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

2018

Open to Public Inspection

For calendar year 2018, or tax year beginning 01-01-2018 , and ending 12-31-2018

Name of foundation
ARTHUR B SHIPLEY & MAE NELSON SHIPLEY

A Employer identification number
52-6318347

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
PO BOX 2907 - TRUST TAX DEPT

B Telephone number (see instructions)
(703) 241-4641

City or town, state or province, country, and ZIP or foreign postal code
WILSON, NC 278942907

C If exemption application is pending, check here ▶ ☐

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

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

H Check type of organization ☑ 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*) ▶$ 2,659,408

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	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	71,413	71,413		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	73,630			
	b	Gross sales price for all assets on line 6a 815,006				
	7	Capital gain net income (from Part IV, line 2)		73,630		
	8	Net short-term capital gain			0	
	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	145,043	145,043		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	22,543	22,543		
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)	1,000			1,000
	c	Other professional fees (attach schedule)				0
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	2,909	1,236		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	26,452	23,779	0	1,000
	25	Contributions, gifts, grants paid	131,683			131,683
	26	**Total expenses and disbursements.** Add lines 24 and 25	158,135	23,779	0	132,683
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-13,092			
	b	**Net investment income** (if negative, enter -0-)		121,264		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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	89,116	63,314	63,314
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶		0	0
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 ▶ 0			
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)	1,361,939	1,470,357	1,529,213
c	Investments—corporate bonds (attach schedule)	1,193,658	1,099,009	1,066,881
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			0
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)	2,644,713	2,632,680	2,659,408
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	
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	2,644,713	2,632,680	
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)	2,644,713	2,632,680	
31	**Total liabilities and net assets/fund balances** (see instructions)	2,644,713	2,632,680	

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	2,644,713
2	Enter amount from Part I, line 27a	2	-13,092
3	Other increases not included in line 2 (itemize) ▶	3	1,059
4	Add lines 1, 2, and 3	4	2,632,680
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,632,680

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶BRANCH BANKING AND TRUST COMPANY Telephone no ▶(703) 241-4641

Located at ▶8200 GREENSBORO DR MCLEAN VA ZIP+4 ▶22102

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —check here . . . ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year . . . ▶ | 15 |

			Yes	No
16	At any time during calendar year 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?	16		No
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes", enter the name of the foreign country ▶			

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?.	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?.	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions		1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶	☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?.		1c		No
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?.	☐ 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		
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 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).*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
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?		4b		No

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? See instructions. ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance? See instructions	5b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
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 during the year? ☐ Yes ☑ No			

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
BRANCH BANKING & TRUST 8200 GREENSBORO DR MCLEAN, VA 22102	TRUSTEE 40	22,543		

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

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

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

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9)

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(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))

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

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
a *Paid during the year*				
WINFIELD COMMUNITY VOL FIRE DEPT 1320 WEST OLD LIBERTY RD SYKESVILLE, MD 21784	NONE	EXEMPT	COMMUNITY	131,683
Total . . . . ▶ **3a**				
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
1 155 264 LAZARD EMERGING MARKETS FD INSTL CL		2013-04-23	2018-02-09
1 145 448 MORGAN STANLEY INSTITUTIONAL FUND INC		2016-03-04	2018-02-09
101 344 NEUBERGER BERMAN STRATEGIC INCOME FUND-I		2017-12-05	2018-02-09
79 198 OPPENHEIMER DEVELOPING MKT		2013-06-11	2018-02-09
12 62 VANGUARD DEVELOPED MKTS INDEX -127		2015-10-09	2018-02-09
996 976 DODGE & COX INCOME FUND		2017-12-05	2018-05-11
2983 027 DOUBLELINE TOTAL RETURN BOND FUND			2018-05-11
4130 922 DOUBLELINE TOTAL RETURN BOND FUND		2011-12-08	2018-05-11
607 689 FEDERATED MDT SMALL CAP GROWTH FUND CL			2018-05-11
2365 07 HARDING LOEVNER INTERNATIONAL EQUITY INS		2016-11-10	2018-05-11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,121		3,025	96
3,360		2,254	1,106
1,113		1,129	-16
3,379		2,684	695
177		154	23
13,409		13,818	-409
31,053		31,769	-716
43,003		46,109	-3,106
15,557		10,763	4,794
55,887		42,666	13,221

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			96
			1,106
			-16
			695
			23
			-409
			-716
			-3,106
			4,794
			13,221

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(a) List and describe the kind(s) of property sold (e g , 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)
	618 301 LAZARD EMERGING MARKETS FD INSTL CL			2018-05-11
1	8354 665 METROPOLITAN WEST T/R BD-PLN			2018-05-11
	4760 068 METROPOLITAN WEST T/R BD-PLN			2018-05-11
	269 713 MORGAN STANLEY INSTITUTIONAL FUND INC		2016-03-04	2018-05-11
	3279 468 NEUBERGER BERMAN STRATEGIC INCOME FUND-I			2018-05-11
	262 578 OPPENHEIMER DEVELOPING MKT			2018-05-11
	1089 52 VANGUARD DEVELOPED MKTS INDEX -127		2015-10-09	2018-05-11
	169 949 VIRTUS KAR SMALL CAP VALUE FD I CL I FUN			2018-05-11
	1010 612 GOLDMAN SACHS GROWTH OPPORTUNITY FD			2018-08-27
	4583 315 GOLDMAN SACHS GROWTH OPPORTUNITY FD			2018-08-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
12,143		11,427	716
81,374		85,954	-4,580
46,363		47,678	-1,315
6,969		4,181	2,788
35,681		36,504	-823
11,598		8,776	2,822
15,940		13,275	2,665
3,090		2,898	192
27,883		25,243	2,640
126,454		105,118	21,336

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			716
			-4,580
			-1,315
			2,788
			-823
			2,822
			2,665
			192
			2,640
			21,336

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
131 338 HARBOR LARGE CAP VALUE-RET			2018-08-27
1 666 256 NATIXIS LOOMIS SAY GROWTH-Y		2016-11-10	2018-08-27
119 433 TOUCHSTONE MID CAP VALUE FUND			2018-08-27
71 383 VANGUARD 500 INDEX ADMIRAL FUND			2018-08-27
232 625 VIRTUS KAR SMALL CAP VALUE FD I CL I FUN			2018-08-27
1048 309 DODGE & COX INCOME FUND			2018-10-25
150 723 DOUBLELINE TOTAL RETURN BOND FUND		2018-08-27	2018-10-25
962 568 DOUBLELINE TOTAL RETURN BOND FUND		2011-12-08	2018-10-25
31 875 FEDERATED MDT SMALL CAP GR-R6			2018-10-25
41 843 LAZARD EMERGING MARKETS FD INSTL CL		2017-12-08	2018-10-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,066		1,834	232
11,406		8,082	3,324
2,303		2,256	47
19,148		14,039	5,109
4,618		4,084	534
13,932		14,530	-598
1,555		1,575	-20
9,934		10,744	-810
775		627	148
680		812	-132

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			232
			3,324
			47
			5,109
			534
			-598
			-20
			-810
			148
			-132

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(a) List and describe the kind(s) of property sold (e g , 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)
	27 921 NATIXIS LOOMIS SAY GROWTH-Y		2018-05-11	2018-10-25
1	61 018 METROPOLITAN WEST T/R BD-PLN		2018-08-27	2018-10-25
	798 544 METROPOLITAN WEST T/R BD-PLN			2018-10-25
	483 953 NEUBERGER BERMAN STRATEGIC INCOME FUND-I		2017-12-08	2018-10-25
	645 522 PGIM TOTAL RETURN BD-R6			2018-10-25
	17 332 VANGUARD 500 INDEX ADMIRAL FUND		2018-05-11	2018-10-25
	1641 243 CAUSEWAY INTERNATL VALUE-INS		2016-11-10	2018-11-28
	757 018 CAUSEWAY INTERNATL VALUE-INS			2018-11-28
	208 367 CAUSEWAY INTERNATL VALUE-INS			2018-11-28
	71 516 DOUBLELINE TOTAL RETURN BOND FUND		2011-12-08	2018-11-28

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
442		447	-5
588		598	-10
7,690		8,098	-408
5,154		5,386	-232
8,947		9,097	-150
4,334		4,374	-40
24,963		22,813	2,150
11,514		12,643	-1,129
3,169		3,486	-317
739		798	-59

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-5
			-10
			-408
			-232
			-150
			-40
			2,150
			-1,129
			-317
			-59

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(a) List and describe the kind(s) of property sold (e g , 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)
	555 315 HARBOR LARGE CAP VALUE-RET		2018-05-11	2018-11-28
1	191 004 HARDING LOEVNER INTERNATIONAL EQUITY INS			2018-11-28
	436 623 HARDING LOEVNER INTERNATIONAL EQUITY INS		2016-11-10	2018-11-28
	359 535 NATIXIS LOOMIS SAY GROWTH-Y		2016-11-10	2018-11-28
	52 834 METROPOLITAN WEST T/R BD-PLN		2016-02-19	2018-11-28
	5 295 MORGAN STANLEY INSTITUTIONAL FUND INC		2018-08-27	2018-11-28
	264 567 TOUCHSTONE MID CAP GROW-INST		2018-08-27	2018-11-28
	313 26 TOUCHSTONE MID CAP GROW-INST		2018-08-27	2018-11-28
	170 943 TOUCHSTONE MID CAP VALUE FUND		2018-05-11	2018-11-28
	1074 347 VANGUARD DEVELOPED MKTS INDEX -127		2015-10-09	2018-11-28

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,246		8,480	-234
3,969		4,422	-453
9,073		7,877	1,196
5,868		4,361	1,507
509		535	-26
121		137	-16
7,926		8,583	-657
9,385		10,162	-777
3,056		3,192	-136
13,784		13,090	694

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-234
			-453
			1,196
			1,507
			-26
			-16
			-657
			-777
			-136
			694

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
291 557 VANGUARD DEVELOPED MKTS INDEX -127		2018-08-27	2018-11-28
1 79 702 VANGUARD DEVELOPED MKTS INDEX -127		2018-08-27	2018-11-28
23 202 VANGUARD 500 INDEX ADMIRAL FUND		2016-03-22	2018-11-28
182 799 DODGE & COX INCOME FUND			2018-12-11
374 696 DODGE & COX INCOME FUND			2018-12-11
536 861 DOUBLELINE TOTAL RETURN BOND FUND		2011-12-08	2018-12-11
92 064 FIDELITY LONG-TERM TREASURY BOND INDEX F		2018-11-28	2018-12-11
150 686 NATIXIS LOOMIS SAY GROWTH-Y		2018-05-11	2018-12-11
548 312 METROPOLITAN WEST T/R BD-PLN		2016-02-19	2018-12-11
52 034 MORGAN STANLEY INSTITUTIONAL FUND INC		2018-08-27	2018-12-11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,741		4,082	-341
1,023		1,116	-93
5,897		4,385	1,512
2,435		2,468	-33
4,991		5,189	-198
5,567		5,992	-425
1,144		1,101	43
2,393		2,411	-18
5,319		5,548	-229
1,159		1,344	-185

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-341
			-93
			1,512
			-33
			-198
			-425
			43
			-18
			-229
			-185

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
180 425 NEUBERGER BERMAN STRATEGIC INCOME FUND-I		2018-08-27	2018-12-11
1 398 173 PGIM TOTAL RETURN BD-R6		2018-05-11	2018-12-11
3 123 VANGUARD 500 INDEX ADMIRAL FUND		2018-05-11	2018-12-11
163 246 CAUSEWAY INTERNATL VALUE-INS			2018-12-17
524 744 DODGE & COX INCOME FUND		2017-05-16	2018-12-17
434 136 DOUBLELINE TOTAL RETURN BOND FUND		2011-12-08	2018-12-17
30 031 FIDELITY LONG-TERM TREASURY BOND INDEX F		2018-11-28	2018-12-17
110 307 GOLDMAN SACHS INTL SMALL CAP INSIGHTS-IS		2018-05-11	2018-12-17
40 945 HARBOR LARGE CAP VALUE-RET		2018-05-11	2018-12-17
59 357 HARBOR LARGE CAP VALUE-RET		2018-05-11	2018-12-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,893		1,949	-56
5,547		5,606	-59
764		788	-24
2,307		2,379	-72
7,011		7,231	-220
4,506		4,846	-340
374		359	15
1,143		1,455	-312
550		625	-75
798		906	-108

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-56
			-59
			-24
			-72
			-220
			-340
			15
			-312
			-75
			-108

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(a) List and describe the kind(s) of property sold (e g , 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)
	87 616 HARDING LOEVNER INTERNATIONAL EQUITY INS		2018-10-25	2018-12-17
1	106 808 LAZARD EMERGING MARKETS FD INSTL CL		2018-08-27	2018-12-17
	169 972 NATIXIS LOOMIS SAY GROWTH-Y		2018-05-11	2018-12-17
	422 84 METROPOLITAN WEST T/R BD-PLN		2016-02-19	2018-12-17
	46 463 MORGAN STANLEY INSTITUTIONAL FUND INC			2018-12-17
	91 411 NEUBERGER BERMAN STRATEGIC INCOME FUND-I		2015-05-15	2018-12-17
	132 438 NEUBERGER BERMAN STRATEGIC INCOME FUND-I			2018-12-17
	51 915 OPPENHEIMER DEVELOPING MKT-I		2018-08-27	2018-12-17
	346 302 PGIM TOTAL RETURN BD-R6		2018-05-11	2018-12-17
	108 235 VANGUARD DEVELOPED MKTS INDEX -127		2018-10-25	2018-12-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,721		1,801	-80
1,741		1,854	-113
2,614		2,720	-106
4,110		4,278	-168
1,005		1,123	-118
961		1,023	-62
1,392		1,393	-1
1,941		2,176	-235
4,834		4,876	-42
1,315		1,364	-49

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-80
			-113
			-106
			-168
			-118
			-62
			-1
			-235
			-42
			-49

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , 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)
2 965 VANGUARD 500 INDEX ADMIRAL FUND		2018-05-11	2018-12-17
1 CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
696		748	-52
			22,922

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-52

TY 2018 Other Increases Schedule

Name: ARTHUR B SHIPLEY & MAE NELSON SHIPLEY

EIN: 52-6318347

Description	Amount
DIFF MUTUAL FDS REC/REP	1,059