	14,916.41	2,208.59
129-016557	SYMRISE AG UNSPONS ADR	SYIEY	1004	21,425.36	16,881.43	4,543.93

129-016557	TENARIS S.A.	TS	283	9,016.36	7,614.88	1,401.50
129-016557	UNILEVER PLC (NEW) ADS	UL	489	27,061.26	22,165.03	4,896.23
129-016557	WPP PLC SPON NEW ADR	WPP	201	18,202.56	21,744.19	-3,541.63
129-016557	FANUC CORPORATION UNSP ADR	FANUY	1895	45,555.80	28,224.84	17,330.96
129-016557	JGC CORP UNSPONSORED ADR	JGCCY	396	15,408.36	12,537.15	2,871.21
129-016557	KUBOTA CP ADR	KUBTY	182	17,959.76	13,528.31	4,431.45
129-016557	MITSUBISHI EST ADR	MITEY	569	9,855.08	12,468.16	-2,613.08
129-016557	MONOTARO CO LTD ADR	MONOY	522	16,578.72	13,020.98	3,557.74
129-016557	PARK24 CO LTD SPONSORED	PKCOY	484	11,616.00	13,264.84	-1,648.84
129-016557	SYSTEMEX CORP UNSPON ADR	SSMXY	715	28,206.75	23,102.39	5,104.36
129-016557	AIA GROUP LTD SPON ADR	AAGIY	1766	60,459.01	42,810.96	17,648.06
129-016557	CSL LTD	CSLLY	334	18,426.78	12,337.33	6,089.45
129-016557	DBS GROUP HOLDINGS LTD SP	DBSDY	459	34,268.94	22,676.16	11,592.78
129-016557	CHECK POINT SOFTWARE TECH LTD	CHKP	343	35,541.66	29,334.40	6,207.26
129-016557	ASPEN PHARMACARE HLDGS LTD ADR	APNHY	573	12,600.27	12,488.31	111.96
129-016557	NASPERS LTD ADR	NPSNY	858	48,562.80	19,324.67	29,238.14
129-016557	SASOL LTD SPON ADR	SSL	369	12,623.49	11,909.19	714.3
129-016557	TURKIYE GARANTI BANKASI A S	TKGBY	4947	14,000.01	13,748.29	251.72
129-016557	WEIBO CORPORATION	WB	198	20,485.08	18,852.81	1,632.27
129-016557	BAIDU INC ADS	BIDU	225	52,697.25	37,782.92	14,914.33
129-016557	HDFC BANK LTD ADR	HDB	147	14,945.49	12,815.83	2,129.66
129-016557	ICICI BANK LTD	IBN	1890	18,389.70	13,309.72	5,079.98
129-016557	TAIWAN SMCNDCTR MFG CO LTD ADR	TSM	1355	53,725.75	30,054.43	23,671.32
129-016557	GRUPO FINANCIERO BANORTE SAB	GBOOY	82	2,243.60	1,989.50	254.1
129-016557	ITAU UNIBANCO MULTIPLE ADR	ITUB	2040	26,529.29	13,367.05	13,152.95
129-016557	INVESCO PREMIER INST	IPPXX	17407	17,407.00	-	-

1,426,355.35	1,101,193.38	307,423.35
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June G Outhwaite Charitable Trust

#77-6154307

Fair Market Value at 12/31/17

Part II, 10b Corporate Stock

MS #016560 Central Coast

Account Number	Name	Symbol	Quantity	Market Value \$	Total Cost \$	Gain/Loss \$
129-016560	ANDEAVOR LOGISTICS LP	ANDX	1722	79,539.18	81,656.03	-2,116.85
129-016560	BUCKEYE PARTNERS L P	BPL	1102	54,604.10	67,287.36	-12,683.26
129-016560	BOARDWALK PIPELINE PTNRS LP	BWP	1992	25,716.72	26,137.03	-420.31
129-016560	DOMINION ENERGY MIDSTR PTNRS	DM	791	24,085.95	21,730.41	2,355.54
129-016560	ENBRIDGE ENERGY PTNRS LP	EEP	1798	24,830.38	29,671.69	-4,841.31
129-016560	ENLINK MIDSTREAM PARTNERS LP	ENLK	2483	38,163.71	39,853.64	-1,689.93
129-016560	ENTERPRISE PROD PTNRS L P	EPD	2600	68,926.00	67,586.11	1,339.89
129-016560	EQT MIDSTREAM PTNRS LP	EQM	562	41,082.20	38,899.05	2,183.15
129-016560	ENERGY TRANSFER PARTNER L P.	ETP	4675	83,776.00	106,995.37	-23,219.37
129-016560	MAGELLAN MIDSTREAM PARTNERS LP	MMP	577	40,932.38	37,559.05	3,373.33
129-016560	MPLX LP COM UNIT REP LTD	MPLX	2150	76,260.50	69,704.06	6,556.44
129-016560	NUSTAR ENERGY LP UNIT COM	NS	872	26,116.40	25,994.23	122.17
129-016560	NUSTAR GP HOLDINGS LLC UNIT	NSH	1663	26,109.10	35,771.71	-9,662.61
129-016560	ONEOK INC NEW	OKE	491	26,243.95	25,609.13	643.82
129-016560	PLAINS ALL AMERICAN PIPELIN L P	PAA	2629	54,262.56	58,880.97	-4,618.41
129-016560	PHILLIPS 66 PARTNERS LP	PSXP	1093	57,218.55	55,358.08	1,860.47
129-016560	SEMGROUP CORP CLASS A	SEMG	1018	30,743.60	26,295.35	4,448.25
129-016560	SPECTRA ENERGY PARTNERS L P.	SEP	1582	62,552.28	68,637.39	-6,085.11
129-016560	SHELL MIDSTREAM PARTNERTS L P	SHLX	971	28,955.22	27,098.10	1,857.12
129-016560	TC PIPELINES LP	TCP	1238	66,737.80	64,405.94	1,331.86
129-016560	TARGA RESOURCES CORP	TRGP	1438	69,627.96	56,071.69	13,556.27
129-016560	VALERO ENERGY PARTNERS LP	VLP	638	28,391.00	29,194.86	-803.86
129-016560	WESTERN GAS PARTNERS LP	WES	832	40,010.88	41,278.72	-1,267.84
129-016560	WESTERN GAS EQUITY	WGP	1056	39,240.96	40,939.96	-1,699.00
129-016560	WILLIAMS PARTN LP NEW COM UNIT	WPZ	1763	68,368.14	68,608.42	-239.28
				1,181,496.52	1,211,215.35	(29,718.83)

June G Outhwaite Charitable Trust
#77-6154307
Fair Market Value at 12/31/17
Part II, 10b Corporate Stock
MS #016564 Trumbul

Account Number	Name	Symbol	Quantity	Market Value \$	Total Cost \$	Gain/Loss \$
129-016564	UBS TRUMBUL PROP	AIY16	2615667 63	2,615,667 63 -	-	
				2,615,667.63		

June G Outhwaite Charitable Trust

#77-6154307

Fair Market Value at 12/31/17

Part II, 10b Corporate Stock

MS #016579 Ziegler

Account Number	Name	Symbol	Quantity	Market Value \$	Total Cost \$	Gain/Loss \$
129-016579	ASPEN TECHNOLOGY INC	AZPN	169	11,187.80	5,878.64	5,308.16
129-016579	RPC INCORPORATED	RES	191	4,876.23	3,403.07	1,473.16
129-016579	POST HOLDINGS INC	POST	102	8,081.46	6,722.37	1,359.09
129-016579	ADVANCED ENERGY IND INC	AEIS	84	5,668.32	6,144.84	-476.52
129-016579	AMN HEALTHCARE SVCS INC	AMN	226	11,130.50	5,154.38	5,976.12
129-016579	AMER WOODMARK CORPORATION	AMWD	158	20,579.50	9,784.14	10,795.36
129-016579	ANIKA THERAPEUTICS INC	ANIK	121	6,523.11	6,154.33	368.78
129-016579	ON ASSIGNMENT INC	ASGN	236	15,167.72	7,026.00	8,141.72
129-016579	BARNES GROUP INCORPORATED	B	230	14,552.10	11,352.88	3,199.22
129-016579	NATUS MED INC	BABY	176	6,723.20	6,021.17	702.03
129-016579	BIOTELEMETRY INC COM	BEAT	330	9,867.00	10,057.63	-190.63
129-016579	BRYN MAWR BK CP	BMTC	255	11,271.00	6,197.14	5,073.86
129-016579	META FNCL GRP INC	CASH	90	8,350.20	8,381.68	-43.18
129-016579	CANTEL MEDICAL CORP	CMD	119	12,241.53	6,806.46	5,435.07
129-016579	COOPER STANDARD HOLDING INC	CPS	73	8,942.50	7,189.44	1,753.06
129-016579	CONTROL4 CORP	CTRL	329	9,791.04	7,605.43	2,185.61
129-016579	EAGLE BANCORP INC MD	EGBN	206	11,927.40	9,647.61	2,279.79
129-016579	ENTEGRIS INC	ENTG	496	15,103.20	5,741.35	9,361.85
129-016579	BOTTOMLINE TECH DE INC	EPAY	310	10,750.80	7,915.41	2,835.39
129-016579	EXTREME NETWORKS INC	EXTR	714	8,939.28	9,098.37	-159.09
129-016579	FCB FINL HLDGS INC CL A	FCB	318	16,154.40	11,719.39	4,435.01
129-016579	COMFORT SYSTEMS USA INC	FIX	360	15,714.00	9,443.60	6,270.40
129-016579	G III APPAREL GROUP	GIII	247	9,111.83	10,469.99	-1,358.16
129-016579	HILLENBRAND INC	HI	325	14,527.50	8,251.75	6,275.75
129-016579	HEALTHEQUITY INC COM	HQY	171	7,978.86	8,325.76	-346.9
129-016579	HEARTLAND FIN USA INC	HTLF	233	12,500.45	11,359.44	1,141.01

129-016579	INSTALLED BLDG PRODS INC	IBP	191	14,506.45	10,032.69	4,473.76
129-016579	ICU MEDICAL INC	ICUI	59	12,744.00	5,233.54	7,510.46
129-016579	INTEGRATED DEVICES TECH INC	IDTI	432	12,843.36	7,932.75	4,910.61
129-016579	INNERWORKINGS INC	INWK	563	5,646.89	6,037.39	-390.5
129-016579	INTER PARFUMS INC	IPAR	335	14,626.10	8,296.04	6,259.71
129-016579	J2 GLOBAL INC COM NEW	JCOM	117	8,778.51	9,986.74	-1,208.23
129-016579	LCI INDS	LCII	114	14,820.00	11,950.38	2,869.62
129-016579	LYDALL INC DELA	LDL	230	11,672.50	8,598.65	3,073.85
129-016579	LITTELFUSE INC	LFUS	54	10,682.28	10,858.95	-176.67
129-016579	LIGAND PHARMACEUTICALS INC NEW	LGND	84	11,502.12	10,407.47	1,094.65
129-016579	LAKELAND FINCL	LKFN	233	11,298.17	6,448.28	4,849.89
129-016579	MEDIDATA SOLUTIONS INC COM	MDSO	157	9,949.09	10,229.75	-280.66
129-016579	METHODE ELEC INC	MEI	207	8,300.70	6,388.53	1,912.17
129-016579	MATADOR RES CO	MTDR	430	13,385.90	5,855.14	7,530.76
129-016579	NAUTILUS INC.	NLS	562	7,502.70	9,519.03	-2,016.33
129-016579	NUVASIVE INC	NUVA	197	11,522.53	8,999.07	2,523.46
129-016579	PATRICK INDUSTRIES	PATK	277	19,237.65	5,813.96	13,423.69
129-016579	PROOFPOINT INC	PFPT	138	12,255.78	5,501.73	6,754.05
129-016579	DAVE & BUSTERS ENTMT INC COM	PLAY	131	7,227.27	6,546.60	680.67
129-016579	CHILDREN'S PLACE INC	PLCE	61	8,890.75	6,866.40	1,999.95
129-016579	POLYONE CORP	POL	237	10,350.98	6,620.39	3,689.11
129-016579	SAIA INC	SAIA	234	16,555.50	6,283.60	10,271.90
129-016579	STEVEN MADDEN LTD	SHOO	202	9,433.40	6,277.59	3,155.81
129-016579	SOUTH JERSEY IND INC	SJI	300	9,369.00	7,868.94	1,500.06
129-016579	STAMPS COM INC COM NEW	STMP	31	5,828.00	2,242.55	3,585.45
129-016579	TELIGENT INC NEW	TLGT	556	2,018.28	4,353.50	-2,335.22
129-016579	TOOTSIE ROLL IND INC	TR	247	9,013.03	7,424.85	1,565.95
129-016579	TTM TECH INC	TTMI	664	10,404.88	10,220.08	184.8
129-016579	UNITED COMMUNITY BANKS INC	UCBI	462	13,046.88	11,056.05	1,944.63
129-016579	U S CONCRETE INC	USCR	96	8,030.40	6,005.03	2,025.37
129-016579	WERNER ENTERPRISE INC	WERN	174	6,737.28	6,735.59	-10.49
129-016579	WINTRUST FIN CORP	WTFC	179	14,744.23	7,360.85	7,383.38
129-016579	BIG LOTS INC OHIO	BIG	204	11,454.60	10,368.51	1,086.09
129-016579	CALLON PETROLEUM COMPANY	CPE	585	7,107.75	6,884.28	223.47

129-016579	DELEK US HLDGS INC	DK	185	6,463.90	5,819.25	644.65
129-016579	ESTERLINE TECHNOLOGIES CP	ESL	94	7,021.80	5,905.21	1,116.59
129-016579	FLOTEK IND INC (DE)	FTK	569	2,651.54	5,978.06	-3,326.52
129-016579	HILLTOP HOLDINGS INC	HTH	360	9,118.80	10,432.52	-1,313.72
129-016579	IBERIA BK CORP	IBKC	107	8,332.09	8,302.62	-10.12
129-016579	IMPAX LABORATORIES INC	IPXL	569	9,473.85	7,925.66	1,548.19
129-016579	MODINE MFG CO	MOD	656	13,251.20	5,921.09	7,330.11
129-016579	NEENAH PAPER INC	NP	118	10,696.70	6,604.47	4,092.23
129-016579	OTTER TAIL CORP	OTTR	205	9,112.25	8,162.38	949.87
129-016579	SCHNITZER STEEL A	SCHN	334	11,189.00	8,253.47	2,935.53
129-016579	SELECTIVE INSURANCE GROUP	SIGI	232	13,618.40	8,759.81	4,858.59
129-016579	TIMKEN CO	TKR	261	12,828.15	11,843.71	984.44
129-016579	LIVANOVA PLC SHS	LIVN	128	10,229.76	7,364.23	2,865.53
129-016579	ORBOTECH LTD	ORBK	305	15,323.20	6,075.45	9,247.75
129-016579	WRIGHT MEDICAL GROUP	WMGI	365	8,103.00	5,557.05	2,545.95
129-016579	SILICON MOTION TECH CORP ADR	SIMO	214	11,333.44	10,958.38	375.06
129-016579	BRANDYWINE REALTY TR SBI NEW	BDN	608	11,059.52	10,078.63	980.89
129-016579	CHATAM LODGING TRUST COM	CLDT	434	9,925.58	8,235.41	1,642.43
129-016579	DCT INDUSTRIAL TRUST INC	DCT	145	8,575.30	6,418.99	2,104.11
129-016579	EASTGROUP PROPERTIES INC	EGP	93	8,219.34	8,591.54	-372.2
129-016579	EURONET WORLDWIDE INC	EEFT	122	10,280.94	7,525.57	2,755.37

855,955.65	631,771.67	223,815.91
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