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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 4/1/2017, and ending 3/31/2018

Name of foundation
ELEEN J SMITH TRUST U/W F/B/O GRACE EPISCOPAL CHURCH

Number and street (or P O box number if mail is not delivered to street address) Room/suite
Wells Fargo Bank N A Trust Tax Dept - 6325 S RAINBOW BLVD STE 300

City or town, state or province, country, and ZIP or foreign postal code
LAS VEGAS NV 89118

Foreign country name Foreign province/state/country Foreign postal code

Check all that apply
☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☒ Address change ☐ Name change

Check type of organization
☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ **334,033**

J Accounting method
☒ Cash ☐ Accrual
☐ Other (specify) _____

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

A Employer identification number
84-6152339

B Telephone number (see instructions)
888-730-4933

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

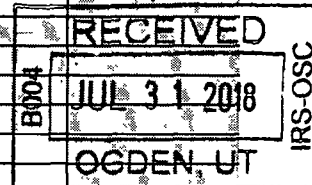
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

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	7,206	7,206		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	10,203			
	b Gross sales price for all assets on line 6a 90,006				
	7 Capital gain net income (from Part IV, line 2)		10,203		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	17,409	17,409	0	
	13 Compensation of officers, directors, trustees, etc	4,391	3,293		1,098
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,000			1,000
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	277	84		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	5,668	3,377	0	2,098
	25 Contributions, gifts, grants paid	11,650			11,650
	26 Total expenses and disbursements. Add lines 24 and 25	17,318	3,377	0	13,748
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	91			
	b Net investment income (if negative, enter -0-)		14,032		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2017)

HTA



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments	17,144	21,078	21,078	
	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)	287,336	283,576	312,955		
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)	304,480	304,654	334,033		
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 ▶ <input type="checkbox"/>					
	and complete lines 24 through 26, and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	304,480	304,654		
	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)	304,480	304,654			
31	Total liabilities and net assets/fund balances (see instructions)	304,480	304,654			

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	304,480
2	Enter amount from Part I, line 27a	2	91
3	Other increases not included in line 2 (itemize) ▶ MUTUAL FUND TIMING DIFFERENCE	3	85
4	Add lines 1, 2, and 3	4	304,656
5	Decreases not included in line 2 (itemize) ▶ ROUNDING	5	2
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	304,654

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	10,203
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

(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	20,310	324,077	0 062670
2015	16,938	329,139	0 051462
2014	17,177	353,241	0 048627
2013	18,356	352,702	0 052044
2012	16,252	350,321	0 046392
2 Total of line 1, column (d)			2 0 261195
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 052239
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 333,284
5 Multiply line 4 by line 3			5 17,410
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 140
7 Add lines 5 and 6			7 17,550
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 13,748

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)			
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			281
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-			281
6	Credits/Payments			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	125	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d			125
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			156
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			0
11	Enter the amount of line 10 to be Credited to 2018 estimated tax			0
	Refunded			0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i>		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions CO		
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 <i>General Instruction G</i> ? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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		Yes	No
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			X
12				X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
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 ▶	16		X

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

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

1a	During the year, did the foundation (either directly or indirectly)		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ▶ <input type="checkbox"/>	1b		X
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? If "Yes," list the years ▶ 20____, 20____, 20____, 20____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017)	3b	N/A	
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)

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

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 891	TRUSTEE 1 00	4,391		

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



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	321,241
b	Average of monthly cash balances	1b	17,118
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	338,359
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	338,359
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	5,075
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	333,284
6	Minimum investment return. Enter 5% of line 5	6	16,664

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	16,664
2a	Tax on investment income for 2017 from Part VI, line 5	2a	281
b	Income tax for 2017 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	281
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	16,383
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	16,383
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	16,383

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	13,748
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	13,748
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	13,748

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				16,383
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			9,649	
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 ▶ \$ 13,748				
a Applied to 2016, but not more than line 2a			9,649	
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				4,099
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				12,284
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 XV Supplementary Information *(continued)***3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Statement				
Total				3a 11,650
b <i>Approved for future payment</i> NONE				
Total				3b 0

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

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 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.

A.A.M. SVP
Signature of officer or trustee

6/13/2018
Date

SVP Wells Fargo Bank N A
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
JOSEPH J CASTRIANO

Date
6/13/2018

Check ☒ if self-employed

PTIN	
P01251603	

Firm's name	► PricewaterhouseCoopers, LLP
Firm's address	► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Firm's EIN ▶	13-4008324
Phone no	412-355-6000

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

Recipient(s) paid during the year

Name

GRACE EPISCOPAL CHURCH

Street

601 N TEJON STREET

City

COLORADO SPRINGS

State

CO

Zip Code

80903-1009

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

400

Name

UNIVERSITY OF COLORADO

Street

LIBBY DRIVE

City

BOULDER

State

CO

Zip Code

80309

Foreign Country**Relationship**

NONE

Foundation Status

I

Purpose of grant/contribution

SCHOLARSHIP

Amount

3,750

Name

COLORADO STATE UNIVERSITY

Street

UNIVERSITY DRIVE

City

FORT COLLINS

State

CO

Zip Code

80523

Foreign Country**Relationship**

NONE

Foundation Status

I

Purpose of grant/contribution

SCHOLARSHIP

Amount

3,750

Name

LAFAYETTE COLLEGE

Street

730 HIGHST

City

EASTON

State

PA

Zip Code

18042

Foreign Country**Relationship**

NONE

Foundation Status

I

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,250

Name

UNIVERSITY OF MINNESOTA

Street

200 Oak Street SE, Suite 500

City

MINNEAPOLIS

State

MN

Zip Code

55455

Foreign Country**Relationship**

NONE

Foundation Status

I

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,250

Name

UNIVERSITY OF CHICAGO

Street

5801 S Ellis Ave

City

CHICAGO

State

IL

Zip Code

60637

Foreign Country**Relationship**

NONE

Foundation Status

I

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,250

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

Long Term CG Distributions		Amount		Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Capital Gains/Losses		Totals	Gross Sales	Cost or Other Basis, Expenses Depreciation and Adjustments	Net Gain or Loss
		Short Term CG Distributions	0							4,599	0				
1	T ROWE PRICE BLUE CHIP-I	77954Q403		X				10/21/2014	10/23/2017	350	248				102
2	T ROWE PRICE BLUE CHIP-I	77954Q403		X				1/22/2016	10/23/2017	2,685	1,882				803
3	T ROWE PRICE BLUE CHIP-I	77954Q403		X				1/25/2018	10/23/2018	106	66				40
4	T ROWE PRICE BLUE CHIP-I	77954Q403		X				2/13/2012	1/25/2018	2,543	1,035				1,508
5	T ROWE PR OVERSEAS STO	77956H435		X				4/21/2017	10/23/2017	1,016	877				139
6	T ROWE PR OVERSEAS STO	77956H435		X				4/21/2017	10/23/2018	552	448				104
7	SPDR DJ WILSHIRE INTERNA	78463X863		X				1/19/2012	1/25/2018	717	617				100
8	TEMPLETON FOREIGN FD - A	880196506		X				2/13/2012	10/23/2017	429	348				81
9	TEMPLETON FOREIGN FD - A	880196506		X				2/13/2012	1/25/2018	511	393				118
10	VANGUARD INFLAT-PROT SE	922031737		X				4/22/2016	1/25/2018	382	393				-11
11	WF C & B LARGE CAP VAL-I	94975J268		X				8/26/2016	4/21/2017	299	274				25
12	WF SMALL COMPANY GROW	949921571		X				8/26/2016	10/23/2017	203	172				31
13	WF C & B LARGE CAP VAL-I	94975J268		X				8/26/2016	10/23/2017	1,523	1,267				256
14	WF CORE BD FD-I #944	94975J581		X				8/13/2016	5/24/2017	1,042	1,068				-26
15	WF CORE BD FD-I #944	94975J581		X				8/26/2016	1/25/2018	5,783	5,968				-186
16	WF CORE BD FD-I #944	94975J581		X				8/13/2016	1/25/2018	1,111	1,148				-37
17	WF CORE BD FD-I #944	94975J581		X				10/5/2016	1/25/2018	359	370				-11
18	WELLS FARGO SP SIC VA-IS	94975P447		X				8/26/2016	5/24/2017	3,086	2,868				218
19	WELLS FARGO EMG MK E-IN	94975P751		X				1/24/2014	4/21/2017	992	909				83
20	WELLS FARGO EMG MK E-IN	94975P751		X				8/26/2016	10/23/2017	510	415				95
21	WELLS FARGO EMG MK E-IN	94975P751		X				1/24/2014	10/23/2017	1,337	1,062				275
22	WELLS FARGO EMG MK E-IN	94975P751		X				1/24/2014	1/25/2018	995	723				272
23	WF SMALL COMPANY GROW	949921571		X				8/26/2016	5/24/2017	3,340	3,057				283
24	INVESCO INTL GROWTH-Y #8	008882532		X				2/13/2012	4/21/2017	7,893	6,538				1,355
25	INVESCO INTL GROWTH-Y #8	008882532		X				1/22/2016	4/21/2017	641	565				76
26	ARTISAN MID CAP FUND-INS	04314H600		X				1/22/2015	10/23/2017	127	130				-3
27	ARTISAN MID CAP FUND-INS	04314H600		X				8/26/2016	10/23/2017	761	719				42
28	DODGE & COX INCOME FD C	256210105		X				5/9/2013	4/21/2017	4,888	4,959				-71
29	DODGE & COX INCOME FD C	256210105		X				5/9/2013	5/24/2017	939	947				-8
30	DODGE & COX INCOME FD C	256210105		X				10/23/2017	1/25/2018	1,126	1,134				-8
31	DODGE & COX INCOME FD C	256210105		X				5/9/2013	1/25/2018	4,284	4,346				-62
32	DRIEHAUS ACTIVE INCOME F	262028855		X				8/11/2011	10/23/2017	5,141	5,485				-344
33	DRIEHAUS ACTIVE INCOME F	262028855		X				8/13/2012	10/23/2017	108	114				-6
34	DRIEHAUS ACTIVE INCOME F	262028855		X				4/22/2016	10/23/2017	227	227				0
35	EATON VANCE GLOBAL MAC	277923728		X				7/11/2013	10/23/2017	2,283	2,377				-94
36	EATON VANCE GLOBAL MAC	277923728		X				1/24/2014	10/23/2017	1,772	1,811				-39
37	EATON VANCE GLOBAL MAC	277923728		X				1/22/2015	10/23/2017	1,027	1,059				-32
38	EATON VANCE GLOBAL MAC	277923728		X				4/22/2016	10/23/2017	387	387				5
39	EATON VANCE GLOBAL MAC	277923728		X				8/26/2016	10/23/2017	392	387				2
40	EATON VANCE GLOBAL MAC	277923728		X				4/21/2017	10/23/2017	13,601	13,557				44
41	JP MORGAN MID CAP VALUE	339128100		X				4/24/2014	10/23/2017	200	180				20
42	JP MORGAN MID CAP VALUE	339128100		X				4/24/2014	10/23/2017	558	556				96
43	MERGER FUND-INST #301	589509207		X				4/24/2014	1/25/2018	710	614				58
44	MERGER FUND-INST #301	589509207		X				5/3/2010	10/23/2017	2,581	2,523				61
45	MERGER FUND-INST #301	589509207		X				8/26/2016	10/23/2017	1,533	1,472				11
46	ASS GLOBAL ALTERNATIVES	638721885		X				5/24/2017	10/23/2017	899	888				0
47	NEUBERGER BERMAN LONG	64126R608		X				7/11/2013	10/23/2017	1,793	1,863				-90
48	T ROWE PRICE BLUE CHIP G	77954Q106		X				8/26/2016	1/25/2018	1,082	918				164
				X				10/21/2014	4/21/2017	970	805				165

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

		1,000	0	0	-	1,000
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)	
1	TAX PREP FEES	1,000				1,000

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

		277	84	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	84	84		
2	PY EXCISE TAX DUE	68			
3	ESTIMATED EXCISE PAYMENTS	125			

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	0	312,955
2	DODGE & COX INCOME FD COM 147		0	38,987	38,443
3	TEMPLETON FOREIGN FD - ADV 604		0	6,248	7,728
4	WF C&B LARGE CAP VALUE-R6 #4688		0	18,756	20,323
5	ARTISAN MID CAP FUND-INSTL 1333		0	11,097	11,467
6	FID ADV EMER MKTS INC- CL I 607		0	12,353	13,003
7	WFA SMALL COMPANY GROWTH-R6		0	8,812	9,814
8	WF EMERGING MARKETS EQ - R6 #4660		0	9,443	12,890
9	JP MORGAN MID CAP VALUE-I 758		0	6,187	11,138
10	T ROWE PR OVERSEAS STOCK-I #521		0	6,826	7,891
11	T ROWE PR REAL ESTATE-I #432		0	17,145	16,203
12	T ROWE PRICE BLUE CHIP-I #429		0	8,907	21,035
13	ASG GLOBAL ALTERNATIVES-Y 1993		0	3,371	3,395
14	VANGUARD REIT VIPER		0	483	1,434
15	WELLS FARGO ADV SP S/C VA-IS 4143		0	9,095	9,471
16	VANGUARD INFLAT-PROT SECS-ADM 511		0	5,111	4,949
17	JPMORGAN HIGH YIELD FUND SS 3580		0	6,563	6,828
18	T ROWE PRICE INST FLOAT RATE 170		0	3,066	3,074
19	EATON VANCE GLOB MACRO ADV-I 208		0	20,612	20,039
20	BLACKROCK GL L/S CREDIT-K #1940		0	11,820	11,791
21	JOHN HANCOCK II-CURR STR-I 3643		0	6,785	6,644
22	WFA TOTAL RETURN BOND-R6		0	52,999	53,061
23	SPDR DJ WILSHIRE INTERNATIONAL REA		0	5,457	7,684
24	NEUBERGER BERMAN LONG SH-INS #183		0	13,453	14,650

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Amount												
Short Term CG Distributions		4,599												
0		0												
Description of Property Sold		CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses
1	T ROWE PRICE BLUE CHIP-I	779540403		10/21/2014	10/23/2017	350		0	248	102	102	0	0	102
2	T ROWE PRICE BLUE CHIP-I	779540403		1/22/2016	10/23/2017	2,685		0	1,682	803	803	0	0	803
3	T ROWE PRICE BLUE CHIP-I	779540403		1/22/2016	12/5/2018	106		0	66	40	40	0	0	40
4	T ROWE PRICE BLUE CHIP-I	779540403		2/13/2012	12/5/2018	2,543		0	1,035	1,508	1,508	0	0	1,508
5	T ROWE PR OVERSEAS STO	77956H435		4/21/2017	10/23/2017	1,016		0	877	139	139	0	0	139
6	T ROWE PR OVERSEAS STO	77956H435		4/21/2017	12/5/2018	952		0	448	104	104	0	0	104
7	SPDR DJ WILSHIRE INTERNA	78463X863		1/19/2017	12/5/2018	717		0	617	100	100	0	0	100
8	TEMPLETON FOREIGN FD -A	880196506		2/13/2012	10/23/2017	429		0	348	81	81	0	0	81
9	TEMPLETON FOREIGN FD -A	880196506		2/13/2012	12/5/2018	511		0	393	118	118	0	0	118
10	IVANGUARD INFL-PROT SE	922031737		4/22/2016	12/5/2018	382		0	393	11	11	0	0	11
11	WF C & B LARGE CAP VAL-I	94975J268		8/26/2016	10/23/2017	299		0	274	25	25	0	0	25
12	WF SMALL COMPANY GROW	949921571		8/26/2016	10/23/2017	203		0	172	31	31	0	0	31
13	WF C & B LARGE CAP VAL-I	94975J268		8/26/2016	10/23/2017	1,523		0	1,267	256	256	0	0	256
14	WF CORE BD FD-I #944	94975J581		8/13/2016	5/24/2017	1,042		0	1,068	-26	-26	0	0	-26
15	WF CORE BD FD-I #944	94975J581		8/26/2016	12/5/2018	5,783		0	5,969	-186	-186	0	0	-186
16	WF CORE BD FD-I #944	94975J581		8/13/2016	12/5/2018	1,111		0	1,148	-37	-37	0	0	-37
17	WF CORE BD FD-I #944	94975J581		10/5/2016	12/5/2018	359		0	370	-11	-11	0	0	-11
18	WELLS FARGO SP S/C VA-IS	94975P447		8/26/2016	5/24/2017	3,086		0	2,868	218	218	0	0	218
19	WELLS FARGO EMG MK E-IN	94975P751		1/24/2014	4/21/2017	992		0	909	83	83	0	0	83
20	WELLS FARGO EMG MK E-IN	94975P751		8/26/2016	10/23/2017	510		0	415	95	95	0	0	95
21	WELLS FARGO EMG MK E-IN	94975P751		1/24/2014	10/23/2017	1,337		0	1,062	275	275	0	0	275
22	WELLS FARGO EMG MK E-IN	94975P751		1/24/2014	12/5/2018	995		0	723	272	272	0	0	272
23	WF SMALL COMPANY GROW	949921571		8/26/2016	5/24/2017	3,340		0	3,057	283	283	0	0	283
24	INVESCO INTL GROWTH-Y #8	008882532		2/13/2012	4/21/2017	7,893		0	6,538	1,355	1,355	0	0	1,355
25	INVESCO INTL GROWTH-Y #8	008882532		1/22/2016	4/21/2017	641		0	565	76	76	0	0	76
26	ARTISAN MID CAP FUND-INS	04314H600		1/22/2015	10/23/2017	127		0	130	-3	-3	0	0	-3
27	ARTISAN MID CAP FUND-INS	04314H600		8/26/2016	10/23/2017	761		0	719	42	42	0	0	42
28	DODGE & COX INCOME FD C	256210105		5/9/2013	4/21/2017	4,888		0	4,959	-71	-71	0	0	-71
29	DODGE & COX INCOME FD C	256210105		5/9/2013	5/24/2017	939		0	947	-8	-8	0	0	-8
30	DODGE & COX INCOME FD C	256210105		10/23/2017	12/5/2018	1,126		0	1,134	-8	-8	0	0	-8
31	DODGE & COX INCOME FD C	256210105		5/9/2013	12/5/2018	4,284		0	4,346	-62	-62	0	0	-62
32	DRIEHAUS ACTIVE INCOME F	262028855		8/11/2011	10/23/2017	5,141		0	5,485	-344	-344	0	0	-344
33	DRIEHAUS ACTIVE INCOME F	262028855		8/13/2012	10/23/2017	108		0	114	-6	-6	0	0	-6
34	DRIEHAUS ACTIVE INCOME F	262028855		4/22/2016	10/23/2017	227		0	227	0	0	0	0	0
35	EATON VANCE GLOBAL MAC	277923728		7/11/2013	10/23/2017	2,283		0	2,377	-94	-94	0	0	-94
36	EATON VANCE GLOBAL MAC	277923728		1/24/2014	10/23/2017	1,772		0	1,811	-39	-39	0	0	-39
37	EATON VANCE GLOBAL MAC	277923728		1/22/2015	10/23/2017	1,027		0	1,059	-32	-32	0	0	-32
38	EATON VANCE GLOBAL MAC	277923728		4/22/2016	10/23/2017	392		0	387	5	5	0	0	5
39	EATON VANCE GLOBAL MAC	277923728		8/26/2016	10/23/2017	13,601		0	13,557	44	44	0	0	44
40	EATON VANCE GLOBAL MAC	277923728		4/21/2017	10/23/2017	558		0	556	2	2	0	0	2
41	JP MORGAN MID CAP VALUE	339128100		4/24/2014	10/23/2017	200		0	180	20	20	0	0	20
42	JP MORGAN MID CAP VALUE	339128100		4/24/2014	12/5/2018	710		0	614	96	96	0	0	96
43	MERGER FUND-INST #301	589509207		5/3/2010	10/23/2017	2,581		0	2,523	58	58	0	0	58
44	MERGER FUND-INST #301	589509207		8/26/2016	10/23/2017	1,533		0	1,472	61	61	0	0	61
45	MERGER FUND-INST #301	589509207		5/24/2017	10/23/2017	899		0	889	11	11	0	0	11
46	ASG GLOBAL ALTERNATIVE	638721885		7/11/2013	10/23/2017	1,793		0	1,883	-90	-90	0	0	-90
47	ROUBERGER BERMAN LONG	64128R608		8/26/2016	12/5/2018	1,082		0	918	164	164	0	0	164
48	T ROWE PRICE BLUE CHIP G	779540106		10/21/2014	4/21/2017	970		0	805	165	165	0	0	165

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

		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	1 00	4,391		
										4,391	0	0

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

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	8/9/2017	2	125
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	0
7 Total		7	125

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	9,649
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	9,649