

Return of Private Foundation

2018

Department of the Treasury Internal Revenue Service

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Open to Public Inspection

For calendar year 2018 or tax year beginning, 2018, and ending, 20

Name of foundation: GUSTAPHER FOUNDATION C/O CIBC NATIONAL TRUST COMPANY

A Employer identification number: 58-1828387

Number and street (or P O box number if mail is not delivered to street address): 100 FEDERAL ST, 37TH FLOOR

B Telephone number (see instructions): 617-357-9600

Room/suite: Room/suite

City or town, state or province, country, and ZIP or foreign postal code: BOSTON, MA 02110

C If exemption application is pending, check here: []

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

D 1 Foreign organizations, check here: [] 2 Foreign organizations meeting the 85% test, check here and attach computation: []

H Check type of organization: [X] Section 501(c)(3) exempt private foundation, [] Section 4947(a)(1) nonexempt charitable trust, [] Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16): \$ 1,794,027. J Accounting method: [X] Cash, [] Accrual, [] Other (specify)

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

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes (cash basis only). Rows include Revenue (1-12) and Operating and Administrative Expenses (13-27).

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	92,251.	117,011.	117,011.
	3	Accounts receivable			
		Less allowance for doubtful accounts			
	4	Pledges receivable			
		Less allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less allowance for doubtful accounts	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 8	1,056,800.	1,095,245.	1,449,126.
	c	Investments - corporate bonds (attach schedule) STMT 11	268,520.	227,288.	224,240.
	11	Investments - land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule)				
14	Land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)				
15	Other assets (describe ACCRUED INCOME)		1,078.	3,650.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,417,571.	1,440,622.	1,794,027.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
23	Total liabilities (add lines 17 through 22)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <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	1,417,571.	1,440,622.	
	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)	1,417,571.	1,440,622.		
31	Total liabilities and net assets/fund balances (see instructions)	1,417,571.	1,440,622.		

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)	1,417,571.
2	Enter amount from Part I, line 27a	18,749.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 12	4,302.
4	Add lines 1, 2, and 3	1,440,622.
5	Decreases not included in line 2 (itemize)	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	1,440,622.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a PUBLICLY TRADED SECURITIES				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a 484,649.		396,652.	87,997.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a			87,997.	
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	87,997.
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	{ If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in }		3	

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

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

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

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries				
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))	
2017	93,425.	1,802,540.	0.051830	
2016	98,872.	1,673,983.	0.059064	
2015	99,003.	1,752,231.	0.056501	
2014	98,969.	1,764,615.	0.056085	
2013	100,567.	1,655,296.	0.060755	
2 Total of line 1, column (d)			2	0.284235
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	0.056847
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4	1,902,855.
5 Multiply line 4 by line 3.			5	108,172.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6	1,172.
7 Add lines 5 and 6			7	109,344.
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	97,042.

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	1	2,344.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	2	NONE
3	Add lines 1 and 2	3	2,344.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	NONE
5	Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0-	5	2,344.
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	2,748.
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	2,748.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	404.
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ▶ 404. Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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?		
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 ▶ FL		
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 2018 or the tax year beginning in 2018? 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)

	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		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
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	X	
14 The books are in care of ▶ <u>CIBC NATIONAL TRUST COMPANY</u> Telephone no ▶ <u>(617) 357-9600</u> Located at ▶ <u>100 FEDERAL ST, 37TH FL., BOSTON, MA</u> ZIP+4 ▶ <u>02110</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u>		
16 At any time during calendar year 2018, 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?		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? <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 type="checkbox"/> Yes <input checked="" 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 <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance, check here ▶ <input type="checkbox"/>		
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 2018?		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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2018 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 2018)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2018?		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		Yes	No
(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			
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?	<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			<input checked="" type="checkbox"/>
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?			
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes		<input checked="" type="checkbox"/> No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HAROLD L. HENDERSON PH-301 4731 BONITA BAY BLVD, BONITA SPRINGS, FL 34134	TRUSTEE 1	-0-	-0-	-0-
JOANN W. HENDERSON PH-301 4731 BONITA BAY BLVD, BONITA SPRINGS, FL 34134	TRUSTEE 1	-0-	-0-	-0-
DONALD P. HENDERSON PH-301 4731 BONITA BAY BLVD, BONITA SPRINGS, FL 34134	TRUSTEE 1	-0-	-0-	-0-
LORI B. HENDERSON PH-301 4731 BONITA BAY BLVD, BONITA SPRINGS, FL 34134	TRUSTEE 1	-0-	-0-	-0-

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

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

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

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

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

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

Total number of others receiving over \$50,000 for professional services **NONE**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,831,178.
b	Average of monthly cash balances	1b	100,654.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,931,832.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d.	3	1,931,832.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	28,977.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,902,855.
6	Minimum investment return. Enter 5% of line 5	6	95,143.

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	95,143.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	2,344.
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,344.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	92,799.
4	Recoveries of amounts treated as qualifying distributions.	4	NONE
5	Add lines 3 and 4	5	92,799.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	92,799.

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	97,042.
b	Program-related investments - total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	97,042.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	97,042.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				92,799.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			NONE	
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2018				
a From 2013	14,679.			
b From 2014	12,252.			
c From 2015	13,392.			
d From 2016	15,173.			
e From 2017	4,844.			
f Total of lines 3a through e	60,340.			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>97,042.</u>				
a Applied to 2017, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2018 distributable amount				92,799.
e Remaining amount distributed out of corpus.	4,243.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	64,583.			
b Prior years' undistributed income Subtract line 4b from line 2b.		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019.				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)	14,679.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	49,904.			
10 Analysis of line 9				
a Excess from 2014	12,252.			
b Excess from 2015	13,392.			
c Excess from 2016	15,173.			
d Excess from 2017	4,844.			
e Excess from 2018	4,243.			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, 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				(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets -					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient 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
<p>a Paid during the year</p> <p>SEE STATEMENT 16</p>				94,800.
Total				94,800.
b Approved for future payment				
Total				

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
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule

Table with 3 columns: Yes, No, and a blank column. Rows correspond to items 1a(1) through 1b(6) and 1c.

Table with 4 columns: (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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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

Sign Here: Signature of officer or trustee: JoAnn W. Henderson, Date: 15-7-19, Title: Trustee

May the IRS discuss this return with the preparer shown below? See instructions [X] Yes [] No

Paid Preparer Use Only: Print/Type preparer's name: DAVID WILLERT, Preparer's signature: David Willert, Date: 04/24/2019, Check self-employed if PTIN: P02093699, Firm's name: RELIANCE INTEGRATED SOLUTIONS LLC, Firm's EIN: 48-1248384, Firm's address: 4900 W. BROWN DEER RD. BROWN DEER, WI 53223, Phone no: 414-815-3717

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER REVENUE	82.	82.
CIBC ATLAS INCOME OPPORTUNITIES FUND INS	1,495.	1,495.
AETNA INC NEW COM	162.	162.
ALLIANCE DATA SYSTEMS CORP COM	51.	51.
AMERICAN EXPRESS CO COM	62.	62.
AMERICAN TOWER CORPORATION	439.	439.
ANADARKO PETE CORP COM	39.	39.
ANALOG DEVICES INC COM	52.	52.
ANGEL OAK MULTI-STRATEGY INCOME FUND CIA	2,418.	2,418.
APPLE INC COM	381.	381.
AUTOMATIC DATA PROCESSING INC COM	332.	332.
BANK AMER FDG CORP MTN L 5.65% DTD 05/02	706.	706.
BERKSHIRE HATHAWAY FIN CORP GTD SR NT 5.	675.	675.
BLACKROCK INC COM	350.	350.
BOEING CO COM	308.	308.
CIGNA CORP COM	2.	2.
CVS HEALTH CORP COM	222.	222.
CAPITAL ONE FINL CORP COM	198.	198.
CHEVRON CORP NEW COM	477.	477.
CISCO SYS INC COM	708.	708.
CISCO SYS INC SR NT 4.95% DTD 02/17/2009	1,238.	1,238.
CITIGROUP INC COM NEW	485.	485.
COLGATE PALMOLIVE CO COM	196.	196.
COMCAST CORP CL A	366.	366.
DANAHER CORP COM	134.	134.
DOLLAR GEN CORP NEW COM	114.	114.
DOWDUPONT INC COM	348.	348.
EOG RES INC COM	89.	89.
EXPEDIA INC DEL COM NEW	141.	141.
FIDELITY NATL INFORMATION SVCS INC COM	211.	211.
FORTIVE CORP COM	44.	44.
GOLDMAN SACHS GROUP INC SR GLBL NT 2.55%	292.	292.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
HOME DEPOT INC COM	389.	389.
HONEYWELL INTERNATIONAL INC COM	418.	418.
INTERCONTINENTAL EXCHANGE, INC COM	243.	243.
JPMORGAN CHASE & CO COM	593.	593.
JPMORGAN CHASE & CO 6.00% DTD 12/20/2007	750.	750.
JPMORGAN CHASE & CO SR FLT NT VAR RATE D	324.	324.
JOHNSON & JOHNSON COM	581.	581.
KINDER MORGAN INC DEL COM	382.	110.
MFS INSTITUTIONAL INTERNATIONAL EQUITY F	1,044.	1,044.
MAINSTAY EPOCH GLOBAL EQUITY YIELD FUND	2,258.	2,258.
MATTHEWS PACIFIC TIGER FUND- IS #102	1,607.	1,607.
MCKESSON CORP COM	19.	19.
MERCK & CO INC NEW COM	380.	380.
MICROSOFT CORP COM	683.	683.
MORGAN STANLEY FR 2.125% DTD 04/25/2013	266.	266.
MORGAN STANLEY SR GLBL F NT 2.375% DTD	137.	137.
NEXTERA ENERGY INC COM	326.	326.
OMNICOM GROUP INC COM	64.	64.
ORACLE CORP COM	303.	303.
PEPSICO INC COM	472.	472.
PEPSICO INC 5.00% DTD 05/28/2008 DUE 06/	625.	625.
PIONEER NAT RES CO COM	21.	21.
PRAXAIR INC COM	235.	235.
PRUDENTIAL FINL INC COM	526.	526.
QUALCOMM INC COM	659.	659.
RAYTHEON CO COM NEW	47.	47.
SHELL INTERNATIONAL FIN BV GTD NT 4.30%	349.	349.
INVESCO GOVERNMENT & AGENCY	648.	648.
STRYKER CORP COM	147.	147.
TJX COS INC NEW COM	189.	189.
THERMO FISHER CORP COM	44.	44.
TWEEDY BROWNE GLOBAL VALUE FUND #1	1,832.	1,832.
US BANCORP DEL COM NEW	394.	394.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
UNION PAC CORP COM	327.	327.
UNITED TECHNOLOGIES CORP COM	434.	434.
UNITEDHEALTH GROUP INC COM	380.	380.
VF CORP COM	234.	234.
VISA INC COM CL A	200.	200.
VIRTUS SEIX FLOATING RATE HIGH INCOME R6	2,844.	2,844.
WELLS FARGO & CO NEW COM	626.	626.
CIBC CASH RESERVE	1,266.	1,266.
ALLERGAN PLC SHS	213.	213.
LINDE PLC COM	78.	78.
MEDTRONIC PLC SHS	435.	435.
	-----	-----
TOTAL	36,809.	36,537.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
OTHER REVENUE	5,704.
TOTALS	----- 5,704. =====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
TRUSTEE FEES-PRIN (NON-DEDUCTI	8,963.	6,722.	2,241.
TOTALS	8,963.	6,722.	2,241.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX PAYMENT - PRIOR YE	6,200.	
FEDERAL ESTIMATES - PRINCIPAL	1,200.	
FOREIGN TAXES ON QUALIFIED FOR	567.	567.
FOREIGN TAXES ON NONQUALIFIED	26.	26.
TOTALS	7,993.	593.

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----
OTHER EXPENSE (NON-DEDUCTIBLE)	5.	4.	1.
TOTALS	5.	4.	1.
	=====	=====	=====

GUSTAPHER FOUNDATION C/O CIBC NATIONAL TRUST

58-1828387

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
AUTOMATIC DATA PROCESSING INC		3,528.	15,866.
CISCO SYS INC COM		11,124.	21,665.
COMCAST CORP CL A		3,888.	16,548.
CVS CAREMARK CORP COM		7,707.	9,828.
DANAHER CORP COM		9,133.	22,274.
FIDELITY NATL INFORMATION SVCS		10,615.	20,818.
FISERV INC COM		3,004.	16,903.
JPMORGAN CHASE & CO COM		7,991.	23,331.
MERCK & CO INC NEW COM		2,868.	10,010.
ORACLE CORP COM		5,545.	14,854.
PEPSICO INC COM		9,518.	14,473.
STRYKER CORP COM		2,009.	9,875.
UNITED TECHNOLOGIES CORP COM		15,080.	18,102.
UNITEDHEALTH GROUP INC COM		1,961.	27,403.
VF CORP COM		2,444.	8,846.
WELLS FARGO & CO NEW COM		14,415.	19,308.
APPLE INC COM		6,201.	21,295.
BLACKROCK INC COM		7,069.	12,177.
MEDTRONIC INC COM		19,387.	22,740.
TJX COS INC NEW COM		5,790.	9,574.
VISA INC COM CL A		14,072.	31,929.
CITIGROUP INC COM NEW		17,090.	16,399.
MAINSTAY EPOCH GLOBAL EQUITY		54,155.	60,450.
MICROSOFT CORP COM		9,866.	40,323.
NEXTERA ENERGY INC COM		6,352.	10,429.
JOHNSON & JOHNSON COM		13,705.	21,164.
KINDER MORGAN INC DEL COM		9,203.	8,105.
UNION PAC CORP COM		6,351.	14,791.
US BANCORP DEL COM NEW		10,264.	14,167.

GUSTAPHER FOUNDATION C/O CIBC NATIONAL TRUST

58-1828387

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
BOEING CO COM		3,308.	14,513.
CAPITAL ONE FINL CORP COM		6,363.	9,373.
DOLLAR GEN CORP NEW COM		4,332.	10,916.
HOME DEPOT INC COM		6,111.	13,917.
AMAZON.COM INC COM		11,617.	45,059.
PRUDENTIAL FINL INC COM		12,382.	11,906.
ALLERGAN PLC SHS		19,147.	9,891.
ALPHABET INC CAP STK CL A		2,917.	11,495.
ALPHABET INC CAP STK CL C		14,632.	36,246.
CIGNA CORP COM		17,260.	23,001.
EOG RES INC COM		10,644.	10,291.
QUALCOMM INC COM		16,414.	15,423.
THERMO FISHER CORP COM		8,615.	14,770.
FORTIVE CORP		7,480.	10,555.
PIONEER NAT RES CO		10,981.	8,549.
TWEEDY BROWNE GLOBAL VALUE FUN		84,314.	89,282.
CORPORATE STOCK	1,056,800.		
ADOBE INC.		8,104.	12,443.
AMERICAN TOWER CORPORATION		11,206.	14,870.
ANALOG DEVICES INC		9,127.	9,355.
CHEVRON CORP		14,711.	13,381.
CIBC ATLAS MID CAP EQUITY FUND		180,000.	191,842.
CIBC ATLAS INCOME OPPORTUNITIE		55,249.	55,509.
DOWDUPONT INC		18,792.	14,226.
EXPEDIA INC		16,838.	12,842.
HONEYWELL INTERNATIONAL INC		21,270.	21,932.
INTERCONTINENTAL EXCHANGE, INC		21,648.	23,277.
LINDE PLC		15,528.	14,824.
MATTHEWS PACIFIC TIGER FUND		77,728.	70,615.

GUSTAPHER FOUNDATION C/O CIBC NATIONAL TRUST

58-1828387

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
MFS INSTITUTIONAL EQUITY		70,092.	61,098.
OCCIDENTAL PETE		10,338.	8,286.
RAYTHEON CO		16,482.	13,648.
T MOBILE US		12,575.	13,676.
ZOETIS INC		8,705.	8,468.
TOTALS	1,056,800.	1,095,245.	1,449,126.

GUSTAPHER FOUNDATION C/O CIBC NATIONAL TRUST

58-1828387

FORM 990PF, PART II - CORPORATE BONDS
 =====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
MORGAN STANLEY SR NT F 4.75%		24,908.	24,891.
JP MORGAN CHASE & CO 6.00%	26,902.	25,324.	25,095.
CISCO SYS INC SR NT 4.95% DTD	26,456.	26,457.	25,053.
ANGEL OAK MULTI-STRATEGY INCOM	50,000.	50,000.	48,848.
FEDERAL HOME LN MTG CORP REFER		24,832.	24,901.
GOLDMAN SACHS GROUP INC SR GLB		24,888.	24,842.
SHELL INTERNATIONAL FIN BV GTD		25,559.	25,231.
US TREASURY NOTE		25,320.	25,379.
VIRTUS SEIX FLOATING RATE HIGH	59,824.		
BANK AMER FDG CORP MTN L 5.65%	26,694.		
BERKSHIRE HATHAWAY FIN CORP GT	27,241.		
MORGAN STANLEY FR 2.125% DTD 0	25,103.		
PEPSICO INC 5.00%	26,300.		
TOTALS	268,520.	227,288.	224,240.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
REVERSAL OF CONTRIBUTION	3,600.
2017 PARTNERSHIP DISTRIBUTION	700.
ROUNDING	2.
TOTAL	4,302.

RECIPIENT NAME:
COMPASSION INTERNATIONAL
ATTN: RACHEL BENNETT
ADDRESS:
12290 VOYAGER PARKWAY
COLORADO SPRINGS, CO 80921-3668
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 14,400.

RECIPIENT NAME:
SEND INTERNATIONAL
ADDRESS:
PO BOX 513
FARMINGTON, MI 48332
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 7,200.

RECIPIENT NAME:
CHRIST FOR THE CITY
INTERNATIONAL
ADDRESS:
14545 W CENTER ROAD
OMAHA, NE 68144
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 7,200.

RECIPIENT NAME:
OMS INTERNATIONAL INC
WORLD HQ
ADDRESS:
941 FRY ROAD
GREENWOOD, IN 46142
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
THE EVANGELICAL ALLIANCE
MISSION
ADDRESS:
400 S MAIN PL
carol stream, IL 60188
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 7,200.

RECIPIENT NAME:
CAMPUS CRUSADE FOR CHRIST
ADDRESS:
PO BOX 628222
ORLANDO, FL 32862-8222
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 21,600.

RECIPIENT NAME:
LIEBENZELL USA
ADDRESS:
PO BOX 66
SCHOOLEY'S MT, NJ 08780
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 7,200.

RECIPIENT NAME:
CHINA OUTREACH MINISTRIES
ADDRESS:
555 GETTYSBURG PIKE
MECHANICSBURG, PA 17055-5205
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 7,200.

RECIPIENT NAME:
CAMPUS CRUSADE FOR CHRIST - INTL
ADDRESS:
DEPT 2400
ORLANDO, FL 32832-0100
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 7,200.

RECIPIENT NAME:
MISSION DOOR
ADDRESS:
2530 WASHINGTON STREET
DENVER, CO 80205-3142
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,400.

RECIPIENT NAME:
THE CRU FOUNDATION
ADDRESS:
100 LAKE HART DRIVE #3600
ORLANDO, FL 32832
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHRISTIAN SERVICES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 7,200.

TOTAL GRANTS PAID: 94,800.
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