



Form **990-PF**

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

OMB No 1545-0052

2017

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2017 or tax year beginning , and ending

Name of foundation BROWN, SAMUEL R T U W			A Employer identification number 95-6088139	
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A Trust Tax Dept - 6325 S RAINBOW BLVD STE 300		Room/suite	B Telephone number (see instructions) 888-730-4933	
City or town, state or province, country, and ZIP or foreign postal code LAS VEGAS NV 89118			C If exemption application is pending, check here <input type="checkbox"/>	
Foreign country name LAS VEGAS		Foreign province/state/county NV	Foreign postal code 89118	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change				
H Check type of organization <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 6,947,638		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>				

ENVELOPE
 POSTMARK DATE
 NOV 14 2018
 92/00

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings, and temporary cash investments				
	4 Dividends and interest from securities	130,455	126,700		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	264,437			
	b Gross sales price for all assets on line 6a 763,285				
	7 Capital gain net income (from Part IV, line 2)		264,437		
	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)	61,218	61,218			
12 Total. Add lines 1 through 11	456,110	452,355	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	75,329	67,796		7,533
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,167			1,167
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	9,459	3,074		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	507	497		10
	24 Total operating and administrative expenses. Add lines 13 through 23	86,462	71,367	0	8,710
	25 Contributions, gifts, grants paid	260,000			260,000
26 Total expenses and disbursements. Add lines 24 and 25	346,462	71,367	0	268,710	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	109,648				
b Net investment income (if negative, enter -0-)		380,988			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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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			
	2	Savings and temporary cash investments	127,428	95,905	95,905
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	4,163,210	4,683,658	6,851,733	
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)	4,290,638	4,779,563	6,947,638	
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	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	4,290,638	4,779,563	
	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)	4,290,638	4,779,563		
31	Total liabilities and net assets/fund balances (see instructions)	4,290,638	4,779,563		

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	4,290,638
2	Enter amount from Part I, line 27a	2	109,648
3	Other increases not included in line 2 (itemize) ▶ PY South Texas Land LP K1 Adjustment	3	386,195
4	Add lines 1, 2, and 3	4	4,786,481
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	6,918
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,779,563

Part IV Capital Gains and Losses for Tax on Investment Income

a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(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				
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	264,437
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8 }		3	0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	248,684	6,472,856	0.038420
2015	249,064	6,874,682	0.036229
2014	357,293	6,705,631	0.053283
2013	164,754	6,166,648	0.026717
2012	568,534	6,035,564	0.094197
2	Total of line 1, column (d)		2 0.248846
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 0.049769
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5		4 6,538,914
5	Multiply line 4 by line 3		5 325,435
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 3,810
7	Add lines 5 and 6		7 329,245
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions		8 268,710

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations, enter 4% of Part I, line 12, col (b)			
1			7,620	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		0	
3	Add lines 1 and 2		7,620	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		7,620	
6	Credits/Payments			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	4,063	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	9,700	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		13,763	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		6,143	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>		6,143	0

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
b		X
c		X
d		
e		
2		X
3		X
4a		X
4b	N/A	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions .
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
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address N/A
14 The books are in care of WELLS FARGO BANK N A Telephone no 888-730-4933
Located at 6325 S RAINBOW BLVD STE 300 LAS VEGAS NV ZIP+4 89118
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?
See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country

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

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

1a During the year, did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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)
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?
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?
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)
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?
b If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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 propoganda, 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 Yes 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 N/A

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? Yes No

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? Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N A 6325 S RAINBOW BLVD STE 300 LAS VEGAS, NV 89	TRUSTEE SEE ATTACHED	75,329		

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

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

Total number of other employees paid over \$50,000 ▶ 0

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	6,559,140
b	Average of monthly cash balances	1b	79,351
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	6,638,491
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	6,638,491
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	99,577
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,538,914
6	Minimum investment return. Enter 5% of line 5	6	326,946

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	326,946
2a	Tax on investment income for 2017 from Part VI, line 5	2a	7,620
b	Income tax for 2017 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	7,620
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	319,326
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	319,326
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	319,326

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	268,710
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	268,710
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	268,710

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				319,326
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			258,941	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 268,710				
a Applied to 2016, but not more than line 2a			258,941	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2017 distributable amount				9,769
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	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2016. Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				309,557
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)

N/A

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

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

	Tax year				(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information *(continued)*

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a <i>Paid during the year</i> See Attached Statement</p>				
Total			▶ 3a	260,000
<p>b <i>Approved for future payment</i> NONE</p>				
Total			▶ 3b	0

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

WILLIAMS COLLEGE

Street

PO BOX 67

City

WILLIAMSTOWN

State

MA

Zip Code

01267-0067

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

52,000

Name

GRINNEL COLLEGE

Street

733 BROAD STREET

City

GRINNEL

State

IA

Zip Code

50112

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

52,000

Name

LELAND STANFORD JR UNIVERSITY

Street

326 GALVEZ STREET

City

STANDFORD

State

CA

Zip Code

94305-6105

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

52,000

Name

UNIVERSITY OF SOUTHERN CALIFORNIA

Street

851 DOWNEY WAY, HSH 101

City

LOS ANGELES

State

CA

Zip Code

90089-1055

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

52,000

Name

PONOMA COLLEGE

Street

550 N COLLEGE AVENUE

City

CLAREMONT

State

CA

Zip Code

91711-6326

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

52,000

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

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

Long Term CG Distributions/ Short Term CG Distributions	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	COGNIZANT TECH SOLUTION	192446102	X				3/21/2016	2/8/2017	1,374	1,492					-118
2	COGNIZANT TECH SOLUTION	192446102	X				8/29/2016	2/8/2017	26,105	27,558					-1,453
3	CUMMINS INC	231021106	X				3/8/2016	3/27/2017	22,388	15,276					7,112
4	CUMMINS INC	231021106	X				3/8/2016	4/26/2017	15,237	10,184					5,053
5	GATEWAY FUND - Y # 1986	367829884	X				3/20/2012	12/28/2017	109,666	88,681					20,985
6	HAIN CELESTIAL GROUP INC	405217100	X				12/9/2016	11/9/2017	16,146	18,805					-2,659
7	HAIN CELESTIAL GROUP INC	405217100	X				6/28/2017	11/9/2017	17,219	17,219					-1,073
8	ISHARES MSCI EAFE ETF	464287465	X				10/21/2009	2/7/2017	31,728	30,489					1,239
9	ISHARES MSCI EAFE ETF	464287465	X				6/9/2009	2/7/2017	43,238	34,436					8,802
10	ISHARES RUSSELL MID-CAP	464287481	X				10/21/2009	2/7/2017	200,322	87,606					112,716
11	PRAXAIR INC COM	74008P104	X				1/17/2006	2/8/2017	31,787	14,231					17,556
12	ROCHE HOLDINGS LTD - ADR	771195104	X				3/5/2015	2/8/2017	22,312	24,754					-2,442
13	SCHLUMBERGER LTD	808857108	X				8/29/2016	5/24/2017	7,205	8,128					-921
14	SCHLUMBERGER LTD	808857108	X				8/29/2016	6/28/2017	3,294	4,063					-769
15	SCHLUMBERGER LTD	808857108	X				10/4/2016	6/28/2017	11,527	13,753					-2,226
16	SCHLUMBERGER LTD	808857108	X				2/28/2012	6/28/2017	1,647	1,966					-319
17	TJX COMPANIES INC	872540109	X				6/24/2013	2/8/2017	7,522	4,925					2,597
18	TARGET CORP	87612E106	X				4/2/2014	2/7/2017	13,330	15,255					-1,925
19	3M CO	88578Y101	X				12/2/2011	2/8/2017	30,788	13,870					16,918
20	3M CO	88578Y101	X				6/24/2013	2/8/2017	39,586	24,312					15,274
21	APPLE INC	037833100	X				1/25/2008	4/28/2017	14,402	1,911					12,491
22	BOEING CO	097023105	X				4/2/2014	8/14/2017	23,615	12,822					10,793
23	UNITED PARCEL SERVICE-C	911312106	X				3/18/2010	2/8/2017	10,597	6,426					4,171
24	UNITED HEALTH GROUP INC	91324P102	X				5/13/2005	10/16/2017	28,850	7,096					21,754
25	VERIZON COMMUNICATIONS	92343V104	X				5/13/2005	2/8/2017	18,127	11,581					6,546
26	APPLE INC	037833100	X				1/25/2008	2/8/2017	13,133	1,911					11,222
27	Section 1231 Gain		X						2,311						2,311
Totals									763,285	0					264,437
Capital Gains/Losses									Other Sales	0					0

Part I, Line 11 (990-PF) - Other Income

		61,218	61,218	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	OTHER INCOME	8,865	8,865	
2	ROYALTY INCOME	6,636	6,636	
3	RENTAL INCOME	45,717	45,717	

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

		1,167	0	0	1,167
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,167			1,167

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

		9,459	3,074	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	3,074	3,074		
2	PY Excise Tax Due	2,322			
3	Estimated Excise Payments	4,063			

Part I, Line 23 (990-PF) - Other Expenses

		507	497	0	10
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR Fees	41	41		
2	Partnership Expenses	456	456		
3	State AG Fees	10	0		10

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

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			0	4,683,658	6,851,733
2	AFFILIATED MANAGERS GROUP INC		0	35,940	71,838
3	APPLE COMPUTER INC COM		0	22,928	203,076
4	BAYER A G SPONSORED ADR		0	32,688	40,417
5	BOEING COMPANY		0	22,895	88,473
6	CVS/CAREMARK CORPORATION		0	20,855	56,188
7	CISCO SYSTEMS INC		0	61,621	109,155
8	COGNIZANT TECH SOLUTIONS CRP COM		0	38,437	51,490
9	WALT DISNEY CO		0	24,222	88,696
10	GILEAD SCIENCES INC		0	13,267	46,566
11	HOME DEPOT INC		0	9,522	66,336
12	ELI LILLY & CO COM		0	43,946	48,564
13	MICROSOFT CORP		0	70,138	160,388
14	NIKE INC CL B		0	58,908	68,805
15	PNC FINANCIAL SERVICES GROUP		0	45,126	68,538
16	ROCHE HOLDINGS LTD - ADR		0	12,919	12,632
17	SCHLUMBERGER LTD		0	24,646	21,902
18	TJX COS INC NEW		0	29,550	45,876
19	THERMO FISHER SCIENTIFIC INC		0	18,632	75,952
20	TOTAL FINA ELF S A ADR		0	65,984	73,246
21	UNION PACIFIC CORP		0	23,648	127,395
22	IMCKESSON CORP		0	33,447	46,785
23	MANULIFE FINANCIAL CORP		0	47,443	64,666
24	UNITED PARCEL SERVICE-CL B		0	33,564	56,596
25	TARGET CORP		0	14,767	19,575
26	UNITEDHEALTH GROUP INC		0	20,083	110,230
27	BLACKROCK INC		0	30,919	51,371
28	JPMORGAN CHASE & CO		0	37,363	106,940
29	SUNCOR ENERGY INC NEW F		0	46,255	67,014
30	CHEVRON CORP		0	16,705	40,687
31	MERCK & CO INC NEW		0	47,943	52,050
32	BERSHIRE HATHAWAY INC		0	19,490	49,555
33	ALPHABET INC/CA		0	14,670	52,320
34	ALPHABET INC/CA		0	14,794	52,670
35	COMCAST CORP CLASS A		0	33,727	88,110
36	LAS VEGAS SANDS CORP		0	33,909	53,855
37	CELANESE CORP		0	29,933	61,571
38	TE CONNECTIVITY LTD		0	45,693	64,152
39	CITIGROUP INC		0	56,442	87,432
40	AMERIPRISE FINL INC		0	40,651	67,788
41	SPIRIT AEROSYTSEMS HOLD-CL A		0	37,787	71,981
42	EATON CORP PLC		0	12,798	21,728
43	CME GROUP INC		0	26,983	62,071
44	ZOETIS INC		0	29,201	37,821
45	PIMCO HIGH YIELD FD-INST 108		0	99,886	96,241
46	PIMCO FOREIGN BD FD USD H-INST 103		0	150,000	151,706

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

Asset Description		0	4,683,658	6,851,733
	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
47	SOUTH TEXAS LAND LP *PC*CH*	0	463,587	714,794
48	MET WEST TOTAL RETURN BOND CLI 51	0	500,000	483,228
49	ISHARES TR SMALLCAP 600 INDEX FD	0	99,515	199,706
50	ISHARES MSCI EAFE	0	96,184	142,378
51	ISHARES TR RUSSELL MIDCAP GROWTH	0	66,433	247,312
52	PIMCO EMERGING LOCAL BOND IS 332	0	100,000	99,474
53	ISHARES IBOX \$ INV GR CORP BD FD	0	749,814	774,945
54	ISHARES TR MSCI EMERGING MARKETS	0	200,286	249,736
55	E-TRACS ALERIAN MLP INFRASTRUCTUR	0	164,605	127,602
56	VANGUARD REIT VIPER	0	118,439	141,066
57	PUTNAM FLOATING RATE INC FUND 1857	0	199,470	205,006
58	ROBECO BP LNG/SHRT RES-INS	0	275,000	306,038

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

Line 3 - Other increases not included in Part III, Line 2

1	PY South Texas Land LP K1 Adjustment	1	386,195
2	Total	2	386,195

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

1	PY Return of Capital Adjustment	1	2,852
2	Mutual Fund Timing Difference	2	232
3	Cost Basis Adjustment	3	3,834
4	Total	4	6,918

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	6325 S RAINBOW BLVD STE 300	LAS VEGAS	NV	89118		TRUSTEE	SEE ATTAC	75,329		
										75,329		0

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

	<u>Date</u>	<u>Amount</u>
1 Credit from prior year return		1 0
2 First quarter estimated tax payment	<u>5/10/2017</u>	2 1,016
3 Second quarter estimated tax payment	<u>6/12/2017</u>	3 1,016
4 Third quarter estimated tax payment	<u>9/12/2017</u>	4 1,015
5 Fourth quarter estimated tax payment	<u>12/12/2017</u>	5 1,016
6 Other payments		6 0
7 Total		7 4,063

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

1	Distributable amounts for 2016 that remained undistributed at the beginning of the 2017 tax year	1	258,941
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	258,941

Supplemental Information:

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

Wells Fargo Bank N.A
6325 S Rainbow Blvd STE 300
Las Vegas, NV 89118

THE COMPENSATION REPORTED IN COLUMN (C) IS CALCULATED BASED ON PERIODIC MARKET VALUES AND/OR THE APPLICABLE FEE AGREEMENT. IT IS NOT DETERMINED ON AN HOURLY BASIS AND THE REFERENCE TO ONE HOUR PER WEEK IS AN ESTIMATE ONLY CORPORATE TRUSTEE SERVICES INCLUDE, BUT ARE NOT LIMITED TO, ADMINISTRATIVE SERVICES SUCH AS FIDUCIARY ACCOUNTING, CUSTODY OF ASSETS, COMPLYING WITH TAX FILING REQUIREMENTS, COMPLYING WITH DISTRIBUTION PROVISIONS, AND COMPLYING WITH FEDERAL AND STATE LAWS APPLICABLE TO PRIVATE FOUNDATIONS, PLUS ASSET MANAGEMENT SERVICES SUCH AS CREATING ASSET ALLOCATION STRATEGIES, INVESTMENTS REPORTING AND REALLOCATING AND REBALANCING OF PORTFOLIOS AS NECESSARY.