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Form 990-PF

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

2012

Open to Public
Inspection

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2012, or tax year beginning 06-01-2012 , and ending 05-31-2013

Name of foundation RHEINSTROM HILL COMMUNITY FOUNDATION		A Employer identification number 14-1683989
% RICHARD KOSKEY		B Telephone number (see instructions)
Number and street (or P O box number if mail is not delivered to street address) 502 UNION STREET Suite		C If exemption application is pending, check here <input checked="" type="checkbox"/> <input type="checkbox"/>
City or town, state, and ZIP code HUDSON, NY 12534		D 1. Foreign organizations, check here <input checked="" type="checkbox"/> <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input checked="" type="checkbox"/> <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here <input checked="" type="checkbox"/> <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/> <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,703,369	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	(Part I, column (d) must be on cash basis.)

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)	258,942			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,683	2,683		
	4 Dividends and interest from securities.	36,077	36,077		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	51,561			
	b Gross sales price for all assets on line 6a 295,408				
	7 Capital gain net income (from Part IV, line 2) . . .		51,561		
	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)	79			
	12 Total. Add lines 1 through 11	349,342	90,321		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	10,139	0	0	0
	c Other professional fees (attach schedule)	26,192	26,192		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	580			
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	13,447			
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	50,358	26,192	0	0
	25 Contributions, gifts, grants paid.	309,424			309,424
	26 Total expenses and disbursements. Add lines 24 and 25	359,782	26,192	0	309,424
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-10,440			
	b Net investment income (if negative, enter -0-) . . .		64,129		
	c Adjusted net income (if negative, enter -0-) . . .				

Assets	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
1	Cash—non-interest-bearing		25,054		
2	Savings and temporary cash investments		232,629		
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 page 15 of the 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)	1,267,510	1,064,221	1,336,558	
c	Investments—corporate bonds (attach schedule)	25,000	363,497	366,811	
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 ► 127,493				
	Less accumulated depreciation (attach schedule) ►		127,493		
15	Other assets (describe ►)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,550,193	1,555,211	1,703,369	
17	Accounts payable and accrued expenses			15,458	
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 ►)			0	
23	Total liabilities (add lines 17 through 22)			15,458	
	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				
28	Paid-in or capital surplus, or land, bldg , and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds	1,550,193	1,539,753		
30	Total net assets or fund balances (see page 17 of the instructions)	1,550,193	1,539,753		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,550,193	1,555,211		

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	1,550,193
2	Enter amount from Part I, line 27a	2	-10,440
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	1,539,753
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	1,539,753

Part IV Capital Gains and Losses for Tax on Investment Income

(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 a	SHORT TERM SEE ATTACHED SCHEDULE	P	2013-04-01	2013-05-05
b	LONG TERM SEE ATTACHED	P	2010-05-06	2012-07-06
c	CAPITAL GAIN DIVIDENDS	P		
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	47,735		45,454	2,281
b	242,354		198,393	43,961
c				5,319
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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				2,281
b				43,961
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	51,561
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	

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 does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of 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))
2011	268,425	1,434,185	0 187162
2010	263,509	1,516,599	0 17375
2009	242,162	1,435,729	0 168668
2008	225,069	1,382,527	0 162795
2007	263,793	1,923,917	0 137112
2			2 0 829487
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0 165897
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.		4 1,709,579
5	Multiply line 4 by line 3.		5 283,614
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 641
7	Add lines 5 and 6.		7 284,255
8	Enter qualifying distributions from Part XII, line 4.		8 309,424

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	1	641
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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	641
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
3 Add lines 1 and 2.		3	641
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		4	641
6 Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	0
b	Exempt foreign organizations—tax withheld at source		
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld		
7	Total credits and payments Add lines 6a through 6d.	7	0
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed <input type="checkbox"/>	8	649
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid <input type="checkbox"/>		
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	9	10
		11	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? <input checked="" type="checkbox"/>	1a	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		
<i>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.</i>			
1c	Did the foundation file Form 1120-POL for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____	2	No
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		
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? <i>If "Yes," attach a conformed copy of the changes</i> <input checked="" type="checkbox"/>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		
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? <i>If "Yes," attach the statement required by General Instruction T.</i> <input checked="" type="checkbox"/>	4a	No
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?		
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	4b	No
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/>		
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? <i>If "No," attach explanation.</i>	5	No
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	6	Yes
		7	Yes
8b	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? <i>If "No," attach explanation.</i>	8b	Yes
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	9	No
		10	No

Part VII-A Statements Regarding Activities (continued)

11		No
12		No
13	Yes	

Website address ►

14 The books are in care of ► RICHARD KOSKEY Telephone no ► (518) 828-1565
 Located at ► 502 UNION STREET HUDSON NY ZIP +4 ► 12534

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

16 At any time during calendar year 2012, 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

See instructions for exceptions and filing requirements for Form TD F 90-22 1 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 <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► 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)? ► 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). ► Yes <input checked="" type="checkbox"/> No		
1b 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 page 20 of the instructions)? ► Organizations relying on a current notice regarding disaster assistance check here. ►	1b	
1c 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 2012? ►	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ► Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____	2a	
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	No
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 <input checked="" type="checkbox"/> No	3a	
b If "Yes," did it have excess business holdings in 2012 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 2012.) ►	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 2012? ►	4b	No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p>	<p>5b</p>
<p>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)?</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input checked="" type="checkbox"/></p>	
<p>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</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i></p>	
<p>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</p>	<p>6b</p>
<p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?</p> <p><i>If "Yes" to 6b, file Form 8870.</i></p>	<p>No</p>
<p>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</p>	<p>7b</p>
<p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?</p>	<p>No</p>

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)

2. List all officers, directors, trustees, fund-raising 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
RICHARD KOSKEY 502 UNION STREET HUDSON, NY 12534	PRESIDENT 0	0	0	
ED HERRINGTON 502 UNION STREET HUDSON, NY 12534	VICE PRES 0	0	0	
JEAN HOWE LOSSI 502 UNION STREET HUDSON, NY 12534	SECRETARY 0	0	0	

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

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.

1	
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

1	
2	
All other program-related investments See page 24 of the instructions	
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 1,532,491
b	Average of monthly cash balances.	1b 203,122
c	Fair market value of all other assets (see instructions).	1c 0
d	Total (add lines 1a, b, and c).	1d 1,735,613
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 0
3	Subtract line 2 from line 1d.	3 1,735,613
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4 26,034
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 1,709,579
6	Minimum investment return. Enter 5% of line 5.	6 85,479

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 85,479
2a	Tax on investment income for 2012 from Part VI, line 5.	2a 641
b	Income tax for 2012 (This does not include the tax from Part VI).	2b
c	Add lines 2a and 2b.	2c 641
3	Distributable amount before adjustments Subtract line 2c from line 1.	3 84,838
4	Recoveries of amounts treated as qualifying distributions.	4
5	Add lines 3 and 4.	5 84,838
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 84,838

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 309,424
b	Program-related investments—total from Part IX-B.	1b 0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2 0
3	Amounts set aside for specific charitable projects that satisfy the	
a	Suitability test (prior IRS approval required).	3a 0
b	Cash distribution test (attach the required schedule).	3b 0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 309,424
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).	5 641
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6 308,783

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				84,838
2 Undistributed income, if any, as of the end of 2012			0	
a Enter amount for 2011 only.				
b Total for prior years 2010, 2009, 2008		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.	169,461			
b From 2008.	157,305			
c From 2009.	171,170			
d From 2010.	188,639			
e From 2011.	197,356			
f Total of lines 3a through e.	883,931			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 309,424			0	
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				84,838
e Remaining amount distributed out of corpus	224,586			
5 Excess distributions carryover applied to 2012 (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:	1,108,517			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0	
b Prior years' undistributed income Subtract line 4b from line 2b.				
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.			0	
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions.				0
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).	169,461			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	939,056			
10 Analysis of line 9				
a Excess from 2008.	157,305			
b Excess from 2009.	171,170			
c Excess from 2010.	188,639			
d Excess from 2011.	197,356			
e Excess from 2012.	224,586			

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 2012, enter the date of the ruling.			
b	Check box to indicate whether the organization is a private operating foundation described in section <input checked="" type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
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 organization 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))

NA

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

NA

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 (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

RICHARD KOSKEY
502 UNION STREET
HUDSON, NY 12534
(518) 828-1565

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

LETTER STATING PURPOSE

c Any submission deadlines

NONE

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

GENERALLY FOR BETTERMENT OF COLUMBIA COUNTY, NEW YORK

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	309,424
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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			14	2,683	
4	Dividends and interest from securities.			14	36,077	
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	51,561	
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).				90,321	79
13	Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations.)				13	90,400

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
HUDSON OPERA HOUSE 327 WARREN ST HUDSON, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	2,500
ALIGHT PREGNANCY CENTER 192 FAIRVIEW AVENUE HUDSON, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	1,500
ZION FAITH FOOD PANTRY PO BOX 1058 HUDSON, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	3,000
BOY SCOUT TROOP 102 AMERICAN LEGION 7 FAIRVIEW AVE HUDSON, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	2,000
NORTHEAST COMMUNITY CENTER PO BOX 35 51 SOUTH CENTER STREET MILERTON, NY 12546	NONE	PUBLIC	PROGRAM FUNDING	2,500
HUDSON DAY CARE CENTER 10- 12 Warren Street Hudson, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	3,000
TIME & SPACE LIMITED PO BOX 343 434 COLUMBIA STREET HUDSON, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	5,000
HUDSON BLUEHAWK AFTERSCHOOL PROGRAM HUDSON CITY SCHOOL DISTRICT 102 HARRY HOWARD AVE HUDSON, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	2,500
COL-GREENE HUMANE SOCIETY 125 HUMANE SOCIETY ROAD HUDSON, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	10,000
TACONIC HILLS CENTRAL SCHOOL 73 COUNTY ROUTE 11A CRARYVILLE, NY 12521	NONE	PUBLIC	PROGRAM FUNDING	100,000
FAMILY RESOURCE OF COL COUNTY PO BOX 319 CHATHAM, NY 12037	NONE	PUBLIC	PROGRAM FUNDING	2,245
NAMI COLUMBIA COUNTY PO BOX 269 VALATIE, NY 12184	NONE	PUBLIC	PROGRAM FUNDING	1,000
CHATHAM AREA SILENT FOOD PANTRY PO BOX 8 EAST CHATHAM, NY 12060	NONE	PUBLIC	PROGRAM FUNDING	3,000
PHILMONT FOOD PANTRY 2449 MARTINDALE ROAD HILLSDALE, NY 12529	NONE	PUBLIC	PROGRAM FUNDING	3,000
GHENT FOOD PANTRY ROUTE 66 GHENT, NY 12075	NONE	PUBLIC	PROGRAM FUNDING	3,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
GERMANTOWN FOOD PANTRY 40 ANCHORAGE ROAD GERMANTOWN, NY 12526	NONE	PUBLIC	PROGRAM FUNDING	3,000
COLUMBIA OPPORTUNITIES 540 COLUMBIA STREET HUDSON, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	3,000
CATHOLIC CHARITIES OF COL-GREENE 431 EAST ALLEN STREET HUDSON, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	3,000
COLUMBIA CHILDREN'S CENTER 142 UNION TURNPIKE HUDSON, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	5,000
ECUMERICAL FOOD PANTRY PO BOX 267 VALATIE, NY 12184	NONE	PUBLIC	PROGRAM FUNDING	3,000
ROE-JAN FOOD PANTRY BOX 343 HILLSDALE, NY 12529	NONE	PUBLIC	PROGRAM FUNDING	3,000
SALVATION ARMY 40 SOUTH 3RD STREET HUDSON, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	3,000
AIDS COUNCIL OF NENY 160 FAIRIEWAVENUE SUITE 204 HUDSON, NY 12534	NONE	PUBLIC	PUBLIC FUNDING	3,000
ELIZAVILLE UNITED METHODIST CHURCH 740 COUNTY ROUTE 2 ELIZAVILLE, NY 12523	NONE	PUBLIC	PUBLIC FUNDING	3,000
BERKSHIRE TAConIC COMM FDN 271 MAINE STREET SUITE 3 GREAT BARRINGTON, MA 01230	NONE	PUBLIC	PUBLIC FUNDING	7,619
COARC PO BOX 2 630 ROUTE 217 MELLENVILLE, NY 12544	NONE	PUBLIC	PROGRAM FUNDING	500
HUDSON CITY SCHOOL BOOSTER CLUB PO BOX 888 HUDSON, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	4,000
HCSD -HUDSON READS 102 HARRY HOWARD AVE HUDSON, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	2,500
COPAKE HAMLET REVITALIZATION 230 MOUNTAIN VIEW ROAD COPAKE, NY 12516	NONE	PUBLIC	PROGRAM FUNDING	5,000
BINDELSTIFF FAMILY VARIETY ARTS 209 WARREN STREET 210 TANNERS LANE HUDSON, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	1,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
PERFECT TEN 32 WARREN STREET HUDSON, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	5,000
DREAM TO ACHIEVE BASKETBALL PROGRAM PO BOX 5000 ANNANDALE ON HUDSON, NY 12504	NONE	PUBLIC	PROGRAM FUNDING	5,000
BOY SCOUT TROOP 113 121 GRANDVIEW DRIVE VALATIE, NY 12184	NONE	PUBLIC	PROGRAM FUNDING	3,900
CHARLIES FOOD PANTRY PO BOX 218 NEW LEBANON, NY 12125	NONE	PUBLIC	PROGRAM FUNDING	3,000
CORNELL COOPERATIVE EXT OF COLUMBIA COUNTY 479 ROUTE 66 HUDSON, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	5,000
KINDERHOOK EDUCATION ARTS & HUMANITIES 2910 ROUTE 9 VALATIE, NY 12184	NONE	PUBLIC	PROGRAM FUNDING	10,000
ROCK SOLID CHURCH PO BOX 424 HUDSON, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	3,000
1886 COMMUNITY FOOD PANTRY 6735 ROUTE 9 STOCKPORT, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	3,000
HABITAT FOR HUMANITY 5720 NEW YORK 9G HUDSON, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	2,750
TWIN RIVERS COUNCIL 1 CENTRE STREET NEW YORK, NY 10007	NONE	PUBLIC	PROGRAM FUNDING	1,000
HIGH & MIGHTY STABLES 7950 MAIN STREET HUNTER, NY 12242	NONE	PUBLIC	PROGRAM FUNDING	2,000
COLUMBIA GREENE HOSPITAL FOUNDATION 71 PROSPECT AVE HUDSON, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	12,000
ANIMALKIND PO BOX 902 721 WARREN STREET HUDSON, NY 12534		PUBLIC	PROGRAM FUNDING	3,000
ROELIFF JANSEN COMMUNITY LIBRARY 9091 RTE 22 HILLSDALE, NY 12529	NONE	PUBLIC	PROGRAM FUNDING	10,000
CAMPHILL VILLAGE 84 CAMPHILL ROAD COPAKE, NY 12516	NONE	PUBLIC	PROGRAM FUNDING	25,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
THE MAY FAMILY FOUNDATION 502 UNION STREET HUDSON, NY 12534	NONE	PUBLIC	PROGRAM FUNDING	21,410
Total			► 3a	309,424

2012

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

► Attach to Form 990, 990-EZ, or 990-PF.

Name of the organization

RHEINSTROM HILL COMMUNITY FOUNDATION

Employer identification number

14-1683989

Organization type (check one)**Filers of:****Section:**

Form 990 or 990-EZ

501(c)() (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33^{1/3}% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year ► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization

RHEINSTROM HILL COMMUNITY FOUNDATION

Employer identification number

14-1683989

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RHEINSTROM FUND 502 UNION STREET HUDSON, NY 12534	\$ 193,942	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	MAY FAMILY FOUNDATION 502 UNION STREET HUDSON, NY 12534	\$ 65,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization RHEINSTROM HILL COMMUNITY FOUNDATION			Employer identification number 14-1683989
Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of <i>exclusively religious, charitable, etc., contributions of \$1,000 or less</i> for the year (Enter this information once See instructions) ► \$ Use duplicate copies of Part III if additional space is needed			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	—	—	—
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—	—	—	—
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	—	—	—
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—	—	—	—
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	—	—	—
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—	—	—	—
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	—	—	—
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—	—	—	—

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: RHEINSTROM HILL COMMUNITY FOUNDATION

EIN: 14-1683989

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
CLAPPER HOUSE	2012-07-01	127,493							

TY 2012 Investments Corporate Bonds Schedule

Name: RHEINSTROM HILL COMMUNITY FOUNDATION
EIN: 14-1683989

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BNY MELLON CORPORATE BOND FND	25,000	25,698
BNY MEELON S/T US SEC FD	29,918	29,455
BNY MELLON INTER BOND FD	100,000	99,088
BNY MELLON BOND FND	131,079	133,282
DREYFUS INFL ADJ SEC FD	20,000	18,647
DREYFUS HI YIELD FD	27,500	30,802
DREYFUS EMERGING MKTS LOCAL	15,000	14,561
TCW EMERGING MKTS INCOME FD	15,000	15,278

**TY 2012 Investments Corporate
Stock Schedule**

Name: RHEINSTROM HILL COMMUNITY FOUNDATION
EIN: 14-1683989

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PFIZER INC.	7,217	15,112
PROCTOR & GAMBLE	6,100	13,817
AON CORP	8,649	11,142
AVON PRODUCTS		
ADOBE SYSTEM	6,764	7,509
EXXON MOBIL CORP	2,637	9,499
ACCENTURE PLC	3,804	10,264
CITIGROUP INC		
SCHLUMBERGER LIMITED	2,469	6,573
BEAM INC	6,492	6,484
BROADCOM CORP	8,389	9,875
VERIZON COMMUNICATIONS	4,563	6,060
ACCENTURE LTD CLASS A		
APPLE COMPUTERS	2,205	15,741
BANK OF MONTREAL	9,353	8,862
AIR PRODUCTS AND CHEMICALS		
CARNIVAL CORP	6,654	5,793
EATON CORP	9,040	11,561
CHEVRON CORP	9,267	9,206
HONEYWELL INTL		
MORGAN STANLEY GROUP		
CAPITAL ONE	3,412	3,656
CHEVRON CORP	6,550	12,275
UNITED TECHNOLOGIES	5,873	9,965
CANADIAN IMPERIAL BANK	9,567	9,064
TEVA PHARMACEUTICAL	8,854	8,595
FREEPORT MCMORAN	3,855	4,658
CONSOLIDATED ED	9,537	8,560
CATERPILLAR	5,767	8,151
GOOGLE INC	8,139	8,712

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JP MORGANCHASE	11,613	14,739
JOHNSON CONTROLS	8,720	9,714
DFA EMERG MKTS	20,000	19,301
AT&T	4,600	5,249
DREYFUS MIDCAP	75,000	89,038
EQUINIX INC	6,345	6,079
EXELON CORP	9,392	8,148
MERCK & CO		
PHILIP MORRIS	4,972	9,091
ELMIRA SAVING BANK	9,554	9,524
GENERAL ELECTRIC	4,245	8,162
FAMILY DIR STORES	5,241	4,586
KRAFT FOODS		
MEAD JOHNSON		
METLIFE	6,254	8,842
OCCIDENTAL PETROLEUM	5,899	6,905
PEPSICO INC	8,215	12,116
SEMPRA ENERGY	5,641	10,163
UNION PAC CORP	1,904	6,185
YUM! BRANDS INC	5,188	10,163
FIRST NIAGARA FG	9,538	9,337
GLAXO SMITHKLINE	4,992	5,695
BNY MELLON SMALL CAP		
BNY MELLON BOND FUND		
BNY MELLON MID CAP		
CELANESE CORP	6,393	9,870
COSTCO WHSL CORP	4,445	8,222
HONEYWELL	6,763	12,554
DREYFUS EMERGING MARKETS		
DREYFUS STRATEGIC INTL STOCK	72,643	93,299

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HALLIBURTON CO	5,640	7,324
HOME DEPOT	7,197	15,732
IBM	9,735	15,602
INVESCO LTD	5,934	10,122
HOVNANIAN ENTERPRISES	9,495	10,131
INTERCONTINENTAL EXCHANGE	3,883	4,280
PNC FINL SERVICES	10,041	10,746
PLAINS EXPLORATION		
LILLY ELI	8,122	9,303
MONDELEZ INTERNATIONAL	4,460	8,106
STATE STREET CORP	6,056	9,927
TEXAS INSTRUMENTS		
US BANCORP		
VALERO ENERGY CORP	3,413	7,110
WELLS FARGO & CO	10,292	13,179
WALT DISNEY	10,165	16,401
AGILENT TECHNOLOGIES		
NATIONAL OILWELL VARCO	8,581	8,787
NUCOR CORP	5,461	5,564
NATIONAL GRID	9,636	8,934
BNY MELLON INTERMEDIATE BOND		
BNY S/T US GOVT SECURITY FUND		
BB&T CORP		
COVIDIEN PLC	4,741	7,950
COCA-COLA CO,	7,616	9,998
NY COMMUNITY CORP	9,483	9,352
EMC CORP		
HIGHBRIDGE DYNAMIC COMMODITIES	25,000	14,023
PPL CORP	9,532	8,613
PUBLIC SERVICE ENTERPRISES	9,493	8,590

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NXP SEMICONDUCTORS		
QEP RESOURCES INC		
SUN LIFE FINANCIAL	9,518	9,513
TRAVELERS COMPANIES	6,288	6,279
SALESFORCE.COM	6,064	8,466
SHIRE PLC	6,390	7,385
TERADATA CORP		
WATSON PHARMACEUTICALS		
VIRTUS EMERGING	20,000	20,271
ACTAVIS INC	2,610	6,781
ASG GLOBAL	30,000	32,862
ADVANTAGE GLOBAL	10,000	11,533
AMAZON.COM	9,404	13,460
BAIDU.COM		
BRISTOL-MYERS		
BNY MELLON EMERGING MKTS	125,000	135,924
BNY MELLON INTNL	25,000	31,936
COMCAST	10,696	14,058
CENTERPOINT ENERGY	5,207	6,259
DREYFUS SELECT MGER	35,253	45,895
DREYFUS HIGH YLD		
DREYFUS NWTON INTERN	25,000	31,606
DREYFUS OPPORTUNISTIC	15,000	20,022
DREYFUS INFLTN ADJ		
DOVER CORP	6,266	9,781
DREYFUS GLBL REAL	20,000	22,656
EXPRESS SCRIPTS	7,659	10,871
GILEAD SCIENCES	6,208	16,344
INGERSOLL-RAND	6,960	10,068
LAS VEGAS SANDS	6,628	8,685

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MARATHON OIL	9,336	10,317
NOBLE CORP		
QUALCOMM	13,231	14,283
TCW		
YAHOO INC	9,813	13,413

TY 2012 Land, Etc. Schedule**Name:** RHEINSTROM HILL COMMUNITY FOUNDATION**EIN:** 14-1683989

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
CLAPPER HOUSE	127,493		127,493	

TY 2012 Other Expenses Schedule

Name: RHEINSTROM HILL COMMUNITY FOUNDATION

EIN: 14-1683989

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	435			
OFFICE	49			
REPAIRS	12,963			

TY 2012 Other Income Schedule

Name: RHEINSTROM HILL COMMUNITY FOUNDATION**EIN:** 14-1683989

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SECURITIES SETTLEMENTS	79		

TY 2012 Other Professional Fees Schedule

Name: RHEINSTROM HILL COMMUNITY FOUNDATION**EIN:** 14-1683989

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUST FEES	26,192	26,192		

TY 2012 Taxes Schedule

Name: RHEINSTROM HILL COMMUNITY FOUNDATION**EIN:** 14-1683989

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL	320			
STATE	260			

TY 2012 IRS Payment

Name: RHEINSTROM HILL COMMUNITY FOUNDATION

EIN: 14-1683989

Routing Transit Number: 021307711

Bank Account Number: 2040654

Type of Account: Checking

Payment Amount in Dollars and 649

Cents:

Requested Payment Date: 2013-10-11

Taxpayer's Daytime Phone Number: (518) 828-1565

RHEINSTROM HILL COMMUNITY FOUNDATION

Schedule of Capital Gains and Losses

For the year ended May 31, 2013

Number of Shares	Description	Date		Purchase Price	Selling Price	Short / Long Term	
		Purchased	Date Sold			Gain or Loss	Long Term
25	COCA -COLA CO.	5/21/2012	6/7/2012	1,909	1,835	(74)	S/T
175	AGILENT TECHNOLOGIES INC.	3/3/2011	6/7/2012	7,316	6,652	(664)	L/T
1741	BNY MELLON SM/MID CAP-M	9/24/2010	7/6/2012	20,661	23,150	2,489	L/T
5036	BNY MELLON MID CAP STOCK M	5/31/2008	7/6/2012	37,065	58,015	20,950	L/T
100	VERIZON COMMUNICATIONS	9/28/2010	7/10/2012	3,478	4,488	1,010	L/T
50	BAIDU INC.	7/11/2011	7/16/2012	6,439	5,428	(1,011)	L/T
10	BAIDU INC.	7/6/2012	7/16/2012	1,120	1,086	(34)	S/T
200	CITIGROUP INC	5/6/2010	7/24/2012	8,831	5,312	(3,519)	L/T
225	BRISTOL-MYERS SQUIBB CO	5/2/2012	9/11/2012	7,551	7,507	(44)	S/T
250	MERCK & CO	1/27/2012	10/11/2012	9,634	11,575	1,941	S/T
150	NOBLE CORP	3/7/2012	10/10/2012	6,038	5,267	(771)	S/T
250	TEXAS INSTRUMENTS INC.	12/7/2012	10/10/2012	7,753	6,891	(862)	S/T
	KRAFT FOODS CASH IN LIEU OF	4/30/2009	10/26/2012	22	30	8	L/T
125	QEP RESOURCES INC.	7/1/2010	11/21/2012	3,987	3,316	(671)	L/T
200	EMC CORP	4/25/2011	11/26/2012	5,335	4,833	(501)	L/T
91	KRAFT FOODS GROUP	9/23/2010	11/26/2012	2,372	4,069	1,697	L/T
50	VALERO ENERGY CORP	11/21/2012	1/7/2013	1,469	1,761	292	S/T
150	PLAINS EXPLORATION & PR	5/6/2010	1/7/2013	4,512	7,089	2,577	L/T
10	UNION PACIFIC CORP	4/30/2009	2/20/2013	476	1,346	870	L/T
75	EMC CORP	4/6/2011	2/20/2013	1,938	1,801	(137)	L/T
50	EMC CORP	7/25/2011	2/20/2013	1,363	1,201	(162)	L/T
100	EMC CORP	6/7/2012	2/20/2013	2,293	2,402	109	S/T
200	US BANCORP	5/6/2010	2/20/2013	5,450	6,740	1,290	L/T
50	SCHLUMBERGER LTD	5/31/2010	2/20/2013	1,372	3,929	2,558	L/T
50	HALLIBURTON CO	5/6/2010	2/20/2013	1,554	2,034	480	L/T
75	HALLIBURTON CO	3/20/2012	2/20/2013	2,555	3,051	496	S/T
25	VALERO ENERGY CORP	5/6/2010	2/27/2013	534	1,147	613	L/T
25	VALERO ENERGY CORP	11/21/2012	2/27/2013	734	1,146	412	S/T
45	ACTAVIS INC	10/12/2010	3/20/2013	2,136	4,121	1,985	L/T
25	APPLE INC	5/31/2009	3/5/2013	3,917	10,844	6,927	L/T
50000	MORGAN STANLEY 5.3 3/1/13	5/31/2009	3/1/2013	50,003	50,000	(3)	L/T
125	TERADATA CORPORATION	8/17/2010	3/20/2013	3,193	7,195	4,002	L/T
25	TERADATA CORPORATION	4/27/2011	3/20/2013	1,324	1,439	115	L/T
300	NXP SEMICONDUCTORS	5/9/2011	4/29/2013	8,367	8,040	(327)	L/T
50	B B & T CORP	5/21/2012	4/29/2013	1,554	1,508	(46)	S/T
100	B B & T CORP	10/17/2011	4/29/2013	2,305	3,017	712	L/T
225	B B & T CORP	5/9/2011	4/29/2013	6,021	6,787	766	L/T
75	MEAD JOHNSON NUTRITION	8/24/2011	4/29/2013	5,207	6,034	827	L/T
50	AIR PRODS & CHEMS	5/31/2009	4/29/2013	3,217	4,283	1,066	L/T
125	CENTERPOINT ENERGY	11/26/2012	4/29/2013	2,424	3,014	590	S/T
5	CENTERPOINT ENERGY	10/3/2012	4/29/2013	96	121	25	S/T
19	C S T BRANDS INC	5/2/2013	5/14/2013	323	571	248	S/T
	CASHINLIEU CST BRANDS INC		5/23/2013		15	15	L/T
					0	0	S/T
					0	0	S/T
					0	0	S/T
				<u>243,847</u>	<u>290,089</u>	<u>46,242</u>	
	Total Short Term Capital Gains			45,454	47,735	2,281	
	Total Long Term Capital Gains			<u>198,393</u>	<u>242,354</u>	<u>43,961</u>	
				<u>243,847</u>	<u>290,089</u>	<u>46,242</u>	