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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

▶ Go to www irs gov/Form990PF for instructions and the latest information

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , 2017, and ending , 20

Name of foundation: WILCOX FAMILY FOUNDATION

A Employer identification number: 80-0342340

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 1501, NJ2-130-03-31 | Room/suite:

B Telephone number (see instructions): 609-274-6834

City or town, state or province, country, and ZIP or foreign postal code: PENNINGTON, NJ 08534-1501

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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: [X] 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) ▶ $ 3,952,297.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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)	150,000.			
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	69,219.	68,978.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	107,056.			
	b Gross sales price for all assets on line 6a 950,675.				
	7 Capital gain net income (from Part IV, line 2)		107,056.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	3,422.	156.		STMT 2
	12 **Total.** Add lines 1 through 11	329,697.	176,190.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) STMT 3	39,016.	23,409.		15,606.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	1,349.	623.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 5	965.	930.		35.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	41,330.	24,962.	NONE	15,641.
	25 Contributions, gifts, grants paid	166,000.			166,000.
	26 Total expenses and disbursements Add lines 24 and 25	207,330.	24,962.	NONE	181,641.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	122,367.			
	b **Net investment income** (if negative, enter -0-)		151,228		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		555.	555.
	2 Savings and temporary cash investments	77,835.	175,504	175,504.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations (attach schedule) STMT 6	379,624.	351,019.	348,907.
	b Investments - corporate stock (attach schedule) STMT 8		2,042,142.	2,782,035.
	c Investments - corporate bonds (attach schedule) STMT 15	181,166.	214,424.	216,725.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 17	2,451,449.	400,658.	428,571.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	3,090,074.	3,184,302.	3,952,297.
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)		NONE	
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 ▶ X and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	3,090,074.	3,184,302.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	3,090,074.	3,184,302.	
	31 Total liabilities and net assets/fund balances (see instructions)	3,090,074.	3,184,302.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,090,074.
2 Enter amount from Part I, line 27a	2	122,367.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	3,212,441.
5 Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	28,139.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,184,302.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a PUBLICLY TRADED SECURITIES			
b			
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	950,675.		843,619.	107,056.
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				107,056.
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 } 2 107,056.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8 . . . 3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	270,556.	3,410,119.	0.079339
2015	369,179.	3,795,384.	0.097271
2014	500,548.	4,171,273.	0.119999
2013	465,934.	4,175,571.	0.111586
2012	434,780.	4,167,967.	0.104315

2	**Total** of line 1, column (d) . . .	2	0.512510
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0.102502
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5 . . .	4	3,631,306.
5	Multiply line 4 by line 3 . . .	5	372,216.
6	Enter 1% of net investment income (1% of Part I, line 27b) . . .	6	1,512.
7	Add lines 5 and 6 . . .	7	373,728.
8	Enter qualifying distributions from Part XII, line 4 . . .	8	181,641.

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	3,025.
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	NONE
3	Add lines 1 and 2	3	3,025.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	NONE
5	**Tax based on investment income** Subtract line 4 from line 3 If zero or less, enter -0-	5	3,025.
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017 — 6a: 726.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	726.
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	2,299.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ NONE **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
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*? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 18	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ US TRUST FIDUCIARY TAX SERVICES Telephone no ▶ (609)274-6834

Located at ▶ 1300 MERRILL LYNCH DRIVE, PENNINGTON, NJ ZIP+4 ▶ 08534

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

				Yes	No
1a	During the year, did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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		1b		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____ , ____ , ____ , ____				
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		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____ , ____ , ____ , ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		4b		X

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

			Yes	No
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		
	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			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
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		

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 19				

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

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

Total number of other employees paid over $50,000 ▶ NONE

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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

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

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

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

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

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	3,519,293.
b	Average of monthly cash balances	1b	167,312.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	3,686,605.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,686,605.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	55,299.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,631,306.
6	***Minimum investment return.*** Enter 5% of line 5	6	181,565.

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	181,565.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	3,025.		
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,025.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	178,540.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	178,540.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	178,540.

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	181,641.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	181,641.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	181,641.

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					178,540.
2 Undistributed income, if any, as of the end of 2017					
a Enter amount for 2016 only				NONE	
b Total for prior years 20____,20____,20____			NONE		
3 Excess distributions carryover, if any, to 2017					
a From 2012	228,558.				
b From 2013	265,869.				
c From 2014	298,720.				
d From 2015	181,362.				
e From 2016	100,776.				
f **Total** of lines 3a through e		1,075,285.			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 181,641.					
a Applied to 2016, but not more than line 2a				NONE	
b Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c Treated as distributions out of corpus (Election required - see instructions)		NONE			
d Applied to 2017 distributable amount					178,540.
e Remaining amount distributed out of corpus		3,101.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)		NONE			NONE
6 **Enter the net total of each column as indicated below**					
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5		1,078,386.			
b Prior years' undistributed income Subtract line 4b from line 2b			NONE		
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			NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions			NONE		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount - see instructions				NONE	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018					NONE
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)		NONE			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)		228,558.			
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a		849,828.			
10 Analysis of line 9					
a Excess from 2013	265,869.				
b Excess from 2014	298,720.				
c Excess from 2015	181,362.				
d Excess from 2016	100,776.				
e Excess from 2017	3,101.				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

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

1 Information Regarding Foundation Managers.

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

STEPHEN WILCOX MARGARET WILCOX

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

N/A

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
STONEHILL COLLEGE 320 WASHINGTON ST EASTON MA 02357	N/A	PC	SUPPORT FOR PAUL & ELSIE BANGIOLA SCHOLARSHIP	10,000.
COVENANT HOUSE CALIFORNIA 1325 N WESTERN AVE LOS ANGELES CA 90027	N/A	PC	UNRESTRICTED GENERAL SUPPORT	20,000.
CARNEGIE MELLON UNIVERSITY 5000 FORBES AVE PITTSBURGH PA 15213	N/A	PC	UNRESTRICTED GENERAL SUPPORT	10,000.
RED CLOUD INDIAN SCHOOL 100 MISSION DR PINE RIDGE SD 57770	N/A	PC	UNRESTRICTED GENERAL SUPPORT	36,000.
ST. MARY'S CENTER 925 BROCKHURST ST OAKLAND CA 94608	N/A	PC	UNRESTRICTED GENERAL SUPPORT	15,000.
RISING SUN ENERGY CENTER 2998 SAN PABLO AVE BERKELEY CA 94702	N/A	PC	UNRESTRICTED GENERAL SUPPORT	10,000.
HABITAT FOR HUMANITY INTERNATIONAL, INC. 322 W LAMAR ST AMERICUS GA 31709	N/A	PC	UNRESTRICTED GENERAL SUPPORT	30,000.
CATHOLIC CHARITIES OF THE DIOCESE OF OAKLAND 433 JEFFERSON ST OAKLAND CA 94607	N/A	PC	UNRESTRICTED GENERAL SUPPORT	25,000.
MEI FONG & ASSOCIATES/ASIAN WOMEN'S SHELTER 3548 18TH ST #19 SAN FRANCISCO CA 94110	N/A	PC	UNRESTRICTED GENERAL SUPPORT	10,000.
Total ▶ 3a				166,000.
b Approved for future payment				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	69,219.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	107,056.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b FEDERAL TAX REFUND			1	3,266.	
c OID INCOME ON USGI			1	156.	
d					
e					
12 Subtotal Add columns (b), (d), and (e)				179,697.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 179,697.

(See worksheet in line 13 instructions to verify calculations)

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

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

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) (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)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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) (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

Margaret B. Tuffo | 5/12/18 | Secretary

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
KAREN J KISER	Karen J Kiser	05/07/2018		P00146417

Firm's name ▶ BANK OF AMERICA — Firm's EIN ▶ 94-1687665

Firm's address ▶ P O BOX 1802 PROVIDENCE, RI 02901-1802 — Phone no 888-866-3275

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**
▶ **Go to *www.irs.gov/Form990* for the latest information.**

OMB No 1545-0047

2017

Name of the organization	**Employer identification number**
WILCOX FAMILY FOUNDATION	80-0342340

Organization type (check one)

Filers of	**Section.**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note· Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000, or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ______________

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization WILCOX FAMILY FOUNDATION

Employer identification number 80-0342340

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	STEPHEN & MARTHA WILCOX 480 SAINT FRANCIS DRIVE DANVILLE, CA 94526-5410	$ 150,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	627.	627.
FOREIGN DIVIDENDS	7,722.	7,722.
NONDIVIDEND DISTRIBUTIONS	241.	
DOMESTIC DIVIDENDS	41,058.	41,058.
OTHER INTEREST	11,383.	11,383.
FOREIGN INTEREST	659.	659.
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	2,650.	2,650.
BOND PREMIUM AMORTIZATION-OTHER INTEREST	-473.	-473.
BOND PREMIUM AMORTIZATION-U.S. GOVERNMEN	-82.	-82.
BOND PREMIUM AMORTIZATION - FOREIGN INTE	-27.	-27.
NONQUALIFIED FOREIGN DIVIDENDS	720.	720.
NONQUALIFIED DOMESTIC DIVIDENDS	4,741.	4,741.
TOTAL	69,219.	68,978.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX REFUND	3,266.	
OID INCOME ON USGI	156.	156.
TOTALS	3,422.	156.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
UST-MLT FEES AS AGENT	19,496.	11,697.	7,798.
UST-MLT FEES AS AGENT	19,520.	11,712.	7,808.
TOTALS	39,016.	23,409.	15,606.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	577.	577.
EXCISE TAX ESTIMATES	726.	
FOREIGN TAXES ON NONQUALIFIED	46.	46.
TOTALS	1,349.	623.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
STATE FILING FEE	35.		35.
DIVIDEND INVESTMENT EXPENSE -	930.	930.	
TOTALS	965.	930.	35.

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

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
912828VE7 US TREASURY NOTE		11,923.	11,976.
912828WD8 US TREASURY NOTE		40,937.	40,837.
912828VA5 US TREASURY NOTE		15,014.	14,732.
912828T67 US TREASURY NOTE		24,697.	24,219.
912828X47 US TREASURY NOTE		7,009.	6,916.
912828XR6 US TREASURY NOTE		20,021.	19,652.
912828G38 US TREASURY NOTE		10,002.	9,948.
912828K74 US TREASURY NOTE		22,616.	22,422.
3138A2CF4 FNMA PAH0969		3,613.	3,709.
3138A4Y58 FNMA PAH3431		3,901.	3,787.
912828R36 US TREASURY NOTE		22,655.	21,663.
912828X88 US TREASURY NOTE		26,998.	26,923.
31418ATR9 FNMA PMA 1459		5,225.	5,189.
31418AUQ9 FNMA PMA 1490		7,729.	7,788.
31416RRB1 FNMA PAA 7681		2,282.	2,264.
31417VN66 FNMA PAC 8512		572.	576.
3138EGET7 FNMA PAL 0145		3,461.	3,406.
31419DL74 FNMA PAE 3049		3,986.	4,229.
312945ZD3 FHLMC A9 7040		6,938.	7,471.
31419A4N4 FNMA PAE 0828		2,636.	2,619.
31419BBT1 FNMA PAE 0949		10,784.	10,769.
3138A7FZ6 FNMA PAH 5583		6,360.	6,635.
3138X3EQ1 FNMA PAU 3742		12,016.	12,486.
3128MJT67 FHLMC GO 8572		4,536.	4,624.
31418BFW1 FNMA PMA 1980		4,267.	4,250.
3128MAD63 FHLMC GO 7925		8,964.	8,787.
31335AYJ1 FHLMC G6 0713		14,356.	13,927.
3140FOGY4 FNMA PBC 4714		16,382.	15,835.
3128MJZB9 FHLMC GO 8737		14,854.	14,996.

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

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
31418CGE8 FNMA PMA 2896			13,338.	13,345.
31418CLG7 FNMA PMA 3026			2,947.	2,927.
BEGBALANCE		379,624.		
	TOTALS	379,624.	351,019.	348,907.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
235851102 DANAHER CORP COMMON	19,263.	30,444.
438516106 HONEYWELL INTL INC	15,915.	29,445.
126408103 CSX CORP COM	25,996.	34,986.
03027X100 AMERICAN TOWER REIT	18,798.	32,814.
872540109 TJX COS INC NEW	23,036.	30,508.
70450Y103 PAYPAL HOLDINGS INC	15,482.	18,331.
98978V103 ZOETIS INC	24,053.	31,409.
79466L302 SALESFORCE COM INC	15,829.	30,158.
68389X105 ORACLE CORPORATION	47,183.	51,252.
64110L106 NETFLIX COM INC	23,135.	28,410.
518439104 ESTEE LAUDER COMPANI	25,065.	32,573.
260003108 DOVER CORPORATION	20,941.	30,499.
30303M102 FACEBOOK INC	27,927.	45,880.
22160K105 COSTCO WHSL CORP NEW	20,935.	31,454.
21036P108 CONSTELLATION BRANDS	26,523.	30,628.
037833100 APPLE COMPUTER INC C	16,530.	38,584.
883556102 THERMO ELECTRON CORP	13,978.	28,862.
57636Q104 MASTERCARD INC	16,212.	16,347.
00724F101 ADOBE SYS INC COM	15,905.	42,058.
45866F104 INTERCONTINENTALEXCH	38,563.	49,886.
278865100 ECOLAB INC COM	17,424.	17,980.
02079K305 ALPHABET INC SHS	22,958.	44,243.
016255101 ALIGN TECHNOLOGY INC	26,456.	33,773.
008252108 AFFILIATED MANAGERS	32,446.	40,229.
741503403 PRICELINE COM INC	26,213.	24,328.
369550108 GENERAL DYNAMICS COR	23,855.	36,418.
023135106 AMAZON COM INC	16,672.	51,457.
Y09827109 BROADCOM LTD	4,018.	27,488.
67066G104 NVIDIA CORP	10,023.	30,960.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
46120E602 INTUITIVE SURGICAL I	15,237.	15,327.
31428X106 FEDEX CORPORATION	18,722.	42,422.
30063P105 EXACT SCIENCES CORP	16,061.	14,711.
45104G104 ICICI BK LTD	4,484.	5,546.
375916103 GILDAN ACTIVEWEAR IN	3,868.	4,231.
29082A107 EMBRAER S A SPONSRD	5,993.	7,275.
110448107 BRITISH AMERICAN TOB	6,048.	7,168.
G0176J109 ALLEGION PLC SHS	4,998.	6,524.
670100205 NOVO NORDISK A/S ADR	2,662.	4,401.
302130109 EXPEDITORS INTL WASH	2,984.	3,752.
191216100 COCA-COLA CO USD	3,158.	3,533.
37940X102 GLOBAL PMTS INC	3,312.	10,124.
277432100 EASTMAN CHEMICAL CO	3,248.	6,022.
23331A109 D R HORTON INC	3,995.	12,972.
92343V104 VERIZON COMMUNICATIO	28,239.	30,276.
609207105 MONDELEZ INTERNATION	27,773.	27,991.
12673P105 CA INC	28,626.	29,020.
803054204 SAP AKTIENGESELLSCHA	5,124.	6,292.
225401108 CREDIT SUISSE GROUP	6,439.	7,836.
151290889 CEMEX S A	4,682.	3,938.
056752108 BAIDU.COM	4,030.	5,855.
000375204 ABB LTD	5,324.	5,793.
G25839104 COCA-COLA EUROPEAN	5,811.	5,659.
988498101 YUM BRANDS INC	1,747.	2,285.
402635304 GULFPORT ENERGY NEW$	3,422.	1,582.
806857108 SCHLUMBERGER LIMITED	4,355.	3,976.
594918104 MICROSOFT CORP COM	2,662.	3,764.
303075105 FACTSET RESH SYS INC	1,797.	2,120.
032654105 ANALOG DEVICES INC	479.	623.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
879360105 TELEDYNE TECHNOLOGIE	4,154.	9,782.
783549108 RYDER SYSTEM INCORPO	4,638.	5,892.
760759100 REPUBLIC SVCS COM	3,900.	7,708.
15135B101 CENTENE CORP DEL	3,668.	10,189.
101121101 BOSTON PPTYS INC	4,952.	6,241.
052769106 AUTODESK INC COM	8,187.	15,725.
00971T101 AKAMAI TECHNOLOGIES	5,753.	7,805.
58463J304 MEDICAL PPTYS TR INC	4,124.	4,685.
493267108 KEYCORP NEW COM	3,817.	8,713.
33767D105 FIRSTCASH INC	3,684.	7,824.
237194105 DARDEN RESTAURANTS I	3,660.	7,490.
09215C105 BLACK KNIGHT HOLDCO	7,287.	9,051.
20825C104 CONOCOPHILLIPS	27,094.	33,702.
361448103 GATX CORP COM	4,344.	7,397.
571748102 MARSH & MCLENNAN COS	26,074.	31,986.
406216101 HALLIBURTON COMPANY	26,115.	27,660.
126650100 CVS CORP	28,899.	24,288.
054937107 BB&T CORP COM	25,127.	32,318.
78440P108 SK TELECOM LTD SPON	3,396.	4,159.
647581107 NEW ORIENTAL EDUCATI	5,065.	5,358.
835699307 SONY CORP ADR AMERN	4,374.	7,552.
82481R106 SHIRE PHARMACEUTICAL	5,403.	4,964.
755111507 RAYTHEON CO	25,730.	35,316.
478160104 JOHNSON & JOHNSON CO	23,628.	32,834.
29476L107 EQUITY RESIDENTIAL S	28,596.	28,633.
17275R102 CISCO SYS INC	31,660.	38,989.
00206R102 AT& T INC	27,668.	27,683.
440327104 HORACE MANN EDUCATOR	4,705.	6,659.
24906P109 DENTSPLY SIRONA INC	5,614.	6,978.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
090572207 BIO RAD LABS INC CL	3,368.	6,921.
03662Q105 ANSYS INC	5,071.	11,955.
01741R102 ALLEGHENY TECHNOLOGI	3,363.	2,945.
666807102 NORTHROP GRUMMAN COR	25,710.	36,829.
458140100 INTEL CORPORATION	24,998.	35,128.
166764100 CHEVRONTEXACO CORP	25,383.	33,551.
74435K204 PRUDENTIAL PLC ADR	4,401.	5,433.
456837103 ING GROEP N V SPONSO	3,819.	5,501.
25243Q205 DIAGEO PLC SPON ADR	5,188.	6,863.
16941R108 CHINA PETE & CHEM CO	4,827.	5,356.
911312106 UNITED PARCEL SVC IN	2,853.	2,979.
156782104 CERNER CORP COM	2,036.	2,763.
278265103 EATON VANCE CORP COM	3,777.	6,372.
12504L109 CBRE GROUP INC	5,834.	10,828.
099724106 BORG WARNER INC	5,846.	8,328.
067383109 BARD C R INCORPORATE	4,339.	12,256.
042735100 ARROW ELECTRONICS IN	6,460.	6,352.
03674X106 ANTERO RES CORP	4,470.	3,344.
980745103 WOODWARD GOVERNOR CO	5,444.	8,037.
615394202 MOOG INC CL A	3,342.	6,166.
466313103 JABIL CIRCUIT INC	6,512.	6,458.
674599105 OCCIDENTAL PETROLEUM	31,801.	28,948.
835495102 SONOCO PRODUCTS CO C	4,217.	6,005.
78410G104 SBA COMMUNICATIONS C	6,416.	18,950.
30219G108 EXPRESS SCRIPTS HLDG	31,222.	33,588.
256746108 DOLLAR TREE INC	29,531.	39,061.
020002101 ALLSTATE CORP COM	24,411.	37,277.
98850P109 YUM CHINA HOLDINGS I	1,139.	1,601.
92220P105 VARIAN MED SYS INC	2,107.	3,001.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
784117103 SEI INVESTMENTS CO	2,867.	4,312.
742718109 PROCTER & GAMBLE CO	3,209.	3,583.
61174X109 MONSTER BEVERAGE SHS	3,642.	5,506.
92214X106 VAREX IMAGING CORP R	5,763.	6,267.
911163103 UNITED NAT FOODS INC	6,015.	7,440.
810186106 SCOTTS COMPANY	4,500.	8,024.
754730109 RAYMOND JAMES FINL I	4,495.	10,091.
651290108 NEWFIELD EXPL CO	8,482.	4,919.
747525103 QUALCOMM INC	4,436.	4,225.
66987V109 NOVARTIS AG SPNSRD A	2,051.	2,435.
031162100 AMGEN INC	2,037.	2,435.
92939U106 WEC ENERGY GROUP INC	4,466.	6,244.
833034101 SNAP ON INC	5,565.	12,375.
428291108 HEXCEL CORP NEW COM	3,814.	8,226.
089302103 BIG LOTS INC	5,087.	6,008.
94106L109 WASTE MANAGEMENT INC	24,783.	34,261.
74834L100 QUEST DIAGNOSTICS IN	23,952.	28,070.
565849106 MARATHON OIL CORP	29,968.	32,692.
281020107 EDISON INTL	25,934.	23,462.
064058100 BANK NEW YORK MELLON	25,045.	33,393.
585464100 MELCO PBL ENTERTAINM	3,572.	5,227.
H1467J104 CHUBB LTD	4,559.	6,722.
461202103 INTUIT INC COM	6,874.	17,987.
436440101 HOLOGIC INC	8,526.	8,807.
127055101 CABOT CORPORATION CO	3,132.	4,127.
005125109 ACXIOM CORP	8,791.	8,902.
717081103 PFIZER INC COM	29,289.	30,823.
58933Y105 MERCK AND CO INC SHS	29,776.	26,953.
548661107 LOWES COMPANIES INC	25,265.	32,901.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
26078J100 DOWDUPONT INC COM	25,207.	33,687.
14149Y108 CARDINAL HEALTH INC	28,075.	22,609.
039483102 ARCHER DANIELS MIDLA	28,300.	26,653.
002824100 ABBOTT LABORATORIES	28,062.	37,552.
91822M106 VEON LTD	4,715.	4,328.
92826C839 VISA INC CL A SHRS	5,109.	7,183.
606822104 MITSUBISHI UFJ FINL	6,258.	7,408.
088606108 BHP BILLITON LIMITED	5,303.	6,944.
P31076105 COPA HOLDINGS S A CL	4,705.	6,301.
N07059210 ASML HLDG NV NY REG	3,774.	4,867.
80105N105 SANOFI-SYNTHELABO	5,150.	5,246.
56501R106 MANULIFE FINL CORP	4,207.	5,027.
36197T103 GW PHARMACEUTICALS P	2,298.	5,148.
136385101 CANADIAN NAT RES LTD	5,807.	6,751.
446413106 HUNTINGTON INGALLS I	8,236.	14,613.
75886F107 REGENERON PHARMACEUT	3,197.	3,008.
244199105 DEERE & COMPANY	2,297.	3,913.
23636T100 DANONE-SPONS	3,159.	4,226.
983919101 XILINX INC	4,262.	7,821.
759351604 REINSURNCE GROUP AME	4,320.	9,980.
053015103 AUTOMATIC DATA PROCE	944.	1,172.
025816109 AMERICAN EXPRESS COM	1,423.	1,986.
02079K107 ALPHABET INC SHS	3,052.	4,186.
85917A100 STERLING BANCORP	3,109.	5,855.
682189105 ON SEMICONDUCTOR COR	6,024.	15,265.
609839105 MONOLITHIC PWR SYS I	1,960.	10,337.
91912E105 VALE SA	2,627.	6,286.
891160509 TORONTO-DOMINION BAN	4,731.	7,498.
22943F100 CTRIP COM INTL LTD	3,582.	3,175.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
01609W102 ALIBABA GROUP HOLDIN		10,539.	13,794.
	TOTALS	2,042,142.	2,782,035.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
89233P7E0 TOYOTA MOTOR CREDIT		8,000.	7,999.
761713BC9 REYNOLDS AMERICAN IN		6,009.	6,007.
61746BED4 MORGAN STANLEY		10,905.	10,950.
46647PAF3 JPMORGAN CHASE & CO		5,048.	5,087.
037833AJ9 APPLE INC		5,000.	4,988.
94974BFY1 WELLS FARGO & COMPAN		4,131.	4,194.
494550BL9 KINDER MORGAN ENER P		4,977.	5,160.
0258M0EE5 AMERICAN EXPRESS CRE		5,988.	5,982.
94974BGA2 WELLS FARGO & COMPAN		9,020.	9,140.
68389XBA2 ORACLE CORP		9,006.	9,132.
585055BQ8 MEDTRONIC INC		6,000.	5,996.
38141GGQ1 GOLDMAN SACHS GROUP		8,025.	8,670.
29379VBE2 ENTERPRISE PRODUCTS		6,196.	6,187.
20030NBR1 COMCAST CORP		4,116.	4,019.
20030NBJ9 COMCAST CORP		7,019.	7,298.
035242AP1 ANHEUSER-BUSCH INBEV		6,203.	6,192.
172967LP4 CITIGROUP INC		5,031.	5,073.
172967LC3 CITIGROUP INC		7,997.	8,053.
05574LFY9 BNP PARIBAS		6,896.	7,154.
035242AJ5 ANHEUSER-BUSCH INBEV		6,025.	6,030.
91324PCN0 UNITEDHEALTH GROUP I		7,081.	7,228.
500769HH0 KFW		9,012.	8,936.
931142EA7 WAL-MART STORES INC		6,998.	6,955.
59156RBH0 METLIFE INC		5,025.	5,231.
126650CK4 CVS HEALTH CORP		6,024.	6,112.
084670BQ0 BERKSHIRE HATHAWAY I		5,076.	4,984.
89114QB64 TORONTO-DOMINION BAN		5,998.	5,995.
46625HHU7 JPMORGAN CHASE & CO		7,274.	7,340.
92343VAX2 VERIZON COMMUNICATIO		5,186.	5,319.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
91086QBA5 USD UNITED MEXICAN		8,114.	8,312.
666807BQ4 NORTHROP GRUMMAN COR		6,008.	5,957.
594918BW3 MICROSOFT CORP		6,998.	7,003.
38141GFM1 GOLDMAN SACHS GROUP		4,038.	4,042.
BEGBALANCE	181,166.		
TOTALS	181,166.	214,424.	216,725.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
73936T573 POWERSHARES GLOBAL	C		5,375.	5,494.
464288588 ISHARES LEHMAN MBS	C		16,458.	16,521.
464288513 ISHARES IBOXX$ HIGH	C		2,369.	2,356.
92189F494 VANECK VECTORS J.P.	C		2,288.	2,373.
46435G334 ISHARES MSCI U K ETF	C		11,082.	12,286.
464287176 ISHARES TR	C		4,771.	4,791.
922908736 VANGUARD GROWTH ETF	C		43,250.	50,634.
921937819 VANGUARD INTERMEDIAT	C		18,615.	18,778.
464286509 ISHARES INC MSCI CDA	C		5,280.	5,602.
97717X701 WISDOMTREE EUROPE HE	C		8,131.	8,728.
922908744 VANGUARD VALUE VIPER	C		82,431.	90,797.
464288661 ISHARES LEHMAN 3-7 Y	C		6,977.	6,963.
464286756 ISHARES INC MSCI SWE	C		1,320.	1,424.
464286749 ISHARES INC MSCI SWI	C		4,183.	4,768.
464286608 ISHARES INC MSCI EMU	C		8,795.	8,763.
922908595 VANGUARD INDEX FDS	C		6,627.	7,560.
46434G822 ISHARES MSCI JAPAN E	C		8,578.	9,948.
464286665 ISHARES INC	C		11,277.	12,237.
921937827 VANGUARD SHORT TERM	C		11,770.	11,707.
464287242 ISHARES TR	C		7,633.	7,901.
73936T565 POWERSHARES GLOBAL	C		1,547.	1,560.
922908611 VANGUARD INDEX FDS	C		9,413.	9,959.
46434G103 ISHARES INC CORE MSC	C		22,488.	27,312.
71F319991 BLACKSTONE REAL ESTA	C		100,000.	100,109.
BEGBALANCE	C	2,451,449.		
TOTALS		2,451,449.	400,658.	428,571.

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS
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NAME AND ADDRESS

STEPHEN & MARTHA WILCOX
480 SAINT FRANCIS DRIVE
DANVILLE, CA 94526-5410

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

OFFICER NAME:
STEVEN WILCOX
ADDRESS:
480 ST FRANCIS DRIVE
DANVILLE, CA 94526
TITLE:
PRESIDENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:
MARGARET WILCOX
ADDRESS:
480 ST FRANCIS DRIVE
DANVILLE, CA 94526
TITLE:
SECRETARY
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:
DANIEL WILCOX
ADDRESS:
480 ST FRANCIS DRIVE
DANVILLE, CA 94526
TITLE:
TREASURER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:
JOSEPH WILCOX
ADDRESS:
480 ST FRANCIS SRIVE
DANVILLE, CA 94526
TITLE:
DIRECTOR

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

OFFICER NAME:
THOMAS WILCOX
ADDRESS:
480 ST FRANCIS DRIVE
DANVILLE, CA 94526
TITLE:
DIRECTOR