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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

1804

For calendar year 2017 or tax year beginning 5/1/2017 **, and ending** 4/30/2018

Name of foundation: WALTER D DUNN MEMORIAL TW

A Employer identification number: 23-6609806

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

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

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 ▶ ☐

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

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

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

04

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 1,452,859

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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03/04

POSTMARK DATE AUG 07 2018

SCANNED SEP 26 2018

RECEIVED AUG 14 2018 OGDEN, UT IRS-OSC

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 ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	25,970	25,970		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	188,758			
	b	Gross sales price for all assets on line 6a 814,255				
	7	Capital gain net income (from Part IV, line 2)		188,758		
	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)				
	12	**Total.** Add lines 1 through 11	214,728	214,728	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	23,017	20,715		2,302
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	731			731
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	479	471		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	1	1		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	24,228	21,187	0	3,033
	25	Contributions, gifts, grants paid	126,875			126,875
	26	**Total expenses and disbursements.** Add lines 24 and 25	151,103	21,187	0	129,908
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	63,625			
	b	**Net investment income** (if negative, enter -0-)		193,541		
	c	**Adjusted net income** (if negative, enter -0-)			0	

930
12

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	39,573	-19,335	-19,335
	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)	1,265,826	1,391,486	1,472,194
	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)	1,305,399	1,372,151	1,452,859
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.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	1,305,399	1,372,151	
	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)	1,305,399	1,372,151	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,305,399	1,372,151	

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	1,305,399
2	Enter amount from Part I, line 27a	2	63,625
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	3,127
4	Add lines 1, 2, and 3	4	1,372,151
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,372,151

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

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
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	188,758
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	42,605	1,410,870	0 030198
2015	42,090	1,399,265	0 030080
2014	45,595	1,501,430	0 030368
2013	51,041	1,453,302	0 035121
2012	69,896	1,389,569	0 050300

2	**Total** of line 1, column (d)	2	0 176067
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	0.035213
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	0
7	Add lines 5 and 6	7	0
8	Enter qualifying distributions from Part XII, line 4	8	0

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	3,871
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	0
3	Add lines 1 and 2		3	3,871
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	3,871
6	Credits/Payments			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a 526		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	526
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	3,345
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	0
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶	**Refunded** ▶	11	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?	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	N/A	
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 ▶ NJ			
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	10		X

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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 ▶ 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

			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		X
	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 ▶ 20____, 20____, 20____, 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b	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?	☐ 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	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)*

			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	N/A	
	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? N/A ☐ 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? 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? ☐ Yes ☒ 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 89	TRUSTEE 1 00	23,017		

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	1,487,810
b	Average of monthly cash balances		1b	45,294
c	Fair market value of all other assets (see instructions)		1c	
d	**Total** (add lines 1a, b, and c)		1d	1,533,104
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	1,533,104
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see instructions)		4	22,997
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	1,510,107
6	***Minimum investment return.*** *Enter 5% of line 5*		6	75,505

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	75,505
2a	Tax on investment income for 2017 from Part VI, line 5	2a	3,871		
b	Income tax for 2017 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	3,871
3	Distributable amount before adjustments Subtract line 2c from line 1			3	71,634
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	71,634
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	71,634

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	129,908
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	129,908
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	129,908

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				71,634
2	Undistributed income, if any, as of the end of 2017				
a	Enter amount for 2016 only			70,018	
b	Total for prior years 20 13 , 20 14 , 20 15		26,800		
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 ▶ $ 129,908				
a	Applied to 2016, but not more than line 2a			70,018	
b	Applied to undistributed income of prior years (Election required—see instructions)		26,800		
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2017 distributable amount				33,090
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				38,544
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)

	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					0
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 ▶ [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*				
See Attached Statement				
Total . . . . . ▶ **3a**				126,875
b *Approved for future payment*				
NONE				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
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	25,970	
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	188,758	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		214,728	0

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 214,728

(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

			Yes	No
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(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

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

SVP | 6/27/2018 | SVP Wells Fargo Bank N A

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J CASTRIANO		6/27/2018		P01251603
Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶	13-4008324
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777			Phone no	412-355-6000

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

	Amount		Totals	Gross Sales	Cost or Other Basis, Expenses Depreciation and Adjustments	Net Gain or Loss
Long Term CG Distributions	39,761		Capital Gains/Losses	814,255	625,497	188,758
Short Term CG Distributions	0		Other sales	0	0	0

	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	AQR MANAGED FUTURES ST	00203H859	X				8/24/2016	11/14/2017	1,640	1,853				0	-213
2	AQR MANAGED FUTURES ST	00203H859	X				8/24/2016	2/2/2018	875	942				0	-67
3	AFFILIATED MANAGERS GRO	008252108	X				1/16/2018	4/30/2018	5,038	6,140				0	-1,102
4	AMER CENT SMALL CAP GRV	025083320	X				7/23/2015	5/24/2017	15,885	15,251				0	634
5	AMER CENT SMALL CAP GRV	025083320	X				7/23/2015	11/14/2017	1,609	1,455				0	154
6	AMER CENT SMALL CAP GRV	025083320	X				2/2/2018	4/30/2018	6,090	6,007				0	83
7	AMERIPRISE FINL INC	03076C106	X				1/16/2018	4/30/2018	4,939	6,324				0	-1,385
8	ARTISAN MID CAP FUND-INS	04314H600	X				1/22/2015	7/25/2017	654	676				0	-22
9	ARTISAN MID CAP FUND-INS	04314H600	X				2/11/2013	7/25/2017	3,867	3,495				0	372
10	ARTISAN MID CAP FUND-INS	04314H600	X				10/19/2017	11/14/2017	883	880				0	3
11	ARTISAN MID CAP FUND-INS	04314H600	X				2/11/2013	11/14/2017	837	751				0	86
12	ARTISAN MID CAP FUND-INS	04314H600	X				2/2/2018	4/30/2018	2,856	2,880				0	-24
13	ARTISAN MID CAP FUND-INS	04314H600	X				1/11/2018	4/30/2018	2,109	2,115				0	-6
14	BLACKROCK GL L/S CREDIT-	09258N505	X				10/27/2015	11/14/2017	763	761				0	2
15	BLACKROCK GL L/S CREDIT-	09258N505	X				2/2/2018	4/30/2018	2,019	2,021				0	-2
16	BLACKROCK GL L/S CREDIT-	09258N505	X				10/27/2015	4/30/2018	2,418	2,413				0	5
17	DODGE & COX INT'L STOCK	256206103	X				1/22/2016	7/25/2017	4,357	3,145				0	1,212
18	DODGE & COX INT'L STOCK	256206103	X				1/22/2016	10/19/2017	1,263	885				0	378
19	HARBOR CAPITAL APRCTION	411511504	X				10/28/2014	7/25/2017	2,034	1,767				0	267
20	HARBOR CAPITAL APRCTION	411511504	X				8/26/2011	10/19/2017	7,988	3,878				0	4,110
21	HARBOR CAPITAL APRCTION	411511504	X				10/28/2014	11/14/2017	9,728	7,795				0	1,933
22	HARBOR CAPITAL APRCTION	411511504	X				8/26/2011	1/11/2018	123,938	60,652				0	63,286
23	HARBOR CAPITAL APRCTION	411511504	X				10/24/2014	1/11/2018	6,169	5,062				0	1,107
24	HARBOR CAPITAL APRCTION	411511504	X				10/28/2014	1/11/2018	3,568	2,962				0	606
25	HARBOR CAPITAL APRCTION	411511504	X				1/22/2015	1/11/2018	8,728	6,989				0	1,739
26	HARBOR CAPITAL APRCTION	411511504	X				1/22/2016	1/11/2018	17,869	13,578				0	4,291
27	HARBOR CAPITAL APRCTION	411511504	X				3/29/2016	1/11/2018	7,301	5,700				0	1,601
28	HARBOR CAPITAL APRCTION	411511504	X				8/24/2016	1/11/2018	13,000	10,747				0	2,253
29	JOHN HANCOCK II-ABSLT RT	47803M168	X				10/19/2017	11/14/2017	1,023	1,002				0	21
30	JOHN HANCOCK II-ABSLT RT	47803M168	X				10/19/2017	4/30/2018	2,210	2,290				0	-80
31	JPMORGAN HIGH YIELD-I #3	4812C0803	X				10/19/2017	4/30/2018	1,354	1,406				0	-52
32	JPMORGAN HIGH YIELD-I #3	4812C0803	X				2/2/2018	4/30/2018	480	490				0	-10
33	MFS VALUE FUND-CLASS I #	552983694	X				7/23/2015	7/25/2017	2,617	2,363				0	254
34	MFS VALUE FUND-CLASS I #	552983694	X				8/24/2016	10/19/2017	1,470	1,298				0	172
35	MFS VALUE FUND-CLASS I #	552983694	X				8/24/2016	11/14/2017	2,703	2,416				0	287
36	MFS VALUE FUND-CLASS I #	552983694	X				5/26/2011	1/11/2018	24,955	14,394				0	10,561
37	MFS VALUE FUND-CLASS I #	552983694	X				8/26/2011	1/11/2018	32,925	16,642				0	16,283
38	MFS VALUE FUND-CLASS I #	552983694	X				2/14/2012	1/11/2018	31,280	17,908				0	13,372
39	MFS VALUE FUND-CLASS I #	552983694	X				10/9/2013	1/11/2018	7,602	5,480				0	2,122
40	HARBOR CAPITAL APRCTION	411511504	X				8/28/2015	7/25/2017	11,850	10,567				0	1,283
41	MERGER FUND-INST #301	589509207	X				10/20/2011	10/19/2017	4,035	3,980				0	55
42	MERGER FUND-INST #301	589509207	X				2/11/2013	10/19/2017	8,218	8,069				0	149
43	MERGER FUND-INST #301	589509207	X				3/29/2016	10/19/2017	208	200				0	8
44	MERGER FUND-INST #301	589509207	X				8/24/2016	10/19/2017	13,613	13,128				0	485
45	MERGER FUND-INST #301	589509207	X				5/24/2017	10/19/2017	4,227	4,184				0	43
46	MET WEST TOTAL RETURN B	592905509	X				1/22/2015	5/24/2017	5,996	6,193				0	-197
47	MET WEST TOTAL RETURN B	592905509	X				1/22/2015	11/14/2017	3,025	3,124				99	0
48	MET WEST TOTAL RETURN B	592905509	X				1/22/2015	2/2/2018	13,301	13,988				121	-566
49	MET WEST TOTAL RETURN B	592905509	X				7/23/2015	2/2/2018	12,665	13,113				0	-448
50	MET WEST TOTAL RETURN B	592905509	X				5/11/2016	2/2/2018	16,992	17,675				0	-683
51	MET WEST TOTAL RETURN B	592905509	X				12/27/2014	2/2/2018	2,971	3,133				162	0
52	MET WEST TOTAL RETURN B	592905509	X				3/29/2016	2/2/2018	13,306	13,751				0	-445
53	MET WEST TOTAL RETURN B	592905509	X				12/31/2014	4/30/2018	2,333	2,508				0	-175
54	MET WEST TOTAL RETURN B	592905509	X				12/5/2014	4/30/2018	2,945	3,175				0	-230
55	MET WEST TOTAL RETURN B	592905509	X				3/29/2016	4/30/2018	2,033	2,119				0	-86
56	ASG GLOBAL ALTERNATIVES	63872T885	X				7/12/2013	11/14/2017	919	966				0	-47
57	ASG GLOBAL ALTERNATIVES	63872T885	X				7/12/2013	2/2/2018	431	437				0	-6
58	ASG GLOBAL ALTERNATIVES	63872T885	X				7/12/2013	4/30/2018	1,315	1,368				0	-53
59	NEUBERGER BERMAN LONG	64128R608	X				10/19/2017	11/14/2017	1,776	1,774				0	2
60	NEUBERGER BERMAN LONG	64128R608	X				10/19/2017	2/2/2018	1,140	1,093				0	47
61	NEUBERGER BERMAN LONG	64128R608	X				10/19/2017	4/30/2018	4,144	4,044				0	100
62	OPPENHEIMER DEVELOPING	683974604	X				8/10/2012	7/25/2017	1,683	1,373				0	310
63	OPPENHEIMER DEVELOPING	683974604	X				2/11/2013	7/25/2017	3,293	2,974				0	319
64	OPPENHEIMER DEVELOPING	683974604	X				8/26/2011	7/25/2017	1,599	1,256				0	343
65	OPPENHEIMER DEVELOPING	683974604	X				8/26/2011	10/19/2017	5,335	3,922				0	1,413
66	OPPENHEIMER DEVELOPING	683974604	X				8/26/2011	11/14/2017	1,677	1,245				0	432
67	OPPENHEIMER DEVELOPING	683974604	X				12/16/2016	2/2/2018	181	127				0	54
68	MFS VALUE FUND-CLASS I #	552983694	X				6/20/2014	1/11/2018	28,190	23,458				0	4,732
69	MFS VALUE FUND-CLASS I #	552983694	X				10/24/2014	1/11/2018	12,889	10,437				0	2,452
70	MFS VALUE FUND-CLASS I #	552983694	X				10/28/2014	1/11/2018	15,931	13,045				0	2,886
71	MFS VALUE FUND-CLASS I #	552983694	X				7/23/2015	1/11/2018	7,088	6,035				0	1,053
72	MFS VALUE FUND-CLASS I #	552983694	X				8/28/2015	1/11/2018	17,176	13,807				0	3,369

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

	Amount		Totals	Gross Sales	Cost or Other Basis, Expenses, Depreciation and Adjustments	Net Gain or Loss
Long Term CG Distributions	39,761		Capital Gains/Losses	814,255	625,497	188,758
Short Term CG Distributions	0		Other sales	0	0	0

	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
73	MFS VALUE FUND-CLASS I #	552983694	X				1/22/2016	1/11/2018	10,025	7,327				0	2,698
74	MFS VALUE FUND-CLASS I #	552983694	X				8/24/2016	1/11/2018	7,516	6,444				0	1,072
75	DODGE & COX INCOME FD C	256210105	X				11/13/2015	5/24/2017	3,204	3,127				0	77
76	DODGE & COX INCOME FD C	256210105	X				10/19/2017	11/14/2017	1,353	1,356				0	-3
77	DODGE & COX INCOME FD C	256210105	X				11/13/2015	11/14/2017	193	189				0	4
78	DODGE & COX INCOME FD C	256210105	X				7/25/2017	2/2/2018	1,109	1,120				0	-11
79	DODGE & COX INCOME FD C	256210105	X				1/11/2018	2/2/2018	2,585	2,600				0	-15
80	DODGE & COX INCOME FD C	256210105	X				1/18/2017	2/2/2018	27,943	27,861				0	82
81	DODGE & COX INCOME FD C	256210105	X				1/18/2017	4/30/2018	3,134	3,173				0	-39
82	EATON VANCE GLOB MACRO	277923264	X				10/19/2017	11/14/2017	993	997				0	-4
83	EATON VANCE GLOB MACRO	277923264	X				10/19/2017	4/30/2018	2,734	2,852				0	-118
84	EATON VANCE GLOBAL MAC	277923728	X				10/27/2015	10/19/2017	13,256	13,270				0	-14
85	EATON VANCE GLOBAL MAC	277923728	X				3/29/2016	10/19/2017	611	600				0	11
86	EATON VANCE GLOBAL MAC	277923728	X				8/24/2016	10/19/2017	29,643	29,449				0	194
87	EATON VANCE GLOBAL MAC	277923728	X				7/25/2017	10/19/2017	2,644	2,633				0	11
88	FID ADV EMER MKTS INC- CL	315920702	X				10/19/2017	4/30/2018	777	828				0	-51
89	FID ADV EMER MKTS INC- CL	315920702	X				7/25/2017	4/30/2018	3,243	3,403				0	-160
90	JP MORGAN MID CAP VALUE	339128100	X				6/20/2014	11/14/2017	1,271	1,213				0	58
91	JP MORGAN MID CAP VALUE	339128100	X				2/2/2018	4/30/2018	4,120	4,212				0	-92
92	JP MORGAN MID CAP VALUE	339128100	X				4/20/2017	4/30/2018	6	6				0	0
93	OPPENHEIMER DEVELOPING	683974604	X				12/16/2016	4/30/2018	2,228	1,616				0	612
94	BOSTON P LNG/SHRT RES-IN	74925K581	X				10/9/2013	10/19/2017	11,709	9,610				0	2,099
95	BOSTON P LNG/SHRT RES-IN	74925K581	X				5/24/2017	10/19/2017	11,550	11,171				0	379
96	T ROWE PR OVERSEAS STO	77956H435	X				4/20/2017	7/25/2017	3,417	3,091				0	326
97	T ROWE PR OVERSEAS STO	77956H435	X				4/20/2017	10/19/2017	1,894	1,628				0	266
98	T ROWE PR OVERSEAS STO	77956H435	X				4/20/2017	11/14/2017	933	809				0	124
99	T ROWE PR OVERSEAS STO	77956H435	X				2/2/2018	4/30/2018	2,905	2,961				0	-56
100	T ROWE PR OVERSEAS STO	77956H435	X				4/20/2017	4/30/2018	138	118				0	20
101	T ROWE PRICE INST FLOAT	77958B402	X				7/25/2017	4/30/2018	1,102	1,107				0	-5
102	STERLING CAPITAL STRATT	85917K546	X				4/20/2017	5/24/2017	1,666	1,644				0	22
103	STERLING CAPITAL STRATT	85917K546	X				6/20/2014	5/24/2017	13,386	12,373				0	1,013
104	STERLING CAPITAL STRATT	85917K546	X				8/24/2016	10/19/2017	1,372	1,176				0	196
105	STERLING CAPITAL STRATT	85917K546	X				8/24/2016	11/14/2017	916	784				0	132
106	STERLING CAPITAL STRATT	85917K546	X				1/11/2018	4/30/2018	2,343	2,500				0	-157
107	STERLING CAPITAL STRATT	85917K546	X				2/2/2018	4/30/2018	150	158				0	-8
108	VANGUARD INFLAT-PROT SE	922031737	X				3/29/2016	2/2/2018	4,315	4,500				0	-185
109	VANGUARD INFLAT-PROT SE	922031737	X				8/24/2016	2/2/2018	3,228	3,450				0	-222
110	VANGUARD INFLAT-PROT SE	922031737	X				1/18/2017	2/2/2018	5,353	5,442				0	-89

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		731	0	0	731
1	TAX PREP FEES	731			731

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		479	471	0	0
1	FOREIGN TAXES PAID	471	471		
2	ESTIMATED EXCISE TAX PAID	8			

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

		1	1	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEE	1	1		

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
			0	1,391,486	1,472,194
1				0	
2	AFFILIATED MANAGERS GROUP INC		0	6,140	4,946
3	APPLE COMPUTER INC COM		0	16,642	15,700
4	BOEING COMPANY		0	13,751	13,342
5	CVS/CAREMARK CORPORATION		0	13,250	11,871
6	CISCO SYSTEMS INC		0	18,053	19,488
7	COGNIZANT TECH SOLUTIONS CRP COM		0	6,745	7,364
8	DIAGEO PLC - ADR		0	14,369	14,196
9	WALT DISNEY CO		0	6,151	5,518
10	GILEAD SCIENCES INC		0	10,089	9,029
11	HOME DEPOT INC		0	6,908	6,468
12	ELI LILLY & CO COM		0	9,004	8,512
13	MICROSOFT CORP		0	24,309	25,250
14	NIKE INC CL B		0	5,786	6,155
15	PNC FINANCIAL SERVICES GROUP		0	9,200	8,737
16	ROCHE HOLDINGS LTD - ADR		0	11,180	10,147
17	SCHLUMBERGER LTD		0	8,546	7,542
18	THERMO FISHER SCIENTIFIC INC		0	6,257	6,310
19	TOTAL FINA ELF S A. ADR		0	14,198	15,026
20	MANULIFE FINANCIAL CORP		0	13,671	11,699
21	UNITED PARCEL SERVICE-CL B		0	16,702	14,188
22	TARGET CORP		0	10,001	9,438
23	UNITEDHEALTH GROUP INC		0	10,544	10,638
24	BLACKROCK INC		0	11,356	10,430
25	JPMORGAN CHASE & CO		0	11,818	11,422
26	SUNCOR ENERGY INC NEW F		0	15,228	15,292
27	MERCK & CO INC NEW		0	15,700	14,718
28	ALPHABET INC/CA		0	11,330	10,173
29	COMCAST CORP CLASS A		0	6,555	4,865
30	LAS VEGAS SANDS CORP		0	12,038	12,099
31	CELANESE CORP		0	6,046	5,977
32	TE CONNECTIVITY LTD		0	6,024	5,505
33	CITIGROUP INC		0	9,299	8,192
34	AMERIPRISE FINL INC		0	14,455	11,217
35	SPIRIT AEROSYTSEMS HOLD-CL A		0	5,931	4,822
36	EATON CORP PLC		0	10,514	9,379
37	CME GROUP INC		0	9,261	9,461
38	DODGE & COX INCOME FD COM 147		0	43,388	47,926
39	ARTISAN MID CAP FUND-INSTL 1333		0	72,969	78,447
40	MET WEST TOTAL RETURN BOND CL I 51		0	115,340	112,251
41	FID ADV EMER MKTS INC- CL I 607		0	104,030	103,561
42	DODGE & COX INT'L STOCK FD 1048		0	32,895	59,213
43	AMER CENT SMALL CAP GRWTH INST 33		0	56,479	66,490
44	JP MORGAN MID CAP VALUE-I 758		0	55,503	77,143
45	STERLING CAPITAL STRATTON SMALL C		0	60,907	62,401
46	T ROWE PR OVERSEAS STOCK-I #521		0	52,516	61,050

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
			0	1,391,486	1,472,194
47	ASG GLOBAL ALTERNATIVES-Y 1993		0	30,280	30,271
48	AQR MANAGED FUTURES STR-I		0	49,400	43,915
49	JPMORGAN HIGH YIELD FUND SS 3580		0	29,666	30,839
50	T ROWE PRICE INST FLOAT RATE 170		0	13,501	13,702
51	EATON VANCE GLOB MACRO ADV-I 208		0	48,281	46,357
52	BLACKROCK GL L/S CREDIT-K #1940		0	54,363	55,278
53	OPPENHEIMER DEVELOPING MKT-I 799		0	70,844	100,096
54	JOHN HANCOCK II-CURR STR-I 3643		0	32,378	31,308
55	NEUBERGER BERMAN LONG SH-INS #183		0	71,695	76,830

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

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

1	Loss on CY Sales Not Settled at Year End	1	3,069
2	Mutual Fund Timing Difference	2	53
3	Rounding	3	5
4	Total	4	3,127

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

	Amount
Long Term CG Distributions	39,761
Short Term CG Distributions	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
						774,494	0	382	625,879	148,997	0	0	0	148,997
1	AQR MANAGED FUTURES ST	00203H859		8/24/2016	11/14/2017	1,640		0	1,853	-213	0	0	0	-213
2	AQR MANAGED FUTURES ST	00203H859		8/24/2016	2/2/2018	875		0	942	-67	0	0	0	-67
3	AFFILIATED MANAGERS GRO	008252108		1/16/2018	4/30/2018	5 038		0	6,140	-1,102	0	0	0	-1,102
4	AMER CENT SMALL CAP GRV	025083320		7/23/2015	5/24/2017	15,885		0	15,251	634	0	0	0	634
5	AMER CENT SMALL CAP GRV	025083320		7/23/2015	11/14/2017	1 609		0	1,455	154	0	0	0	154
6	AMER CENT SMALL CAP GRV	025083320		2/2/2018	4/30/2018	6,090		0	6,007	83	0	0	0	83
7	AMERIPRISE FINL INC	03076C106		1/16/2018	4/30/2018	4 939		0	6,324	-1 385	0	0	0	-1 385
8	ARTISAN MID CAP FUND-INS	04314H600		1/22/2015	7/25/2017	654		0	676	-22	0	0	0	-22
9	ARTISAN MID CAP FUND-INS	04314H600		2/11/2013	7/25/2017	3 867		0	3,495	372	0	0	0	372
10	ARTISAN MID CAP FUND-INS	04314H600		10/19/2017	11/14/2017	883		0	880	3	0	0	0	3
11	ARTISAN MID CAP FUND-INS	04314H600		2/11/2013	11/14/2017	837		0	751	86	0	0	0	86
12	ARTISAN MID CAP FUND-INS	04314H600		2/2/2018	4/30/2018	2 856		0	2,880	-24	0	0	0	-24
13	ARTISAN MID CAP FUND-INS	04314H600		1/11/2018	4/30/2018	2 109		0	2,115	-6	0	0	0	-6
14	BLACKROCK GL L/S CREDIT-	09258N505		10/27/2015	11/14/2017	763		0	761	2	0	0	0	2
15	BLACKROCK GL L/S CREDIT-	09258N505		2/2/2018	4/30/2018	2,019		0	2,021	-2	0	0	0	-2
16	BLACKROCK GL L/S CREDIT-	09258N505		10/27/2015	4/30/2018	2 418		0	2 413	5	0	0	0	5
17	DODGE & COX INT'L STOCK	256206103		1/22/2016	7/25/2017	4,357		0	3,145	1,212	0	0	0	1,212
18	DODGE & COX INT'L STOCK	256206103		1/22/2016	10/19/2017	1,263		0	885	378	0	0	0	378
19	HARBOR CAPITAL APRCTION	411511504		10/28/2014	7/25/2017	2 034		0	1,767	267	0	0	0	267
20	HARBOR CAPITAL APRCTION	411511504		8/26/2011	10/19/2017	7,988		0	3,878	4,110	0	0	0	4,110
21	HARBOR CAPITAL APRCTION	411511504		10/28/2014	11/14/2017	9,728		0	7,795	1,933	0	0	0	1,933
22	HARBOR CAPITAL APRCTION	411511504		8/26/2011	1/11/2018	123,938		0	60,652	63,286	0	0	0	63,286
23	HARBOR CAPITAL APRCTION	411511504		10/24/2014	1/11/2018	6,169		0	5,062	1 107	0	0	0	1,107
24	HARBOR CAPITAL APRCTION	411511504		10/28/2014	1/11/2018	3,568		0	2,962	606	0	0	0	606
25	HARBOR CAPITAL APRCTION	411511504		1/22/2015	1/11/2018	8,728		0	6,989	1,739	0	0	0	1,739
26	HARBOR CAPITAL APRCTION	411511504		1/22/2016	1/11/2018	17,869		0	13,578	4,291	0	0	0	4 291
27	HARBOR CAPITAL APRCTION	411511504		3/29/2016	1/11/2018	7,301		0	5 700	1,601	0	0	0	1,601
28	HARBOR CAPITAL APRCTION	411511504		8/24/2016	1/11/2018	13,000		0	10,747	2,253	0	0	0	2,253
29	JOHN HANCOCK II-ABSLT RT	47803M168		10/19/2017	11/14/2017	1,023		0	1,002	21	0	0	0	21
30	JOHN HANCOCK II-ABSLT RT	47803M168		10/19/2017	4/30/2018	2,210		0	2,290	-80	0	0	0	-80
31	JPMORGAN HIGH YIELD-I #3	4812C0803		10/19/2017	4/30/2018	1,354		0	1,406	-52	0	0	0	-52
32	JPMORGAN HIGH YIELD-I #3	4812C0803		2/2/2018	4/30/2018	480		0	490	-10	0	0	0	-10
33	MFS VALUE FUND-CLASS I #	552983694		7/23/2015	7/25/2017	2,617		0	2,363	254	0	0	0	254
34	MFS VALUE FUND-CLASS I #	552983694		8/24/2016	10/19/2017	1,470		0	1,298	172	0	0	0	172
35	MFS VALUE FUND-CLASS I #	552983694		8/24/2016	11/14/2017	2 703		0	2 416	287	0	0	0	287
36	MFS VALUE FUND-CLASS I #	552983694		5/26/2011	1/11/2018	24,955		0	14,394	10,561	0	0	0	10 561
37	MFS VALUE FUND-CLASS I #	552983694		8/26/2011	1/11/2018	32,925		0	16,642	16,283	0	0	0	16 283
38	MFS VALUE FUND-CLASS I #	552983694		2/14/2012	1/11/2018	31,280		0	17,908	13,372	0	0	0	13,372
39	MFS VALUE FUND-CLASS I #	552983694		10/9/2013	1/11/2018	7,602		0	5,480	2,122	0	0	0	2,122
40	HARBOR CAPITAL APRCTION	411511504		8/28/2015	7/25/2017	11,850		0	10,567	1,283	0	0	0	1,283
41	MERGER FUND-INST #301	589509207		10/20/2011	10/19/2017	4 035		0	3,980	55	0	0	0	55
42	MERGER FUND-INST #301	589509207		2/11/2013	10/19/2017	8,218		0	8,069	149	0	0	0	149
43	MERGER FUND-INST #301	589509207		3/29/2016	10/19/2017	208		0	200	8	0	0	0	8
44	MERGER FUND-INST #301	589509207		8/24/2016	10/19/2017	13,613		0	13,128	485	0	0	0	485
45	MERGER FUND-INST #301	589509207		5/24/2017	10/19/2017	4,227		0	4,184	43	0	0	0	43
46	MET WEST TOTAL RETURN E	592905509		1/22/2015	5/24/2017	5 996		0	6,193	-197	0	0	0	-197
47	MET WEST TOTAL RETURN E	592905509		1/22/2015	11/14/2017	3,025		99	3,124	0	0	0	0	0
48	MET WEST TOTAL RETURN E	592905509		1/22/2015	2/2/2018	13,301		121	13,988	-566	0	0	0	-566
49	MET WEST TOTAL RETURN E	592905509		7/23/2015	2/2/2018	12,665		0	13,113	-448	0	0	0	-448
50	MET WEST TOTAL RETURN E	592905509		5/11/2016	2/2/2018	16,992		0	17,675	-683	0	0	0	-683
51	MET WEST TOTAL RETURN E	592905509		12/27/2014	2/2/2018	2,971		162	3,133	0	0	0	0	0
52	MET WEST TOTAL RETURN E	592905509		3/29/2016	2/2/2018	13,306		0	13,751	-445	0	0	0	-445
53	MET WEST TOTAL RETURN E	592905509		12/31/2014	4/30/2018	2,333		0	2,508	-175	0	0	0	-175
54	MET WEST TOTAL RETURN E	592905509		12/5/2014	4/30/2018	2,945		0	3,175	-230	0	0	0	-230
55	MET WEST TOTAL RETURN E	592905509		3/29/2016	4/30/2018	2 033		0	2,119	-86	0	0	0	-86
56	ASG GLOBAL ALTERNATIVES	63872T885		7/12/2013	11/14/2017	919		0	966	-47	0	0	0	-47
57	ASG GLOBAL ALTERNATIVES	63872T885		7/12/2013	2/2/2018	431		0	437	-6	0	0	0	-6
58	ASG GLOBAL ALTERNATIVES	63872T885		7/12/2013	4/30/2018	1,315		0	1,368	-53	0	0	0	-53
59	NEUBERGER BERMAN LONG	64128R608		10/19/2017	11/14/2017	1,776		0	1,774	2	0	0	0	2
60	NEUBERGER BERMAN LONG	64128R608		10/19/2017	2/2/2018	1,140		0	1,093	47	0	0	0	47
61	NEUBERGER BERMAN LONG	64128R608		10/19/2017	4/30/2018	4,144		0	4,044	100	0	0	0	100
62	OPPENHEIMER DEVELOPING	683974604		8/10/2012	7/25/2017	1 683		0	1,373	310	0	0	0	310
63	OPPENHEIMER DEVELOPING	683974604		2/11/2013	7/25/2017	3,293		0	2,974	319	0	0	0	319
64	OPPENHEIMER DEVELOPING	683974604		8/26/2011	7/25/2017	1,599		0	1,256	343	0	0	0	343
65	OPPENHEIMER DEVELOPING	683974604		8/26/2011	10/19/2017	5,335		0	3,922	1,413	0	0	0	1,413
66	OPPENHEIMER DEVELOPING	683974604		8/26/2011	11/14/2017	1 677		0	1,245	432	0	0	0	432
67	OPPENHEIMER DEVELOPING	683974604		12/16/2016	2/2/2018	181		0	127	54	0	0	0	54
68	MFS VALUE FUND-CLASS I #	552983694		6/20/2014	1/11/2018	28,190		0	23,458	4,732	0	0	0	4,732
69	MFS VALUE FUND-CLASS I #	552983694		10/24/2014	1/11/2018	12,889		0	10,437	2,452	0	0	0	2,452

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

	Amount
Long Term CG Distributions	39,761
Short Term CG Distributions	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
						774,494	0	382	625,879	148,997	0	0	0	148,997
70	MFS VALUE FUND-CLASS I #	552983694		10/28/2014	1/11/2018	15,931		0	13,045	2,886	0	0	0	2,886
71	MFS VALUE FUND-CLASS I #	552983694		7/23/2015	1/11/2018	7 088		0	6,035	1,053	0	0	0	1,053
72	MFS VALUE FUND-CLASS I #	552983694		8/28/2015	1/11/2018	17,176		0	13,807	3,369	0	0	0	3,369
73	MFS VALUE FUND-CLASS I #	552983694		1/22/2016	1/11/2018	10,025		0	7,327	2,698	0	0	0	2,698
74	MFS VALUE FUND-CLASS I #	552983694		8/24/2016	1/11/2018	7 516		0	6,444	1,072	0	0	0	1 072
75	DODGE & COX INCOME FD C	256210105		11/13/2015	5/24/2017	3,204		0	3,127	77	0	0	0	77
76	DODGE & COX INCOME FD C	256210105		10/19/2017	11/14/2017	1 353		0	1,356	-3	0	0	0	-3
77	DODGE & COX INCOME FD C	256210105		11/13/2015	11/14/2017	193		0	189	4	0	0	0	4
78	DODGE & COX INCOME FD C	256210105		7/25/2017	2/2/2018	1 109		0	1,120	-11	0	0	0	-11
79	DODGE & COX INCOME FD C	256210105		1/11/2018	2/2/2018	2 585		0	2,600	-15	0	0	0	-15
80	DODGE & COX INCOME FD C	256210105		1/18/2017	2/2/2018	27,943		0	27,861	82	0	0	0	82
81	DODGE & COX INCOME FD C	256210105		1/18/2017	4/30/2018	3,134		0	3 173	-39	0	0	0	-39
82	EATON VANCE GLOB MACRO	277923264		10/19/2017	11/14/2017	993		0	997	-4	0	0	0	-4
83	EATON VANCE GLOB MACRO	277923264		10/19/2017	4/30/2018	2,734		0	2 852	-118	0	0	0	-118
84	EATON VANCE GLOBAL MAC	277923728		10/27/2015	10/19/2017	13,256		0	13,270	-14	0	0	0	-14
85	EATON VANCE GLOBAL MAC	277923728		3/29/2016	10/19/2017	611		0	600	11	0	0	0	11
86	EATON VANCE GLOBAL MAC	277923728		8/24/2016	10/19/2017	29,643		0	29,449	194	0	0	0	194
87	EATON VANCE GLOBAL MAC	277923728		7/25/2017	10/19/2017	2 644		0	2,633	11	0	0	0	11
88	FID ADV EMER MKTS INC- CL	315920702		10/19/2017	4/30/2018	777		0	828	-51	0	0	0	-51
89	FID ADV EMER MKTS INC- CL	315920702		7/25/2017	4/30/2018	3 243		0	3,403	-160	0	0	0	-160
90	JP MORGAN MID CAP VALUE	339128100		6/20/2014	11/14/2017	1 271		0	1,213	58	0	0	0	58
91	JP MORGAN MID CAP VALUE	339128100		2/2/2018	4/30/2018	4,120		0	4,212	-92	0	0	0	-92
92	JP MORGAN MID CAP VALUE	339128100		4/20/2017	4/30/2018	6		0	6	0	0	0	0	0
93	OPPENHEIMER DEVELOPING	683974604		12/16/2016	4/30/2018	2,228		0	1,616	612	0	0	0	612
94	BOSTON P LNG/SHRT RES-IN	74925K581		10/9/2013	10/19/2017	11,709		0	9,610	2,099	0	0	0	2,099
95	BOSTON P LNG/SHRT RES-IN	74925K581		5/24/2017	10/19/2017	11,550		0	11,171	379	0	0	0	379
96	T ROWE PR OVERSEAS STO	77956H435		4/20/2017	7/25/2017	3 417		0	3,091	326	0	0	0	326
97	T ROWE PR OVERSEAS STO	77956H435		4/20/2017	10/19/2017	1,894		0	1,628	266	0	0	0	266
98	T ROWE PR OVERSEAS STO	77956H435		4/20/2017	11/14/2017	933		0	809	124	0	0	0	124
99	T ROWE PR OVERSEAS STO	77956H435		2/2/2018	4/30/2018	2,905		0	2,961	-56	0	0	0	-56
100	T ROWE PR OVERSEAS STO	77956H435		4/20/2017	4/30/2018	138		0	118	20	0	0	0	20
101	T ROWE PRICE INST FLOAT F	77958B402		7/25/2017	4/30/2018	1,102		0	1,107	-5	0	0	0	-5
102	STERLING CAPITAL STRATT	85917K546		4/20/2017	5/24/2017	1,666		0	1,644	22	0	0	0	22
103	STERLING CAPITAL STRATT	85917K546		6/20/2014	5/24/2017	13,386		0	12 373	1,013	0	0	0	1,013
104	STERLING CAPITAL STRATT	85917K546		8/24/2016	10/19/2017	1,372		0	1,176	196	0	0	0	196
105	STERLING CAPITAL STRATT	85917K546		8/24/2016	11/14/2017	916		0	784	132	0	0	0	132
106	STERLING CAPITAL STRATT	85917K546		1/11/2018	4/30/2018	2,343		0	2,500	-157	0	0	0	-157
107	STERLING CAPITAL STRATT	85917K546		2/2/2018	4/30/2018	150		0	158	-8	0	0	0	-8
108	VANGUARD INFLAT-PROT SE	922031737		3/29/2016	2/2/2018	4,315		0	4,500	-185	0	0	0	-185
109	VANGUARD INFLAT-PROT SE	922031737		8/24/2016	2/2/2018	3,228		0	3,450	-222	0	0	0	-222
110	VANGUARD INFLAT-PROT SE	922031737		1/18/2017	2/2/2018	5 353		0	5,442	-89	0	0	0	-89

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

										23,017	0	0
	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	1 00	23,017		

Part XIII, Line 4b (990-PF) - Qualifying Distribution Made Out of Prior Year Undistributed Income

If the private foundation is electing to treat a qualifying distribution as made out of the undistributed income of a prior taxable year, please provide an explanation

26800

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

		Date		Amount
1	Credit from prior year return		1	518
2	First quarter estimated tax payment	4/11/2018	2	8
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	526

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	70,018
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	70,018

Part XIII, Line 2b, Column B (990-PF) - Undistributed Income for Prior Years

1	Undistributed income for the 3rd year 2015	1	26,314
2	Undistributed income for the 4th year 2014	2	486
3	Undistributed income for the 5th year 2013	3	
4	Total	4	26,800