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Form 990-PF

## Return of Private Foundation

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

OMB No. 1545-0052

2013

Department of the Treasury  
Internal Revenue Service

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Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>JOHN R. OISHEI FOUNDATION</b>		A Employer identification number <b>16-0874319</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>ONE SENECA TOWER</b>		B Telephone number <b>716-856-9490</b>
Room/suite <b>3650</b>		
City or town, state or province, country, and ZIP or foreign postal code <b>BUFFALO, NY 14203</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 306,403,578.</b>		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		1,014,541.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		4,668,931.	8,653,103.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		6,465,425.			STATEMENT 1
b Gross sales price for all assets on line 6a <b>54,323,079.</b>					
7 Capital gain net income (from Part IV, line 2)			13,830,394.		
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)					
11 Other income		113,571.	113,571.		STATEMENT 3
12 Total. Add lines 1 through 11		12,262,468.	22,597,068.		
13 Compensation of officers, directors, trustees, etc		579,000.	90,700.		488,300.
14 Other employee salaries and wages		445,991.	0.		445,991.
15 Pension plans, employee benefits		200,613.	6,795.		193,818.
16a Legal fees STMT 4		50,560.	10,112.		40,448.
b Accounting fees STMT 5		46,849.	10,424.		36,425.
c Other professional fees STMT 6		3,874,940.	1,980,223.		232,372.
17 Interest					
18 Taxes STMT 7		243,500.	188,084.		1,500.
19 Depreciation and depletion					
20 Occupancy		115,818.	0.		115,818.
21 Travel, conferences, and meetings		24,444.	0.		24,444.
22 Printing and publications		15,344.	0.		15,344.
23 Other expenses STMT 8		192,251.	1,908,515.		192,251.
24 Total operating and administrative expenses. Add lines 13 through 23		5,789,310.	4,194,853.		1,786,711.
25 Contributions, gifts, grants paid		17,428,029.			17,428,029.
26 Total expenses and disbursements. Add lines 24 and 25		23,217,339.	4,194,853.		19,214,740.
27 Subtotal from line 12:					
a Excess of revenue over expenses and disbursements		-10,954,871.			
b Net investment income (if negative, enter -0-)			18,402,215.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing			48,590.	43,835.	43,835.
	2 Savings and temporary cash investments			7,378,073.	3,294,437.	3,294,437.
	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					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges			65,446.		
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock					
	c Investments - corporate bonds					
	Liabilities	11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other STMT 10				204,779,501.	275,926,238.	275,926,238.
14 Land, buildings, and equipment basis ▶						
Less accumulated depreciation ▶						
15 Other assets (describe ▶ STATEMENT 11)				4,738,295.	27,139,068.	27,139,068.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)				217,009,905.	306,403,578.	306,403,578.
17 Accounts payable and accrued expenses						
18 Grants payable						
Net Assets or Fund Balances	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable				5,000,000.	
	22 Other liabilities (describe ▶ STATEMENT 12)			269,535.	144,541.	
23 Total liabilities (add lines 17 through 22)			269,535.	5,144,541.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/>					
	24 Unrestricted			216,740,370.	301,259,037.	
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>					
	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					
30 Total net assets or fund balances			216,740,370.	301,259,037.		
31 Total liabilities and net assets/fund balances			217,009,905.	306,403,578.		

## 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	216,740,370.
2 Enter amount from Part I, line 27a	2	-10,954,871.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	95,473,538.
4 Add lines 1, 2, and 3	4	301,259,037.
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	301,259,037.

**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.)
<b>1a INVESTMENTS - SEE TAB A</b>	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>b PASSED THROUGH K-1S</b>	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a 54,323,079.</b>		<b>47,857,654.</b>	<b>6,465,425.</b>
<b>b</b>		<b>-7,364,969.</b>	<b>7,364,969.</b>
<b>c</b>			
<b>d</b>			
<b>e</b>			
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	
<b>a</b>			<b>6,465,425.</b>
<b>b</b>			<b>7,364,969.</b>
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> 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 }	<b>2</b>	<b>13,830,394.</b>
<b>3</b> 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). If (loss), enter -0- in Part I, line 8	{ }	<b>3</b>	<b>N/A</b>

**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 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))
2012	18,857,289.	244,758,560.	.077044
2011	17,396,439.	252,347,327.	.068938
2010	16,444,774.	245,817,183.	.066898
2009	14,236,681.	226,321,665.	.062905
2008	18,137,455.	273,143,535.	.066403

<b>2</b> Total of line 1, column (d)	<b>2</b>	<b>.342188</b>
<b>3</b> 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	<b>3</b>	<b>.068438</b>
<b>4</b> Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	<b>4</b>	<b>259,566,319.</b>
<b>5</b> Multiply line 4 by line 3	<b>5</b>	<b>17,764,200.</b>
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	<b>184,022.</b>
<b>7</b> Add lines 5 and 6	<b>7</b>	<b>17,948,222.</b>
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	<b>19,214,740.</b>

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here <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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	184,022.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	184,022.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	184,022.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	194,992.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	194,992.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	10,970.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input checked="" type="checkbox"/> 10,970. Refunded <input checked="" type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
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?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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) <u>NY</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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 2013 or the taxable year beginning in 2013 (see 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

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**Part VII-A Statements Regarding Activities** (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.OISHEI.ORG</u>	13	X	
14	The books are in care of ► <u>GAYLE HOUCK</u> Telephone no. ► <u>716-856-9490</u> Located at ► <u>ONE SENECA TOWER, SUITE 3650, BUFFALO, NY</u> ZIP+4 ► <u>14203</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <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 <b>not</b> 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.) N/A	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. ►		
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 2013 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 2013.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ 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 509(a)(1), (2), or (3), or section 4940(d)(2)?

☒ 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)?

Organizations relying on a current notice regarding disaster assistance check here

☒

5b

X

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?

SEE STATEMENT 14

☒ 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

X

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?

N/A

7b

**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.

(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
SEE STATEMENT 13		579,000.	50,374.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
BLYTHE T. MERRILL	VICE PRESIDENT			
ONE SENECA TOWER, BUFFALO, NY 14203	40.00	118,500.	16,602.	0.
GAYLE HOUCK	CONTROLLER/GRANTS MANAGER			
ONE SENECA TOWER, BUFFALO, NY 14203	40.00	93,000.	8,740.	0.
LAWRENCE COOK	PROGRAM OFFICER			
ONE SENECA TOWER, BUFFALO, NY 14203	40.00	85,000.	8,676.	0.
JACQUELYN REISDORF	OFFICE MGR/PROGRAM ASSISTANT			
ONE SENECA TOWER, BUFFALO, NY 14203	40.00	63,500.	4,603.	0.
SALLY CROWLEY	COMMUNICATIONS DIRECTOR			
ONE SENECA TOWER, BUFFALO, NY 14203	40.00	43,750.	6,921.	0.
Total number of other employees paid over \$50,000				0

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**Part VIII****Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
CROSS & JOFTUS LLC 8610 RIDGE ROAD, BETHESDA, MD 20817	CONSULTING	127,092.
JAECKLE FLEISCHMANN & MUGEL LLP 12 FOUNTAIN PLAZA, BUFFALO, NY 14202	LEGAL CONSULTATION	50,560.
<b>Total number of others receiving over \$50,000 for professional services</b>		<b>0</b>

**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 <u>N/A</u>	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments**

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

	Amount
1 <u>N/A</u>	
2	
All other program-related investments. See instructions.	
3	
<b>Total. Add lines 1 through 3</b>	<b>0.</b>

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	255,699,120.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	7,819,986.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	263,519,106.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	263,519,106.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	3,952,787.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	259,566,319.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	12,978,316.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	12,978,316.
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	184,022.
<b>b</b>	Income tax for 2013. (This does not include the tax from Part VI.)	<b>2b</b>	130,611.
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	314,633.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	12,663,683.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	860,463.
<b>5</b>	Add lines 3 and 4	<b>5</b>	13,524,146.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	13,524,146.

**Part XII** Qualifying Distributions (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	19,214,740.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	19,214,740.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	184,022.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	19,030,718.

**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 2012	(c) 2012	(d) 2013
<b>1</b> Distributable amount for 2013 from Part XI, line 7				13,524,146.
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2013:				
<b>a</b> From 2008				
<b>b</b> From 2009				
<b>c</b> From 2010				
<b>d</b> From 2011				3,862,312.
<b>e</b> From 2012				5,632,117.
<b>f</b> Total of lines 3a through e	9,494,429.			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4: ► \$ 19,214,740.				
<b>a</b> Applied to 2012, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) **	945,977.			
<b>d</b> Applied to 2013 distributable amount				13,524,146.
<b>e</b> Remaining amount distributed out of corpus	4,744,617.			
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	15,185,023.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	15,185,023.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2009				
<b>b</b> Excess from 2010				
<b>c</b> Excess from 2011	3,862,312.			
<b>d</b> Excess from 2012	5,632,117.			
<b>e</b> Excess from 2013	5,690,594.			

\*\* SEE STATEMENT 15

Form 990-PF (2013)

N/A

- ☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income**

[illegible]

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
<b>a</b> Paid during the year				
SEE ATTACHMENT - TAB C				17,428,029.
<b>Total</b>			▶ 3a	17,428,029.
<b>b</b> Approved for future payment				
SEE ATTACHMENT - TAB D				35,276,007.
<b>Total</b>			▶ 3b	35,276,007.



**Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

<b>1</b>		<b>a</b>	<b>b</b>	<b>c</b>	<b>d</b>	<b>e</b>	<b>f</b>	<b>g</b>	<b>Yes</b>	<b>No</b>
		Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?								
		Transfers from the reporting foundation to a noncharitable exempt organization of:								
(1)		Cash							X	
(2)		Other assets							X	
<b>b</b>		Other transactions:								
(1)	Sales of assets to a noncharitable exempt organization								X	
(2)	Purchases of assets from a noncharitable exempt organization								X	
(3)	Rental of facilities, equipment, or other assets								X	
(4)	Reimbursement arrangements								X	
(5)	Loans or loan guarantees								X	
(6)	Performance of services or membership or fundraising solicitations								X	
<b>c</b>		Sharing of facilities, equipment, mailing lists, other assets, or paid employees								
<b>d</b>		If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.								

  

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		<b>N/A</b>	

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?      Yes No X

**b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
<b>N/A</b>		

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**Sign Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Signature of officer or trustee: \_\_\_\_\_ Date: 11/14/14 Title: PRESIDENT

May the IRS discuss this return with the preparer shown below (see instr)?

X Yes     No

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check self-employed if PTIN
	DONNA M. GONSER	[Signature]		P01448922
	Firm's name ▶ LUMSDEN & MCCORMICK, LLP	Firm's EIN ▶ 16-0765486		
	Firm's address ▶ 369 FRANKLIN STREET BUFFALO, NY 14202	Phone no. (716) 856-3300		

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

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and  
its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

**2013**

Name of the organization

Employer identification number

JOHN R. OISHEI FOUNDATION

16-0874319

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 its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)**

Name of organization

Employer identification number

**JOHN R. OISHEI FOUNDATION****16-0874319****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
<u>1</u>	<u>OISHEI CONSOLIDATED TRUST #1</u> <u>3116 VISTA SANDIA</u> <u>SANTE FE, NM 87505</u>	\$ <u>1,014,541.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)



Employer identification number

16-0874319

[illegible]

Name of organization

Employer identification number

**JOHN R. OISHEI FOUNDATION****16-0874319**

**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 exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
INVESTMENTS - SEE TAB A	54,323,079.	47,857,654.	0.	0.	6,465,425.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
PASSED THROUGH K-1S	0.	0.	0.	0.	0.	0.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	6,465,425.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INVESTMENTS	4,668,931.	0.	4,668,931.	4,668,931.	
TO PART I, LINE 4	4,668,931.	0.	4,668,931.	4,668,931.	

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FORM 990-PF OTHER INCOME STATEMENT 3

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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INTEREST ON PROGRAM RELATED INVESTMENTS	113,571.	113,571.	
TOTAL TO FORM 990-PF, PART I, LINE 11	113,571.	113,571.	

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FORM 990-PF LEGAL FEES STATEMENT 4

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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	50,560.	10,112.		40,448.
TO FM 990-PF, PG 1, LN 16A	50,560.	10,112.		40,448.

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FORM 990-PF ACCOUNTING FEES STATEMENT 5

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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	46,849.	10,424.		36,425.
TO FORM 990-PF, PG 1, LN 16B	46,849.	10,424.		36,425.

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FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES	204,507.	0.		204,507.
INVESTMENT MANGEMENT FEES	3,642,568.	1,980,223.		0.
SHARED SERVICES	27,865.	0.		27,865.
TO FORM 990-PF, PG 1, LN 16C	3,874,940.	1,980,223.		232,372.

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FORM 990-PF	TAXES		STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAXES	242,000.	0.		0.
NYS FILING FEE	1,500.	0.		1,500.
FOREIGN TAXES PER K-1	0.	188,084.		0.
TO FORM 990-PF, PG 1, LN 18	243,500.	188,084.		1,500.

FORM 990-PF	OTHER EXPENSES		STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	975.	0.		975.
COMMUNITY & GRANT ACTIVITIES	52,436.	0.		52,436.
COMPUTER EXPENSE	45,284.	0.		45,284.
INSURANCE	19,950.	0.		19,950.
MEETINGS	828.	0.		828.
MEMBERSHIP FEES	11,506.	0.		11,506.
OFFICE SUPPLIES	24,088.	0.		24,088.
POSTAGE & DELIVERY	4,407.	0.		4,407.
SUBSCRIPTIONS	2,207.	0.		2,207.
TELEPHONE	30,570.	0.		30,570.
PARTNERSHIP EXPENSES PASSED THROUGH ON K-1	0.	1,908,515.		0.
TO FORM 990-PF, PG 1, LN 23	192,251.	1,908,515.		192,251.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	9
DESCRIPTION	AMOUNT		
UNREALIZED APPRECIATION ON INVESTMENT PORTFOLIO	32,620,175.		
ADJUST BOOKS FROM TAX-BASIS TO MODIFIED CASH-BASIS	61,361,156.		
CHANGE IN RELATED CHARITABLE TRUST	1,492,207.		
TOTAL TO FORM 990-PF, PART III, LINE 3	95,473,538.		

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FORM 990-PF OTHER INVESTMENTS STATEMENT 10

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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
DOMESTIC EQUITY - SEE TAB B	FMV	72,307,255.	72,307,255.
INTERNATIONAL EQUITY - SEE TAB B	FMV	63,999,432.	63,999,432.
FIXED INCOME - SEE TAB B	FMV	31,801,136.	31,801,136.
ABSOLUTE RETURN - SEE TAB B	FMV	32,985,964.	32,985,964.
HEDGE FUNDS - SEE TAB B	FMV	37,292,903.	37,292,903.
PRIVATE EQUITY - SEE TAB B	FMV	16,037,733.	16,037,733.
REAL ESTATE FUNDS - SEE TAB B	FMV	21,501,815.	21,501,815.
TOTAL TO FORM 990-PF, PART II, LINE 13		275,926,238.	275,926,238.

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FORM 990-PF OTHER ASSETS STATEMENT 11

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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
MISSION RELATED INVESTMENTS	300,000.	300,000.	300,000.
PROGRAM RELATED INVESTMENTS	4,438,295.	3,577,832.	3,577,832.
ASSET HELD IN RELATED CHARITABLE TRUST	0.	23,261,236.	23,261,236.
TO FORM 990-PF, PART II, LINE 15	4,738,295.	27,139,068.	27,139,068.

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FORM 990-PF OTHER LIABILITIES STATEMENT 12

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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
ACCRUED FEDERAL EXCISE TAX	265,181.	144,541.
PAYROLL TAXES	4,354.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	269,535.	144,541.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JAMES WADSWORTH ONE SENECA TOWER BUFFALO, NY 14203	CHAIR 12.00	49,500.	0.	0.
ROBERT GIOIA ONE SENECA TOWER BUFFALO, NY 14203	PRESIDENT 40.00	210,000.	33,975.	0.
PAUL HOGAN ONE SENECA TOWER BUFFALO, NY 14203	VICE PRESIDENT 40.00	125,500.	16,399.	0.
MARY MARTINO ONE SENECA TOWER BUFFALO, NY 14203	VICE CHAIR 10.00	26,000.	0.	0.
CHRISTOPHER DUNSTAN ONE SENECA TOWER BUFFALO, NY 14203	DIRECTOR 6.00	21,750.	0.	0.
ANN MCCARTHY ONE SENECA TOWER BUFFALO, NY 14203	DIRECTOR 8.00	0.	0.	0.
EDWARD F. WALSH, JR. ONE SENECA TOWER BUFFALO, NY 14203	TREASURER 12.00	28,500.	0.	0.
ROBERT BENNETT ONE SENECA TOWER BUFFALO, NY 14203	DIRECTOR 12.00	25,500.	0.	0.
RUTH BRYANT ONE SENECA TOWER BUFFALO, NY 14203	DIRECTOR 8.00	25,500.	0.	0.
FLORENCE CONTI ONE SENECA TOWER BUFFALO, NY 14203	DIRECTOR 8.00	25,500.	0.	0.
LUKE JACOBS ONE SENECA TOWER BUFFALO, NY 14203	DIRECTOR 8.00	13,250.	0.	0.

<u>JOHN R. OISHEI FOUNDATION</u>		<u>16-0874319</u>	
WILLIAM G. GISEL, JR.	DIRECTOR		
ONE SENECA TOWER	8.00	28,000.	0. 0.
BUFFALO, NY 14203			
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		<u>579,000.</u>	<u>50,374. 0.</u>



FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT  
PART VII-B, LINE 5C

STATEMENT 14

## GRANTEE'S NAME

BUFFALO ARTS &amp; TECHNOLOGY CENTER

## GRANTEE'S ADDRESS

1221 MAIN STREET  
BUFFALO, NY 14209

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED	VERIFICATION DATE
2,500,000.	01/25/12	875,000.	03/14/14

## PURPOSE OF GRANT

PROVIDE FUNDING FOR INITIAL START-UP COSTS INCLUDING SITE BUILD-OUT AND  
OPERATIONAL SUPPORT.

## DATES OF REPORTS BY GRANTEE

08/25/13; 9/25/13;9/18/14

## ANY DIVERSION BY GRANTEE

NO

## RESULTS OF VERIFICATION

GRANTEE SUBMITTED A FINAL REPORT TO THE FOUNDATION DETAILING USE OF GRANT  
FUNDS TOTALING \$875,000. THE PERIOD COVERED BY THE REPORT WAS FROM JANUARY  
25, 2012 (GRANT AWARD DATE) THROUGH DECEMBER 19, 2013 (DATE GRANTEE  
RECEIVED ITS 501(C)(3) TAX EXEMPTION LETTER FROM THE INTERNAL REVENUE  
SERVICE). EXPENDITURE RESPONSIBILITY IS NO LONGER NECESSARY FOR THIS  
GRANTEE.

GRANTEE'S NAME

LAUNCH NEW YORK, INC.

GRANTEE'S ADDRESS700 ELLICOTT STREET  
BUFFALO, NY 14203

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>	<u>VERIFICATION DATE</u>
638,000.	03/12/12	243,590.	09/03/13

PURPOSE OF GRANT

IMPLEMENT REGIONAL ENTREPRENEURSHIP ACTION PLAN (REAP) INITIATIVE.

DATES OF REPORTS BY GRANTEE

08/15/13

ANY DIVERSION BY GRANTEE

NO

RESULTS OF VERIFICATION

GRANTEE SUBMITTED A FINAL REPORT TO THE FOUNDATION DETAILING USE OF GRANT FUNDS TOTALING \$243,590.40. THE PERIOD COVERED BY THE REPORT WAS FROM MARCH 12, 2012 (GRANT AWARD DATE) THROUGH FEBRUARY 28, 2013 (DATE GRANTEE RECEIVED ITS 501(C)(3) TAX EXEMPTION LETTER FROM THE INTERNAL REVENUE SERVICE). EXPENDITURE RESPONSIBILITY IS NO LONGER NECESSARY FOR THIS GRANTEE.

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION  
53.4942(A)-3(D)(2) TO TREAT  
EXCESS QUALIFYING DISTRIBUTIONS  
AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 15

IN ACCORDANCE WITH UNITED STATES TREASURY DEPARTMENT INTERNAL REVENUE  
CODE REGULATION SECTION 53.4942(A)-3(D)(2) THE JOHN R. OISHEI  
FOUNDATION, INC. ELECTS TO TREAT \$945,977 OF QUALIFYING DISTRIBUTIONS  
AS MADE OUT OF CORPUS.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 16

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ROBERT GIOIA  
ONE SENECA TOWER, SUITE 3650  
BUFFALO, NY 14203

TELEPHONE NUMBER

716-856-9490

FORM AND CONTENT OF APPLICATIONS

NO SET FORM

ANY SUBMISSION DEADLINES

SUBMISSION DEADLINES VARY BASED ON THE PROJECT. (SEE WEBSITE AT  
WWW.OISHEI.ORG FOR MORE INFORMATION)

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE FOUNDATION PROVIDES GRANTS FOR THE PURPOSE OF ACTING AS A CATALYST FOR  
CHANGE TO ENHANCE ECONOMIC VITALITY AND THE QUALITY OF LIFE FOR THE BUFFALO  
NIAGARA REGION.

**THE JOHN R. OISHEI FOUNDATION**  
**CAPITAL GAINS**  
**EIN: 16-0874319**  
**DECEMBER 31, 2013**  
**TAB A**

Security	Bought	Sold	Gross Proceeds	Cost Basis	Gain/Loss
Adage Capital Partners LP	12/31/2010	01/02/2013	1,000,000.00	883,520.23	116,479.77
Farallon Capital Inst Partners LP	12/31/2010	01/03/2013	1,000,005.00	1,110,530.20	(110,525.20)
Convexity Capital Offshore LP	12/31/2010	01/09/2013	1,000,000.00	1,000,000.00	0.00
American Europacific Grth-F2	12/31/2010	01/29/2013	1,500,000.00	1,282,312.07	217,687.93
CRM Mid Cap Value Fd Instl	12/31/2010	01/29/2013	2,500,000.00	1,909,074.53	590,925.47
Edgewood Growth Fund-INS	12/31/201		30.00	2,076,135.49	423,864.51
Silchester Invs Intl Value Equity Fd	12/31/2010	01/31/2013	17,820.02	18,156.41	(336.39)
Highclere Intl Investors SMID Fund	05/27/2011	01/31/2013	9,784.05	9,340.66	443.39
Pointer Offshore Ltd	12/31/2010	02/14/2013	0	1,419,833.14	(1,419,833.14)
Canyon Value Fund A CL DI	12/31/2010	02/27/2013	90,123.94	54,412.43	35,711.51
OZ Overseas Fund Ltd	12/31/2010	02/28/2013	0	543,189.55	(543,189.55)
Silchester Invs Intl Value Equity Fd	12/31/2010	02/28/2013	17,434.60	18,155.89	(721.29)
Highclere Intl Investors SMID Fund	05/27/2011	02/28/2013	11,369.49	9,333.54	2,035.95
Marathon-London Intl Inv Trust I	05/31/2011	02/28/2013	15,698.32	14,515.35	1,182.97
Mondorian Global Fixed Income Fund LP	02/01/2012	03/30/2013	16,450.71	17,228.79	(778.08)
Highclere Intl Investors SMID Fund	05/27/2011	03/30/2013	11,434.27	9,325.90	2,108.37
Silchester Invs Intl Value Equity Fd	12/31/2010	03/31/2013	18,101.67	18,114.70	(13.03)
Marathon-London Intl Inv Trust I	05/31/2011	03/31/2013	8,016.40	7,249.37	767.03
Wellington TR FD CTF Strat Real Asst	12/31/2010	04/01/2013	6,402,225.84	6,653,932.25	(251,706.41)
Wellington TR FD CTF Strat Real Asst	01/31/2011	04/01/2013	4,698.03	6,159.06	(1,461.03)
Wellington TR FD CTF Strat Real Asst	02/28/2011	04/01/2013	12,777.91	17,347.61	(4,569.70)
Wellington TR FD CTF Strat Real Asst	03/31/2011	04/01/2013	18,304.21	25,087.37	(6,783.16)
Wellington TR FD CTF Strat Real Asst	04/29/2011	04/01/2013	11,983.11	16,786.02	(4,802.91)
Wellington TR FD CTF Strat Real Asst	05/31/2011	04/01/2013	32,207.92	43,559.38	(11,351.46)
Wellington TR FD CTF Strat Real Asst	06/30/2011	04/01/2013	14,663.22	19,438.60	(4,775.38)
Wellington TR FD CTF Strat Real Asst	07/31/2011	04/01/2013	10,204.74	13,766.08	(3,561.34)
Wellington TR FD CTF Strat Real Asst	08/31/2011	04/01/2013	13,327.25	17,080.53	(3,753.28)
Wellington TR FD CTF Strat Real Asst	09/30/2011	04/01/2013	12,147.54	13,449.43	(1,301.89)
Wellington TR FD CTF Strat Real Asst	10/31/2011	04/01/2013	5,410.41	6,108.58	(698.17)
Wellington TR FD CTF Strat Real Asst	11/30/2011	04/01/2013	13,068.53	14,806.38	(1,737.85)
Wellington TR FD CTF Strat Real Asst	12/30/2011	04/01/2013	4,406.42	4,808.50	(402.08)
Wellington TR FD CTF Strat Real Asst	01/31/2012	04/01/2013	1,726.66	1,987.53	(260.87)
Wellington TR FD CTF Strat Real Asst	02/29/2012	04/01/2013	10,817.28	12,758.23	(1,940.95)
Wellington TR FD CTF Strat Real Asst	03/30/2012	04/01/2013	8,030.83	9,079.79	(1,048.96)
Wellington TR FD CTF Strat Real Asst	04/30/2012	04/01/2013	6,359.37	7,144.94	(785.57)
Wellington TR FD CTF Strat Real Asst	05/31/2012	04/01/2013	26,606.34	26,897.45	(291.11)
Wellington TR FD CTF Strat Real Asst	06/29/2012	04/01/2013	9,145.50	9,598.39	(452.89)
Wellington TR FD CTF Strat Real Asst	07/31/2012	04/01/2013	2,081.97	2,217.86	(135.89)
Wellington TR FD CTF Strat Real Asst	08/31/2012	04/01/2013	15,569.94	16,941.65	(1,371.71)
Wellington TR FD CTF Strat Real Asst	10/04/2012	04/01/2013	7,693.03	7,921.77	(228.74)
Wellington TR FD CTF Strat Real Asst	10/31/2012	04/01/2013	2,383.74	2,493.85	(110.11)
Wellington TR FD CTF Strat Real Asst	11/30/2012	04/01/2013	13,456.28	13,553.88	(97.60)
Wellington TR FD CTF Strat Real Asst	12/31/2012	04/01/2013	5,970.52	6,057.11	(86.59)
Wellington TR FD CTF Strat Real Asst	01/02/2013	04/01/2013	3,449,978.06	3,500,000.00	(50,021.94)
Wellington TR FD CTF Strat Real Asst	01/31/2013	04/01/2013	1,479.12	1,500.60	(21.48)
Wellington TR FD CTF Strat Real Asst	02/28/2013	04/01/2013	20,375.14	20,478.51	(103.37)
Wellington TR FD CTF Strat Real Asst	03/30/2013	04/01/2013	21,932.58	21,932.60	(0.02)
Canyon Value Fund A CL DI-R	12/31/2010	04/16/2013	1,362.69	20,024.43	(18,661.74)
OZ Overseas Fund Ltd	12/31/2010	04/30/2013	0	48,736.96	(48,736.96)
Silchester Invs Intl Value Equity Fd	12/31/2010	04/30/2013	19,235.04	18,048.65	1,186.39
Canyon Realization Fund Ltd CL A	12/31/2010	04/30/2013	1,500,000.00	928,137.48	571,862.52
Highclere Intl Investors SMID Fund	05/27/2011	04/30/2013	11,820.11	9,318.08	2,502.03
Marathon-London Intl Inv Trust I	05/31/2011	04/30/2013	8,378.85	7,244.18	1,134.67
OZ Overseas Fund Ltd	12/31/2010	05/31/2013	0	126,565.71	(126,565.71)
Silchester Invs Intl Value Equity Fd	12/31/2010	05/31/2013	18,913.82	18,051.24	862.58
Highclere Intl Investors SMID Fund	05/27/2011	05/31/2013	11,684.63	9,310.26	2,374.37

**THE JOHN R. OISHEI FOUNDATION**  
**CAPITAL GAINS**  
**EIN: 16-0873419**  
**YEAR END DECEMBER 31, 2013**  
**TAB A**

Security	Bought	Sold	Gross Proceeds	Cost Basis	Gain/Loss
Marathon-London Intl Inv Trust I	05/31/2011	05/31/2013	8,272.91	7,238.56	1,034.35
OZ Overseas Fund Ltd	12/31/2010	06/03/2013	2,000,000.00	648,183.43	1,351,816.57
SSGA DJ UBS SELECT	04/18/2013	06/28/2013	83,903.29	45,392.31	38,510.98
Mondorian Global Fixed Income Fund LP	02/01/2012	06/28/2013	15,914.52	17,143.13	(1,228.61)
Highclere Intl Investors SMID Fund	05/27/2011	06/28/2013	11,674.90	9,302.62	2,372.28
Marathon-London Intl Inv Trust I	05/31/2011	06/28/2013	8,266.71	7,233.36	1,033.35
Silchester Invs Intl Value Equity Fd	12/31/2010	06/28/2013	18,919.16	18,056.46	862.70
SSGA US TIPS	04/18/2013	06/28/2013	0	44,391.88	(44,391.88)
Emerging Markets Country Fund	12/31/2010	07/03/2013	3,461,631.60	4,926,259.84	(1,464,628.24)
SSGA GLOBAL LARGE MIDCAP	04/18/2013	07/05/2013	0	20,701.59	(20,701.59)
SSGA US TIPS	04/18/2013	07/06/2013	0	29,051.15	(29,051.15)
OZ Overseas Fund Ltd	12/31/2010	07/30/2013	0	27,823.04	(27,823.04)
SPV I GMO Hldg Fd	12/31/2010	07/30/2013	0	94,454.35	(94,454.35)
Highclere Intl Investors SMID Fund	05/27/2011	07/31/2013	11,909.66	9,294.80	2,614.86
Marathon-London Intl Inv Trust I	05/31/2011	07/31/2013	8,475.06	7,227.75	1,247.31
Silchester Invs Intl Value Equity Fd	12/31/2010	07/31/2013	19,425.56	17,998.23	1,427.33
Canyon Realization Fund Ltd CL A	12/31/2010	08/09/2013	1,500,000.00	911,680.08	588,319.92
Pointer Offshore Ltd	12/31/2010	08/29/2013	0	27,683.19	(27,683.19)
OZ Overseas Fund Ltd	12/31/2010	08/30/2013	0	75,805.61	(75,805.61)
Silchester Invs Intl Value Equity Fd	12/31/2010	08/30/2013	19,415.31	17,988.67	1,426.64
Highclere Intl Investors SMID Fund	05/27/2011	08/30/2013	11,899.74	9,286.98	2,612.76
Marathon-London Intl Inv Trust I	05/31/2011	08/30/2013	8,468.71	7,222.12	1,246.59
Vanguard FTSE emerging markets ETF	07/11/2013	09/27/2013	3,763,466.73	3,464,560.33	298,906.40
Mondorian Global Fixed Income Fund LP	02/01/2012	09/30/2013	15,562.82	16,578.07	(1,015.25)
Highclere Intl Investors SMID Fund	05/27/2011	09/30/2013	12,887.26	9,279.34	3,607.92
Marathon-London Intl Inv Trust I	05/31/2011	09/30/2013	8,910.55	7,216.94	1,693.61
Silchester Invs Intl Value Equity Fd	12/31/2010	09/30/2013	20,240.17	17,707.09	2,533.08
SSGA GLOBAL LARGE MIDCAP	04/18/2013	09/30/2013	0	193,475.35	(193,475.35)
SSGA DJ UBS SELECT	04/18/2013	10/03/2013	0	9,805.99	(9,805.99)
American Europacific Grth-F2	12/31/2010	10/04/2013	25,000.00	19,625.33	5,374.67
American Europacific Grth-F2	12/31/2010	10/04/2013	2,475,000.00	1,954,679.50	520,320.50
SSGA Russell 3000 Indx NL- CMU3	12/31/2010	10/15/2013	1,500,000.00	1,032,905.81	467,094.19
American Europacific Grth-F2	12/31/2010	10/30/2013	1,000,000.00	757,955.70	242,044.30
Artisan Mid Cap Fd Instl #1333	12/31/2010	10/30/2013	2,000,000.00	700,684.76	1,299,315.24
CRM Mid Cap Value Fd Instl	12/31/2010	10/30/2013	3,562,680.53	2,335,185.17	1,227,495.36
CRM Mid Cap Value Fd Instl	12/14/2011	10/30/2013	56,289.95	37,783.06	18,506.89
CRM Mid Cap Value Fd Instl	12/12/2012	10/30/2013	86,214.45	68,880.87	17,333.58
OZ Overseas Fund Ltd	12/31/2010	10/30/2013	0	77,833.53	(77,833.53)
Highclere Intl Investors SMID Fund	05/27/2011	10/30/2013	13,172.31	9,544.93	3,627.38
Marathon-London Intl Inv Trust I	05/31/2011	10/31/2013	9,242.61	7,161.78	2,080.83
Silchester Invs Intl Value Equity Fd	12/31/2010	10/31/2013	20,744.05	18,797.39	1,946.66
SSGA US TIPS	04/18/2013	10/31/2013	0	18,250.86	(18,250.86)
Polunin Developing Countries Fund LLC	09/30/2013	11/01/2013	3,936.89	3,854.16	82.73
Silchester Invs Intl Value Equity Fd	12/31/2010	11/07/2013	2,000,000.00	1,813,040.55	186,959.45
SSGA Russell 3000 Indx NL- CMU3	12/31/2010	11/22/2013	2,000,000.00	1,302,543.47	697,456.53
OZ Overseas Fund Ltd	12/31/2010	11/29/2013	0	84,237.85	(84,237.85)
Polunin Developing Countries Fund LLC	09/30/2013	11/29/2013	4,967.77	4,863.44	104.33
Silchester Invs Intl Value Equity Fd	12/31/2010	11/29/2013	19,640.68	17,798.28	1,842.40
Marathon-London Intl Inv Trust I	05/31/2011	11/29/2013	9,235.67	7,156.63	2,079.04
Highclere Intl Investors SMID Fund	05/27/2011	12/01/2013	13,161.33	9,537.07	3,624.26
Silchester Invs Intl Value Equity Fd	12/31/2010	12/05/2013	1,000,000.00	905,104.51	94,895.49
Highclere Intl Investors SMID Fund	05/27/2011	12/05/2013	1,500,000.00	1,090,558.29	409,441.71
American Europacific Grth-F2	12/31/2010	12/17/2013	1,000,000.00	765,265.09	234,734.91
Artisan Mid Cap Fd Instl #1333	12/31/2010	12/17/2013	1,500,000.00	564,375.54	935,624.46
SSGA Russell 3000 Indx NL- CMU3	12/31/2010	12/26/2013	1,500,000.00	960,649.10	539,350.90
SSGA GLOBAL LARGE MIDCAP	04/18/2013	12/31/2013	0	111,895.20	(111,895.20)

**THE JOHN R. OISHEI FOUNDATION**  
**CAPITAL GAINS**  
**EIN: 16-0874319**  
**DECEMBER 31, 2013**  
**TAB A**

Security	Bought	Sold	Gross Proceeds	Cost Basis	Gain/Loss
Mondorian Global Fixed Income Fund LP	02/01/2012	12/31/2013	15,512.63	16,958.09	(1,445.46)
OZ Overseas Fund Ltd	12/31/2010	12/31/2013	0	233,341.89	(233,341.89)
Polunin Developing Countries Fund LLC	09/30/2013	12/31/2013	4,959.78	4,858.39	101.39
Silchester Invs Intl Value Equity Fd	12/31/2010	12/31/2013	19,207.34	17,121.95	2,085.39
Highclere Intl Investors SMID Fund	05/27/2011	12/31/2013	12,075.18	8,620.20	3,454.98
Marathon-London Intl Inv Trust I	05/31/2011	12/31/2013	9,539.36	7,151.04	2,388.32
Carlisle Cos Inc	10/31/2013	11/12/2013	2,606.43	2,629.62	(23.19)
Dover Corp	10/31/2013	11/12/2013	12,740.40	12,824.99	(84.59)
Carlisle Cos Inc	10/31/2013	11/13/2013	2,616.14	2,629.62	(13.48)
Dover Corp	10/31/2013	11/13/2013	5,642.31	5,628.23	14.08
Carlisle Cos Inc	10/31/2013	11/14/2013	2,633.46	2,629.62	3.84
Carlisle Cos Inc	10/31/2013	11/15/2013	3,433.07	3,433.12	(0.05)
Huntington Ingalls Industries	10/31/2013	11/15/2013	3,402.50	3,101.05	301.45
Lincoln Natl Corp	10/31/2013	11/15/2013	10,458.04	9,608.11	849.93
Carlisle Cos Inc	10/31/2013	11/18/2013	2,701.85	2,702.67	(0.82)
Huntington Ingalls Industries	10/31/2013	11/18/2013	4,238.82	3,822.23	416.59
Lincoln Natl Corp	10/31/2013	11/18/2013	2,019.38	1,830.12	189.26
Carlisle Cos Inc	10/31/2013	11/19/2013	2,684.43	2,702.67	(18.24)
Huntington Ingalls Industries	10/31/2013	11/19/2013	2,292.26	2,091.41	200.85
Carlisle Cos Inc	10/31/2013	11/20/2013	1,519.97	1,533.95	(13.98)
Bemis Inc	10/31/2013	12/17/2013	1,027.03	1,040.75	(13.72)
Dover Corp	10/31/2013	12/17/2013	4,202.24	4,244.24	(42.00)
Bemis Inc	10/31/2013	12/18/2013	3,962.81	4,002.89	(40.08)
Dover Corp	10/31/2013	12/18/2013	14,017.20	14,208.98	(191.78)
Bemis Inc	10/31/2013	12/19/2013	3,980.69	4,002.89	(22.20)
Bemis Inc	10/31/2013	12/20/2013	3,972.44	4,002.89	(30.45)
Bemis Inc	10/31/2013	12/23/2013	3,949.45	3,962.86	(13.41)
Return of capital pooled investments a/c			153,175.95		153,175.95
Capital gain dividends l/t january 2013			5,031.23		5,031.23
Capital gain dividends-March 2013			95,865.00		95,865.00
Capital gain dividends s/t dec 2013			39,559.26		39,559.26
Capital gain dividends l/t dec 2013			118,856.21		118,856.21
			<u>54,323,078.86</u>	<u>47,857,653.79</u>	<u>6,465,425.07</u>

## THE JOHN R. OISHEI FOUNDATION

EIN: 16-0874319

December 31, 2013

## TAB B

	<u>Book Value</u>	<u>Fair Value</u>
<u>Absolute Return</u>		
Canyon Value Realization A Fund, Ltd	5,968,354	5,968,354
Convexity Capital Class G Offshore, L P	8,785,797	8,785,797
Farallon Capital Instl Partners, L.P	5,252,161	5,252,161
Och Ziff Overseas Fund, Ltd.	12,979,652	12,979,652
	<u>32,985,964</u>	<u>32,985,964</u>
<u>Fixed Income</u>		
Pimco FDS Pac Invt Mgmt Ser Total Return Fund	10,711,858	10,711,858
Modrian Global Fixed Income Fund, L P	14,132,658	14,132,658
Stone Harbor Local Currency Debt	6,956,620	6,956,620
	<u>31,801,136</u>	<u>31,801,136</u>
<u>Domestic Equity</u>		
Adage Capital Partners LP	25,607,896	25,607,896
Allstate Corp.	151,349	151,349
Artisan Mid Cap Instl Fund	4,439,530	4,439,530
Ashland Inc.	121,300	121,300
Bemis Inc	77,824	77,824
Brunswick Corp	154,301	154,301
Capstead Mtg Corp.	37,750	37,750
Carefusion Corp	86,768	86,768
Carlisle Cos Inc	101,235	101,235
CBL Assoc PPTYS Inc	75,881	75,881
City Natl Corp	81,201	81,201
Computer Sciences Corp	169,037	169,037
Convergys Corp Com	77,685	77,685
Dana Holding	37,278	37,278
Darden Restaurants, Inc	116,896	116,896
Dover Corp	38,616	38,616
Duke Realty Corporation Real Estate Investment Trust	116,184	116,184
Edgewood Growth Instl Fund	3,406,618	3,406,618
Energen Corp.	33,605	33,605
EPR Properties REIT	35,641	35,641
Great Plains Energy Inc	76,356	76,356
HCA Holdings Inc	75,143	75,143
HCC Ins Holdings Inc.	74,978	74,978
Hillshire Brands Company	37,620	37,620
Huntington Ingalls Industries	128,264	128,264
Lincoln Natl. Corp	154,860	154,860
M&T Bank Corp	113,510	113,510
MFA Financial Incl Real Estate Investment Trust	35,653	35,653
Murphy Oil Corp	79,478	79,478
Nordstrom Inc	114,330	114,330
Northrop Grumman Corporation	40,114	40,114
Parametric Tax - Mgd Emerging Mkts Instl Fund	6,150,303	6,150,303
PG & E Corp	106,742	106,742
PHH Corp	37,134	37,134
Pinnacle West Cap Corp.	104,517	104,517
QEP Resources Inc	68,963	68,963
Republic Services Inc	36,520	36,520
RS Global Natural Resources Y Fund	1,940,938	1,940,938
Seacor Hldgs. Inc	68,400	68,400
Sonoco Prods Co.	94,913	94,913
SSgA Customized Real Asset	12,931,086	12,931,086
SSgA Russell 3000 (R) Index NL CTF	14,196,082	14,196,082
Steelcase Inc CL A	88,816	88,816
TCF Financial Corp	39,406	39,406
Transdigm Group Inc.	161,020	161,020



## THE JOHN R. OISHEI FOUNDATION

EIN 16-0874319

December 31, 2013

## TAB B

UGI Corp New	37,314	37,314
URS Corp New Com	107,305	107,305
Werner Enterprises Inc	117,468	117,468
Wyndham Worldwide Corp-W/I	123,431	123,431
	<u>72,307,255</u>	<u>72,307,255</u>

Hedge Funds

Berens Global Capital Fund, Ltd	2,251,104	2,251,104
Clough Offshore Fund, Ltd	3,253,406	3,253,406
Highfields Capital, Ltd	7,054,837	7,054,837
Hoplite Offshore Fund, Ltd	6,000,000	6,000,000
Pointer Offshore, Ltd	18,733,556	18,733,556
	<u>37,292,903</u>	<u>37,292,903</u>

International Equity

American Funds EuroPacific Growth F-2 Fund	7,418,431	7,418,431
Delphi Automotive PLC	78,169	78,169
Endurance Specialty Hldgs LTSHS	79,205	79,205
Highclere International SMID Cap Fund	14,478,158	14,478,158
Marathon-London International Investment Trust I	12,709,601	12,709,601
Polunin Emerging Markets Developing Countries Fund	4,756,394	4,756,394
Silchester International Value Equity Trust Fund	24,479,474	24,479,474
	<u>63,999,432</u>	<u>63,999,432</u>

Private Equity

American Securities Partners VI, L P.	748,242	748,242
Audex Private Equity IV, L P	554,239	554,239
Sigular Guff BRIC Opportunities Fund II, L P	901,037	901,037
Chisholm Fund Partners, L P	535,942	535,942
Davidson Kempner Long-Term Distressed Opp Intl II, L.P	1,344,347	1,344,347
GS Private Equity Partners III, L.P	92,286	92,286
Landmark Equity Partners XIII, L.P.	2,287,253	2,287,253
Oaktree Principal Fund V, L P	4,017,324	4,017,324
Park Street Capital Private Equity Fund X, L P	1,340,615	1,340,615
RCP Fund VIII, L P.	459,727	459,727
Rockefeller Access Fund I, LLC	2,833,098	2,833,098
Summer Street Capital II, L P.	923,623	923,623
	<u>16,037,733</u>	<u>16,037,733</u>

Real Estate Funds

AEW Global Properties Securities, L P.	4,819,065	4,819,065
Blackstone Real Estate Partners V	5,577,350	5,577,350
Blackstone Real Estate Partner III, L.P.	80,138	80,138
Blackstone real Estate Partners VI	6,349,999	6,349,999
Metropolitan Real Estate Partners Global IV, LP (MREP Global IV)	957,280	957,280
Prime Finance Partners II (Parallel Entity), L P	1,166,260	1,166,260
TA Associates Realty Fund X, L P	1,231,402	1,231,402
VIA Energy II, L P	920,321	920,321
VIA Energy III, L P	400,000	400,000
	<u>21,501,815</u>	<u>21,501,815</u>

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<b>American Red Cross Greater Buffalo Chapter</b> Clement House, 786 Delaware Avenue, Buffalo, NY 14209 <i>Basic human needs</i>	25,000	501c3
<b>Arts Services Initiative Of Western New York, Inc.</b> 95 Perry Street, Suite 402, Buffalo, NY 14203 <i>Arts Access Program</i>	15,000	501c3
<b>Association of Small Foundations</b> 1720 N. Street, NW, Washington, DC 20030 <i>General operating support</i>	1,000	501c3
<b>Be-A-Friend Program, Inc.</b> 85 River Rock Drive, Ste 107, Buffalo, NY 14207 <i>Transforming Buffalo Through Mentoring and Education Program</i>		501c3
<i>Transforming Buffalo Through Mentoring and Education Program</i>	37,500	
<i>Transforming Buffalo Through Mentoring and Education Program</i>	37,500	
<i>Transforming Buffalo Through Mentoring and Education Program</i>	50,000	
<b>Beechwood / Blocher Foundation</b> 2235 Millersport Highway, Getzville, NY 14068 <i>"Welcome Home" Buildings &amp; Training Center</i>	300,000	501c3
<b>Belmont Housing Resources for WNY Inc.</b> 1195 Main Street, Buffalo, NY 14209 <i>Gap between acquisition, 10 houses in the Buffalo Promise</i>	130,000	501c3
<b>The BISON Scholarship Fund Inc.</b> P.O. Box 1134, Buffalo, NY 14205 <i>BISON Scholarship Fund - scholarship initiative</i>		501c3
<i>BISON Scholarship Fund - scholarship initiative</i>	205,000	
	200,000	
<b>BISSNET, Inc.</b> 12 Acheson Annex, UB, South Campus, Buffalo, NY 14214 <i>Operating support</i>		501c3
<i>2013-2014 scholarship program</i>	37,000	
	719,515	
<b>Blessed Trinity RC Church</b> 317 Leroy Avenue, Buffalo, NY 14214 <i>Basic human needs (Catholic Central Helping Hands Food Pantry)</i>	2,000	501c3
<b>Boys &amp; Girls Clubs of Buffalo Inc.</b> 282 Babcock Street, Bflo NY 14210 <i>Basic human needs (lunch &amp; dinner program)</i>	15,000	501c3

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<b>Boys and Girls Club of Holland Inc.</b>		501c3
51 South Main Street, Holland, NY 14080		
<i>Expansion &amp; Relocation of the Holland Boys &amp; Girls Club</i>	95,000	
<i>Expansion &amp; Relocation of the Holland Boys &amp; Girls Club</i>	94,100	
<i>Expansion &amp; Relocation of the Holland Boys &amp; Girls Club</i>	25,000	
<b>Broadway Fillmore Neighborhood Housing Services</b>	5,000	501c3
780 Fillmore Avenue, Buffalo, NY 14212		
<i>Keep Fillmore Clean Program</i>		
<b>Brothers of Mercy</b>	48,500	501c3
320 Porter Avenue, Buffalo, NY 14201		
<i>Inpatient Rehabilitation Clinic</i>		
<b>Buffalo &amp; Erie County Botanical Gardens Society</b>	50,000	501c3
2655 South Park Avenue, Buffalo, NY 14218		
<i>Educational programs/horticultural exhibit offerings &amp; strategic plan</i>		
<b>Buffalo Academy of the Sacred Heart</b>	1,000	501c3
3860 Main Street, Buffalo, NY 14225		
<i>BISSNET school</i>		
<b>Buffalo Arts &amp; Technology Center (BATC)</b>		501c3
Artspace, 1221 Main Street, Buffalo, NY 14209		
<i>Site build out &amp; operating support</i>	425,000	
<i>Site build out &amp; operating support</i>	350,000	
<b>Buffalo City Mission</b>		501c3
100 East Tupper, Buffalo, NY 14203		
<i>Basic human needs</i>	50,000	
<i>Basic human needs</i>	50,000	
<b>Buffalo Dream Center</b>	20,000	501c3
P.O. Box 934, Buffalo, NY 14201		
<i>Basic human needs</i>		
<b>Buffalo Federation of Neighborhood Centers, Inc.</b>	20,000	501c3
97 Lemon Street, Buffalo, NY 14204		
<i>Basic human needs</i>		
<b>Buffalo Fine Arts Academy (Albright-Knox Art Gallery)</b>	75,000	501c3
1285 Elmwood Avenue, Buffalo, NY 14222		

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<i>AK Innovation Lab</i>		
<b>Buffalo First Inc.</b> 910 Main Street. Buffalo, NY 14202 <i>Get the Rust Out: Shining Examples for a New Economy</i>	10,000	501c3
<b>Buffalo &amp; Erie County Historical Society</b> One Museum Court, Buffalo, NY 14216 <i>Establish "John R. Oishei Room" at the Lafayette Hotel</i>	10,000	501c3
<b>The Buffalo Legacy Project, Inc.</b> 155 Cazenovia Street, Buffalo, NY 14210 <i>Renovation of Mulroy Park</i>	200,000	501c3
<b>Buffalo Maritime Center Inc.</b> 90 Arthur Street, Buffalo, NY 14207 <i>Hire professional boat builder, executive director, and admin. asst.</i>	40,000	501c3
<b>Buffalo Museum of Science</b> 1020 Humboldt Parkway, Buffalo, NY 14224 <i>Science Studio Project</i>	250,000	501c3
<b>Buffalo Niagara Convention &amp; Visitors Bureau Inc.</b> 617 Main Street, Ste 200, Buffalo, NY 14203 <i>Best Designed City in America Video</i>	7,500	501c3
<b>Buffalo Niagara Medical Campus (BNMC)</b> 640 Ellicott Street, Buffalo, NY 14203 <i>Raise growth capital</i>	150,000	501c3
<b>Buffalo Niagara Partnership Foundation</b> 665 Main Street, Suite 200, Buffalo, NY 14203 <i>Executive search</i>	10,000	501c3
<i>CanAm Business Development position</i>	30,000	
<b>Buffalo Niagara RIVERKEEPER</b> 721 Main Street, Buffalo, NY 14203 <i>Strategic Plan for WNY's Rust to Blue Economy</i>	50,000	501c3
<b>Buffalo Olmsted Parks Conservancy, Inc.</b>		501c3

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Parkside Lodge, 84 Parkside Avenue, Buffalo, NY 14214		
Core operations	110,000	
Financial stability initiative	100,000	
<b>Buffalo Philharmonic Orchestra (BPO)</b>		501c3
499 Franklin Street, Buffalo, NY 14202		
"Secure the Future" campaign	238,213	
BPO travel to NYC to perform at Carnegie Hall	25,000	
BPO travel to NYC to perform at Carnegie Hall	25,000	
<b>Buffalo Prep</b>		501c3
18 Acheson Annex, U.B., Buffalo, NY 14214		
Rising to Distinction	75,000	
Rising to Distinction	160,000	
<b>Buffalo Public Schools Foundation</b>	44,880	501c3
P.O. Box 876, Buffalo, NY 14201		
Magic Penny Implementation		
<b>Buffalo Seminary</b>	1,000	501c3
205 Bidwell Parkway, Buffalo, NY 14222		
BISSNET school		
<b>Buffalo State College Foundation</b>	41,798	501c3
1300 Elmwood Ave., Cleveland Hall 312, Bflo State College		
Buffalo, NY 14222		
Social Enterprise Center		
<b>The Buffalo Transportation Pierce-Arrow Museum</b>	50,000	501c3
263 Michigan Avenue, Buffalo, NY 14203		
Purchase bicycle museum artifacts		
<b>Buffalo Urban League, Inc.</b>	20,000	501c3
15 Genesee Street, Buffalo, NY 14203		
Basic human needs		
<b>Buffalo Zoological Gardens</b>		501c3
300 Parkside Avenue, Buffalo, NY 14214		
Polar Bear Exhibit	250,000	
Polar Bear Exhibit	250,000	
Polar Bear Exhibit	500,000	

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<b>The Burchfield-Penney Art Center</b> 1300 Elmwood Avenue, Buffalo, NY 14222 <i>WNY Arts Legacy Project</i>	45,000	501c3
<b>Cancer Wellness Center Inc.</b> 84 Sweeney Street, Suite C-9, North Tonawanda, NY 14120 <i>Cancer Coach Program</i>	12,500	501c3
<b>Canisius College</b> 2001 Main Street, Buffalo, NY 14208 <i>Science Hall (Phase I)</i>	1,000,000	501c3
<b>Canisius High School</b> 1180 Delaware Avenue, Buffalo, NY 14209 <i>BISSNET school</i>	1,000	501c3
<b>Canopy of Neighbors Inc.</b> 805 Delaware Avenue., Buffalo, NY 14209 <i>Startup costs (including partial salaries of staff)</i>	7,900	501c3
<b>Cantalician Foundation Inc.</b> 2049 George Urban Blvd, Depew, NY 14043 <i>Western New York Cantalician Academic Campus</i>	375,000	501c3
<i>Western New York Cantalician Academic Campus</i>	125,000	501c3
<b>Care Management Coalition of Western New York, Inc.</b> 844 Delaware Avenue, Buffalo, NY 14209 <i>Strategic direction and business model</i>	50,000	501c3
<b>Catholic Charities of Buffalo</b> 741 Delaware Avenue, Buffalo, NY 14209 <i>Basic human needs</i>	30,000	501c3
<b>Catholic Health System</b> Appletree Business Park, 2875 Union Rd, Ste 21, Cheektowaga, NY <i>Lovejoy-St. Vincent Comprehensive Care Center</i>	250,000	501c3
<b>Cattaraugus Community Action, Inc.</b> 25 Jefferson Street, Salamanca, NY 14779 <i>Basic human needs</i>	12,500	501c3
<b>CEPA Inc.</b> 617 Main Street, Suite 201, Buffalo, NY 14203 <i>CEPA/Big Orbit Merger</i>	25,000	501c3

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<b>The Chautauqua County Rural Ministries Inc.</b> 127 Central Avenue, Dunkirk, NY 14048 <i>Basic human needs</i>	12,500	501c3
<b>Chautauqua Institution</b> P.O. Box 28, Chautauqua, NY 14722 <i>Buffalo-Chautauqua Summer Art Program" (collaboration w/Albright-Knox Art Gallery)</i>	20,000	501c3
<b>Child &amp; Adolescent Treatment Services (CATS)</b> Airport Commerce Park, 301 Cayuga Rd, Ste 200, Cheektowaga, NY <i>"Building Brighter Futures" After School Program, 21st Century Cmty Learning Ctr, School 18 and School 66</i>	75,000	501c3
<b>Child &amp; Family Services</b> 330 Delaware Avenue, Buffalo, NY 14202 <i>Strategic Planning</i>	40,000	501c3
<b>Clean Air Coalition of WNY</b> 341 Delaware Avenue, Buffalo, NY 14202 <i>Participatory Budgeting 2013 Conference</i>	2,500	501c3
<b>Community Action Organization of Erie County Inc.</b> 70 Harvard Place, Buffalo, NY 14209 <i>Basic human needs</i>	15,000	501c3
<b>Community Concern of WNY, Inc.</b> 6722 Erie Road, Derby, NY 14047 <i>Health and Human Services Center of Excellence</i>	150,000	501c3
<b>Community Connections of NY Inc.</b> 567 Exchange Street, Ste 210, Buffalo, NY 14210 <i>GetSet capacity building initiative</i>	50,000	501c3
<b>Community Foundation for Greater Buffalo</b> Larkin at Exchange, 726 Exchange Street, Ste 525, Buffalo, NY <i>SAY YES scholarships</i>	200,000	501c3
<i>Fund for the Arts - General Arts Programming</i>	75,000	
<i>JROF College Scholarship Program</i>	100,000	
<b>Community Missions of Niagara Frontier, Inc.</b> 1570 Buffalo Avenue, Niagara Falls, NY 14303 <i>Basic human needs</i>	25,000	501c3

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<i>Technology Implementation (match)</i>	30,000	
<i>Basic human needs</i>	25,000	
<b>Computers for Children Inc.</b> 701 Seneca Street, Suite 601, Buffalo, NY 14210 <i>School to Home Technology Program</i>	22,750	501c3
<b>The Concerned Ecumenical Ministry to the Upper West Side of Bflo</b> 286 Lafayette Avenue, Buffalo, NY 14213 <i>Basic human needs (Loaves &amp; Fishes Dining Room)</i>	20,000	501c3
<b>Consumer Credit Counseling Service of Buffalo Inc.</b> 40 Gardenville Pkwy, West Seneca, NY 14224 <i>Niagara County Financial Literacy Coalition</i>	22,500	501c3
<b>Cornell University</b> 373 Pine Tree Road, Ithaca NY 14850 <i>Transition Services Initiative</i>	8,800	501c3
<b>Cradle Beach Camp Inc.</b> 8038 Old Lakeshore Road, Angola, NY 14006 <i>Project SOAR</i>	100,000	501c3
<b>Daemen College</b> 4380 Main Street, Amherst, NY 14226 <i>Establish a Physical Therapy Wound Clinic and Wound Care</i>	203,500	501c3
<b>The Dale Association, Inc.</b> 33 Ontario Street, Lockport, NY 14094 <i>Strategic planning, leadership transition and organizational</i>	10,000	501c3
<b>Erie County Medical Center (ECMC)</b> 462 Grider Street, Buffalo, NY 14215 <i>ECMC Regional Center for Excellence for Transplantation &amp; Kidney</i>	200,000	501c3
<b>Erie Regional Housing Development Corp.</b> The Belle Center, 104 Maryland Street, Buffalo, NY 14201 <i>Feasibility study for Cmty. Health Worker Training and Development Center</i>	18,000	501c3
<i>Basic human needs</i>	5,500	
<b>Erie Niagara Area Health Education Center Inc.</b> 34 Benwood Avenue, Buffalo, NY 14214		501c3



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<i>Participatory Health Assets Inventory Talking Health (PHAITH) initiative</i>	28,500	
<i>Participatory Health Assets Inventory Talking Health (PHAITH) initiative</i>	28,000	
<b>Evangelical Lutheran Church of the Resurrection</b> 3 Doat Street, Buffalo, NY 14211 <i>Resurrection Village Holistic Community Wellness</i>	49,000	501c3
<b>EHS Inc. (Evergreen Health Services Inc.)</b> 206 South Elmwood Avenue, Buffalo, NY 14201 <i>Basic human needs</i>	10,000	501c3
<b>Explore &amp; More Children's Museum</b> 300 Gleed Avenue, East Aurora, NY 14052 <i>Museum Expansion &amp; Planning</i>	100,000	501c3
<b>Family Help Center Inc.</b> 60 Dingens Street, Buffalo, NY 14206 <i>Children's Center for Success</i>	129,000	501c3
<i>Basic human needs</i>	25,000	
<b>Family Promise of Western New York</b> 13 Glendhu Place, Buffalo, NY 14210 <i>Basic human needs</i>	5,000	501c3
<b>Fellowship Hill Ministries, Inc.</b> Route 39, Box 96, Springville, NY 14141 <i>Basic human needs (Trading Post Community Care Center)</i>	12,500	501c3
<b>First Baptist Church of Newfane</b> 6047 East Avenue, PO Box 66, Newfane, NY 14108 <i>Basic human needs</i>	2,500	501c3
<b>First Hand Learning</b> 2495 Main Street. Ste 556, Buffalo, NY 14214 <i>Science Knowledge Improves Language Learning (SKILL)</i>	94,000	501c3
<b>FISH of East Aurora Inc.</b> 960 Main Street, PO Box 120, East Aurora, NY 14052 <i>Basic human needs</i>	10,000	501c3
<b>Food Bank of WNY</b>		501c3

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91 Holt Street, Buffalo, NY 14206		
<i>Direct Delivery Project</i>	75,000	
<i>Basic human needs</i>	75,000	
<i>Basic human needs</i>	50,000	
<i>Basic human needs (Blackrock/Riverside Pantry)</i>	10,000	
<i>Basic Human Needs (Milk Coupon Program)</i>	20,000	
<b>Fredonia College Foundation</b>	100,000	501c3
138 Fenton Hall, Fredonia, NY 14063		
<i>SUNY Fredonia Technology Incubator project</i>		
<b>Friends of Night People, Inc.</b>	30,000	501c3
394 Hudson Street, Buffalo, NY 14201		
<i>Basic human needs</i>		
<b>Gerard Place Housing Development Fund Company Inc.</b>	12,500	501c3
2515 Bailey Avenue, Buffalo, NY 14215		
<i>Basic human needs</i>		
<b>Goodwill Industries of WNY, Inc.</b>		501c3
1119 William Street, Buffalo, NY 14206		
<i>Mobile Safety Net Team</i>	100,000	
<i>Basic human needs</i>	50,000	
<i>Mobile Safety Net Team Initiative</i>	75,000	
<i>Basic human needs</i>	50,000	
<i>Mobile Safety Net Team</i>	210,855	
<b>Grantmakers Forum of New York, Inc.</b>	5,000	501c3
75 College Avenue, Rochester, NY 14607		
<i>2013 NYS Funders Conference</i>		
<b>Grassroots Gardens of Buffalo Inc.</b>	7,525	501c3
2495 Main Street, Ste 408, Buffalo, NY 14214		
<i>Increase Staff Capacity for Land Conservation in Buffalo</i>		
<b>Greater Works Christian Fellowship</b>	2,500	501c3
210 Southampton Street, Buffalo, NY 14208		
<i>Basic human needs (Outreach Food Pantry and Clothing Closet)</i>		
<b>GROUP Ministries, Inc.</b>		501c3
1333 Jefferson Avenue, Buffalo, NY 14208		
<i>East Side Holistic Community Wellness Coalition</i>	49,000	

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<i>Basic human needs</i>	15,000	
<i>Collaborative McKinley House Program</i>	40,000	
<i>Basic human needs</i>	10,000	
<i>Collaborative McKinley House Program</i>	40,000	
<b>Hallwalls Contemporary Art Center</b>	3,000	
341 Delaware Avenue, Buffalo, NY 14202		
<i>Site specific installations at the 2013 Echo Art Fair at the downtown</i>		
<b>Harvest Hill Foundation, Inc.</b>	21,050	501c3
3052 Transit Road, Orchard Park, NY 14127		
<i>The First Tee of Western New York Board Training/Strategic</i>		
<b>Hauptman-Woodward Medical Research Institute, Inc. (HWI)</b>	220,000	501c3
700 Ellicott Street, Buffalo, NY 14203		
<i>CEO and new projects</i>		
<b>Healthy Community Alliance Inc.</b>	5,500	501c3
1 School Street, Suite 100, Gowanda, NY 14070		
<i>Basic human needs</i>		
<b>Heart, Love &amp; Soul, Inc.</b>	30,000	501c3
939 Ontario Avenue, Niagara Falls, NY 14305		
<i>Basic human needs</i>		
<b>Hearts and Hands: Faith In Action</b>		501c3
50 John Street, Akron, NY 14001		
<i>Organizational capacity</i>	21,500	
<i>Basic human needs</i>	2,000	
<b>Hilbert College</b>	75,000	501c3
5200 South Park Avenue, Hamburg, NY 14075		
<i>Adult Degree Program - B.A. Business Management Degree</i>		
<b>Horizon Health Services</b>	15,000	501c3
3020 Bailey Avenue, 2nd Floor, Buffalo, NY 14215		
<i>Project Hope</i>		
<b>Hull House Foundation</b>	7,500	501c3
5976 Genesee Street, Lancaster, NY 14086		
<i>Hull Home &amp; Farmstead Archaeological Research</i>		

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<b>Independent Health Foundation</b> 511 Farber Lakes Drive, Buffalo, NY 14221 <i>Good for the Neighborhood (GFTN) program</i>	40,000	501c3
<b>Innovative Charitable Initiatives Inc.</b> 1428 Hertel Avenue, Buffalo, NY 14216 <i>North Park Theatre Restoration Project</i>	45,000	501c3
<b>Jacobs Institute Inc.</b> 701 Ellicott Street, Buffalo, NY 14203 <i>Jacobs Institute at Gates Vascular Institute (match)</i>	250,000	501c3
<b>Jewish Family Service of Buffalo and Erie County</b> 70 Barker Street, Buffalo, NY 14209 <i>Electronic Medical Record Implementation</i>	25,000	501c3
<b>Journey's End Refugee Services Inc.</b> 2495 Main Street, Suite 317, Buffalo, NY 14214 <i>Basic human needs</i>	12,500	501c3
<b>Kenmore Mercy Hospital Foundation Inc.</b> 2950 Elmwood Avenue, 6th Floor, Kenmore, NY 14217 <i>New Emergency Room Department</i>	25,000	501c3
<b>Kenmore Presbyterian Church</b> 2771 Delaware Avenue, Kenmore, NY 14217 <i>Basic human needs</i>	2,000	501c3
<b>Leadership Buffalo, Inc.</b> 237 Main Street, Suite 1500, Buffalo, NY 14203 <i>Youth Leadership Erie County Program</i>	10,000	501c3
<b>Little Portion Friary</b> 1305 Main Street, Buffalo, NY 14209 <i>Basic human needs</i>	2,500	501c3
<b>Local Initiatives Support Corporation</b> 70 West Chippewa Street, Ste 604, Buffalo, NY 14202 <i>Sustainable Communities Initiative</i>	250,000	501c3
<b>Locust Street Neighborhood Art Classes</b> 138 Locust Street, Buffalo, NY 14204 <i>Staff for Leadership Succession Plan</i>	50,000	501c3

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<b>Love Inc. of Springville NY (Love In the Name of Christ)</b> 62 East Main Street, Springville, NY 14141 <i>Basic human needs</i>	6,500	501c3
<b>Lt. Col. Matt Urban Human Services Center of WNY</b> 1081 Broadway, Buffalo, NY 14212 <i>Staff and fringe benefits</i> <i>Basic human needs</i>	100,000 27,500	501c3
<b>Lucille Ball-Desi Arnaz Center, Inc.</b> 2 W 3rd Street, Jamestown, NY 14701 <i>Master Plan: National Comedy Center in Train Station</i>	150,000	501c3
<b>Madonna of the Streets, Inc.</b> 325 Walden Avenue, PO Box 448, Buffalo, NY 14215 <i>Basic human needs</i>	12,500	501c3
<b>Martin House Restoration Corp.</b> 143 Jewett Pkwy, Buffalo, NY 14214 <i>Core operations</i>	1,000	501c3
<b>Meals on Wheels Foundation of WNY, Inc.</b> 100 James E. Casey Drive, Buffalo, NY 14206 <i>Basic human needs</i> <i>Basic human needs</i>	25,000 25,000	501c3
<b>Menorah Campus Inc. (Weinberg Campus)</b> 2700 North Forest Road, Getzville, NY 14068 <i>Building Rehabilitation</i>	250,000	501c3
<b>Mental Health Association of Erie County Inc.</b> 999 Delaware Avenue, Buffalo, NY 14209 <i>Mental Health Assoc/Compeer of Greater Buffalo Collaboration</i>	125,000	501c3
<b>Mount St. Mary Academy</b> 3756 Delaware Avenue, Buffalo, NY 14217 <i>BISSNET school</i>	1,000	501c3
<b>MusicalFare Theatre Company Inc.</b> 4380 Main Street, Suite 123, Amherst, NY 14226 <i>Next Stage: MusicalFare's Fdn for the Future</i>	65,000	501c3

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<b><i>Payee Organization / Address/Project Title</i></b>	<b><i>Amount</i></b>	<b><i>Type of Organization</i></b>
<b>National Center for Arts and Technology (NCAT)</b> 1815 Metropolitan Street, Pittsburgh, PA 15233 <i>Planning &amp; implementation for Buffalo Arts &amp; Technology Center</i> <i>Planning &amp; implementation for Buffalo Arts &amp; Technology Center</i> <i>Planning &amp; implementation for Buffalo Arts &amp; Technology Center</i>	50,000 50,000 50,000	501c3
<b>The National Federation for Just Communities of WNY</b> 360 Delaware Avenue, Ste 106, Buffalo, NY 14202 <i>Institute for Equity in Education (IEE) Research Trip</i>	2,400	501c3
<b>Native American Community Services of Erie and Niagara Counties</b> 1005 Grant Street, Buffalo, NY 14207 <i>Basic human needs</i>	20,000	501c3
<b>The Nativity Miguel Middle School of Buffalo</b> 21 Davidson Avenue, Buffalo, NY 14215 <i>Strategic Plan</i>	10,500	501c3
<b>The Nature Conservancy, Central &amp; Western New York Chapter</b> 1048 University Avenue, Rochester, NY 14607 <i>Safeguarding New York's Great Lakes for People and Nature</i>	32,500	501c3
<b>Network of Religious Communities</b> 1272 Delaware Avenue, Buffalo, NY 14209 <i>Basic human needs (Food for All Program)</i>	25,500	501c3
<b>New York Community Fund</b> 909 3rd Avenue, 22nd Floor, NY, 10022 <i>Arts &amp; Culture Research Pooled Fund for the Cultural Data Project</i>	25,000	501c3
<b>Niagara 1812 Bicentennial Legacy Council Corporation</b> 3647 Checkered Tavern Rd, Lockport, NY 14094 <i>Personnel for the Bicentennial of the War of 1812</i>	30,000	501c3
<b>The Niagara Arts &amp; Cultural Center</b> 1201 Pine Avenue, Niagara Falls, NY 14301 <i>General operating</i>	15,000	501c3
<b>Niagara Community Action Program, Inc.</b> 1521 Main Street, Niagara Falls, NY 14305 <i>Basic human needs</i>	20,000	501c3

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<b>Niagara County Historical Society, Inc.</b> 215 Niagara Street, Lockport, NY 14094 <i>The History Center Capacity Building</i>	22,000	501c3
<b>Niagara Hospice, Inc.</b> 4675 Sunset Drive, Lockport, NY 14094 <i>First Choice Health/Niagara Hospice</i>	250,000	501c3
<b>Niagara University</b> CFR Office, Clet Hall; Rm 2205, Niagara University, NY 14109 <i>B. Thomas Golisano Science Center Building</i>	400,000	501c3
<b>Nichols School</b> 1250 Amherst Street, Buffalo, NY 14214 <i>JROF Scholarship Commitment Award</i> <i>BISSNET school</i>	5,000 1,000	501c3
<b>Nickel City Opera Inc.</b> 3015 Genesee Street, Cheektowaga, NY 14225 <i>Amahl and The Night Visitors for Kids Presentation</i>	5,000	501c3
<b>Nonprofit Information Networking Association (NPQ)</b> 112 Water Street, Ste 400, Boston, MA 02109 <i>NPQ sponsorship</i>	5,000	501c3
<b>Northwest Buffalo Community Health Care Center Inc.</b> 155 Lawn Avenue, Buffalo, NY 14207 <i>Renovations and expansion to Neighborhood Health Center</i>	325,000	501c3
<b>Old First Ward Community Association</b> 62 Republic Street, Buffalo, NY 14204 <i>Basic human needs</i>	7,500	501c3
<b>Old Time Baptist Church</b> 6790 Gowanda State Rd, PO Box 120, Hamburg, NY 14075 <i>Basic human needs</i>	2,500	501c3
<b>Partnership For The Public Good, Inc.</b> 237 Main Street, Ste 1200, Buffalo, NY 14203 <i>Youth Week Coordinator and local artists programming</i>	5,000	501c3
<b>Pathways Christian Fellowship</b> 194 Walnut Street, East Aurora, NY 14052 <i>Basic human needs</i>	5,000	501c3

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<b>Police Athletic League Of Buffalo Inc.</b> 65 Niagara Square, 21st Floor, Buffalo, NY 14202 <i>Buffalo Peacemakers</i>	50,000	501c3
<b>Potters House Christian Community Church</b> 723 7th Street, Niagara Falls, NY 14301 <i>Basic human needs</i>	2,500	501c3
<b>P2 Collaborative of Western New York, Inc.</b> 355 Harlem Road Bldg C, 2nd Flr, West Seneca, NY 14224 <i>Creating A Healthier Niagara Falls Strategic Plan</i>	20,000	501c3
<b>People United for Sustainable Housing, Inc. (PUSH)</b> 271 Grant Street, Buffalo, NY 14213 <i>West Side Revitalization Project</i>	149,600	501c3
<b>Read to Succeed Buffalo Inc.</b> 392 Pearl Street, Buffalo, NY 14202 <i>Buffalo Operating Fund</i>	165,000	501c3
<b>The Rehabilitation Foundation Inc.</b> 1439 Buffalo Street, Olean, NY 14760 <i>Electronic medical records system</i>	150,000	501c3
<b>The Resource Center, Inc.</b> 200 Dunham Avenue, Jamestown, NY 14701 <i>The Resource Center &amp; Heritage Centers Partnership</i>	63,000	501c3
<b>Road Less Traveled Productions Ltd.</b> P.O. BOX 542, Buffalo, NY 14205 <i>Staff</i>	20,000	501c3
<b>Roswell Park Alliance Foundation</b> Elm & Carlton Streets, Buffalo, NY 14263 <i>General operating</i>	1,000	501c3
<i>African American women and guests to attend the movie premiere</i> <i>"Decoding of Annie Parker"</i>	3,000	
<i>WNY Robotic Surgical Center</i>	236,070	
<b>Roycroft Campus Corporation (RCC)</b> 31 South Grove Street, East Aurora, NY 14052 <i>Operating and Capacity-Building</i>	150,000	501c3



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<b>The Salvation Army of Buffalo NY</b>		501c3
960 Main Street, Buffalo, NY 14202		
<i>Basic human needs</i>	25,000	
<i>Basic human needs</i>	25,000	
<b>Seneca Babcock Community Association, Inc.</b>	7,500	501c3
1168 Seneca Street, Buffalo, NY 14210		
<i>Basic human needs</i>		
<b>Society of Architectural Historians</b>	10,000	501c3
1365 N. Astor Street, Chicago, IL. 60610		
<i>2013 Annual Conference in Buffalo</i>		
<b>Society of St. Vincent de Paul</b>	20,000	501c3
1298 Main Street, Buffalo, NY 14209		
<i>Basic human needs</i>		
<b>Special Olympics New York Inc.</b>	25,000	501c3
504 Balltown Road, Schenectady, NY 12304		
<i>Healthy Communities Program</i>		
<b>The Springville Center for the Arts Inc.</b>	90,000	501c3
PO Box 62, Springville, NY 14141		
<i>5 East Main &amp; Education Expansion</i>		
<b>St. Adalbert's Response to Love Center</b>		501c3
130 Kosciuszko Street, Buffalo, NY 14212		
<i>Elevator for expansion of Center</i>	50,000	
<i>Elevator for expansion of Center</i>	200,000	
<i>Basic human needs</i>	25,000	
<b>St. Bonaventure University</b>	150,000	501c3
326 West State Road, St. Bonaventure, NY 14778		
<i>Strategic Plan</i>		
<b>St. David's Episcopal Church</b>	5,000	501c3
156 Bellwood Avenue, West Seneca, NY 14224		
<i>Basic human needs (W. Seneca Community Cupboard)</i>		
<b>St. John the Baptist Church</b>		501c3
160 Chestnut Street, Lockport, NY 14094		
<i>Erie Canal 2013 Workcamp</i>	12,000	
<i>Basic human needs (Outreach Center)</i>	25,000	

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<b>University at Buffalo Foundation, Inc.</b> P.O. Box 900, Buffalo, NY 14226 <i>Arts in Healthcare Initiative</i>	40,000	501c3
<b>University at Buffalo Regional Institute</b> The State University of NY, UB Downtown Gateway, 77 Goodell Street, Suite 302, Buffalo, NY 14203 <i>Strengthening WNY's Safety Net- Addendum</i>	48,500	501c3
<b>The Valley Community Association</b> 93 Leddy Street, Buffalo, NY 14210 <i>Basic human needs</i>	12,500	501c3
<b>Veterans One-Stop Center of WNY Inc.</b> 1416 Main Street, Buffalo, NY 14209 <i>Initial operations</i>		501c3
<i>Initial operations</i>	50,000	
240 Pine Ridge Road, Buffalo, NY 14225	50,000	
<i>Strengthening Services and Technology for Student Success</i>	15,000	
<i>Strengthening Services and Technology for Student Success</i>	22,593	
<i>Basic human needs (Sister Mary Josett Pantry)</i>	5,500	
<b>Vive La Casa</b> 50 Wyoming Avenue, Buffalo, NY 14215 <i>Pathway to Freedom Renovation</i>		501c3
<i>Basic human needs</i>	140,000	
	20,000	
<b>VOICE Buffalo Inc.</b> 345 Franklin Street, Buffalo, NY 14202 <i>Develop an institutional back office partnership between VOICE- Buffalo and Niagara Organizing Alliance for Hope (NOAH)</i>	35,000	501c3
<b>Wellness Institute Of Greater Buffalo &amp; Western New York Inc.</b> 65 Niagara Square, Room 607, Buffalo, NY 14202 <i>Young Adults Environmental Leadership Program</i>	10,000	501c3
<b>Western New York Book Arts Collaborative</b> 468 Washington Street, Buffalo, NY 14203 <i>Elevator</i>	20,000	501c3
<b>Western New York Consortium of Higher Education</b> Bryant Stratton College, 2410 N. Forest Road, Suite 101 Getzville, NY 14068	175,000	501c3

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<i>WNY Consortium of Higher Education</i>		
<b>Western New York Grantmakers Association</b> P.O Box 1333, Buffalo, NY 14205 <i>National speaker Heather McLeod Grant for Grantmaker/Grantseeker</i>	2,500	501c3
<b>Western New York Land Conservancy Inc.</b> 11663 Old Strykersville Road, East Aurora, NY 14052 <i>Mill Road Scenic Overlook project</i>	75,000	501c3
<b>Western New York Law Center, Inc.</b> 237 Main Street, Ste 1130, Buffalo, NY 14203 <i>Consumer Legal Advice and Resource Office (CLARO) Program</i>	50,000	501c3
<b>Western New York United Against Drug &amp; Alcohol Abuse, Inc.</b> 1195 Niagara Street, Buffalo, NY 14213 <i>Ripple Effects Collaborative</i>	54,230	501c3
<b>Western New York Veterans Housing Coalition, Inc.</b> 1416 Main Street, Buffalo, NY 14209 <i>Basic human needs</i>	12,000	501c3
<b>Westminster Foundation</b> 465 Main Street, Suite 510, Buffalo, NY 14203 <i>Early Childhood Education Center</i> <i>Early Childhood Education Center</i> <i>Early Childhood Education Center</i>	 250,000 250,000 250,000	501c3
<b>Westside Ministries Inc.</b> 301 14th Street, Buffalo, NY 14213 <i>Isaiah 61 Project</i>	67,000	501c3
<b>WNY Heroes, Inc.</b> 2809 Wehrle Drive, Suite 8, Williamsville, NY 14221 <i>General operating</i>	250	501c3
<b>YMCA Buffalo Niagara</b> 301 Cayuga Road, Suite 100, Buffalo, NY 14225 <i>Capital facility improvements to three YMCA branches in underserved communities</i>	100,000	501c3

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<b>Young Audiences of Western New York Inc.</b> 1 Lafayette Square, Buffalo, NY 14203 <i>Most-at-Risk Program</i>	60,000	501c3
<b>The Young Women's Christian Association Of Niagara Incorporate</b> 32 Cottage Street, Lockport, NY 14094 <i>Carolyn's House "Carolyn's Crew Catering" Expansion</i> <i>Basic human needs</i>	40,000 5,500	501c3
<b>YWCA of the Tonawanda's</b> 49 Tremont Street, North Tonawanda, NY 14120 <i>Basic human needs</i>	5,500	501c3
<b>Grand Total</b>	<b>17,428,029</b>	

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<b>Buffalo Fine Arts Academy (Albright-Knox Art Gallery)</b> 1285 Elmwood Avenue, Buffalo, NY 14222	
<i>Stipend for artists to present art work for exhibit @ Buffalo's AK Innovation Lab</i>	\$ 5,000 75,000
<b>BISSNET, Inc.</b> 12 Acheson Annex, U.B. South Campus, Buffalo, NY 14214	
<i>Scholarship program Operating support</i>	80,485 131,000
<b>Boys and Girls Club of Holland Inc.</b> 51 South Main Street, Holland, NY 14080	
<i>Expansion and Relocation of the Holland Boys and Girls Club</i>	50,000
<b>Buffalo &amp; Erie County Botanical Gardens Society</b> 2655 South Park Avenue, Buffalo, NY 14218	
<i>Educational programs &amp; horticultural exhibit offerings and consultant to update strategic plan</i>	50,000
<b>Buffalo Arts &amp; Technology Center</b> Artspace, 1221 Main Street, Buffalo, NY 14209	
<i>Site build out &amp; operating support</i>	1,100,000
<b>Buffalo First Inc.</b> 910 Main Street, Buffalo, NY 14202	
<i>Get the Rust Out: Shining Examples for a New Economy</i>	10,000
<b>Buffalo &amp; Erie County Historical Society</b> One Museum Court, Buffalo, NY 14216	
<i>Registrar staff position &amp; revitalization of the Native American Gallery</i>	41,600
<b>Buffalo Museum of Science</b> 1020 Humboldt Pkwy, Buffalo, NY 14211	
<i>Science Studio Project</i>	750,000
<b>Buffalo Niagara Partnership Foundation</b> 665 Main Street, Suite 200, Buffalo, NY 14203	
<i>CanAm Business Development</i>	70,000
<b>Buffalo Olmsted Parks Conservancy, Inc.</b> Parkside Lodge, 84 Parkside Avenue, Buffalo, NY 14214	
<i>Olmsted Parks Financial Stability Initiative</i>	200,000
<b>Buffalo Prep</b> 18 Acheson Annex, UB. Buffalo, NY 14214	
<i>Rising to Distinction</i>	235,000

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<b>Buffalo Public Schools Foundation</b> P.O. Box 876, Buffalo, NY 14201 <i>Magic Penny Implementation</i>	\$ 16,041
<b>Buffalo Scholastic Rowing Association Inc.</b> 120 West Tupper, Suite 201, Buffalo, NY 14201 <i>Expansion - Buffalo River Rowing Center</i>	125,000
<b>Buffalo State College Foundation</b> 1300 Elmwood Avenue, Buffalo, NY 14222 <i>Social Enterprise Center</i>	41,798
<b>Buffalo Zoological Gardens</b> 300 Parkside Avenue, Buffalo, NY 14214 <i>Polar Bear Habitat</i>	500,000
<b>The Burchfield-Penney Art Center</b> 1300 Elmwood Avenue, Buffalo, NY 14222 <i>WNY Arts Legacy Project</i>	90,000
<b>Cantalician Foundation Inc.</b> 2049 George Urban Blvd, Depew, NY 14043 <i>Western New York Cantalician Academic Campus</i>	250,000
<b>CenterSpace, Inc.</b> c/o Jaeckle Fleischmann & Muegel LLP Fleischmann & Muegel LLP Avant Bldg., Suite 900, 200 Delaware Ave, Buffalo, NY 14202 <i>Program Related Investment to support Center SPACE Buffalo</i>	500,000
<b>Child &amp; Adolescent Treatment Services (CATS)</b> Airport Commerce Park, 301 Cayuga Rd, Suite 200, Cheektowaga, NY 14225 <i>"Building Brighter Futures" (BBF) After School program</i>	75,000
<b>Coalition for Economic Justice Inc.</b> 237 Main Street, Suite 1200, Buffalo, NY 14203 <i>Grassroots Institute for Fundraising Training (GIFT) Workshop</i>	5,000
<b>Colored Musicians Club of Buffalo, Inc.</b> 145 Broadway, Buffalo, NY 14203 <i>Ivories &amp; Legacies</i>	5,000
<b>Community Connections of NY Inc.</b> 567 Exchange Street, Suite 201, Buffalo, NY 14210 <i>GetSet capacity building initiative</i>	150,000
<b>Community Foundation for Greater Buffalo</b> Larkin at Exchange, 726 Exchange Street, Suite 525, Buffalo, NY 14210 <i>Fund for the Arts - General Arts Programming</i>	75,000

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<b>Community Missions of Niagara Frontier, Inc.</b> 1570 Buffalo Avenue, Niagara Falls, NY 14303 <i>Technology Implementation Match</i>	\$ 30,000
<b>Consumer Credit Counseling Service of Buffalo Inc.</b> 40 Gardenville Pkwy, West Seneca, NY 14224 <i>Niagara County Financial Literacy Coalition</i>	22,500
<b>The Dale Association, Inc.</b> 33 Ontario Street, Lockport, NY 14094 <i>Strategic planning, leadership transition and organizational sustainability</i>	20,000
<b>Developmental Disabilities Alliance of WNY</b> 7 Community Drive, Cheektowaga, NY 13115 <i>Summit on Employment of Individuals with Developmental Disabilities</i>	3,750
<b>Erie County Medical Center (ECMC)</b> 463 Grider Street, Buffalo, NY 14215 <i>ECMC Regional Center for Excellence for Transplantation &amp; Kidney Care</i>	800,000
<b>Erie County SPCA</b> 205 Ensinger Road, Tonawanda, NY 14150 <i>"Raise the Roof" capital campaign to build a new facility in West Seneca</i>	125,000
<b>Food Bank of WNY</b> 91 Holt Street, Buffalo, NY 14206 <i>Direct Delivery Project</i>	150,000
<b>Goodwill Industries of WNY, Inc.</b> 1119 William Street, Buffalo, NY 14206 <i>Mobile Safety Net Team</i>	421,710
<b>Grassroots Gardens of Buffalo Inc.</b> 2495 Main Street, Suite 408, Buffalo, NY 14214 <i>Increasing Staff Capacity for Land Conservation in Buffalo</i>	7,525
<b>Hearts and Hands: Faith In Action</b> 50 John Street, Akron, NY 14001 <i>Organizational capacity</i>	15,000
<b>Heritage Centers Inc.</b> 101 Oak Street, Buffalo, NY 14202 <i>A Campaign for the Heritage Education Program's Maryvale Campus</i>	650,000
<b>Hilbert College</b> 5200 South Park Avenue, Hamburg, NY 14075 <i>Adult Degree Program -- B.A. Business Management Degree</i>	75,000

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<b>Hospice Foundation of WNY, Inc.</b> 225 Como Park Blvd, Cheektowaga, NY 14227 <i>Hospice Buffalo Inpatient Care Expansion and Clinical Building Renovation</i>	\$ 500,000
<b>Hull House Foundation</b> 5976 Genesee Street, Lancaster, NY 14086 <i>Hull Home &amp; Farmstead Archaeological Research</i>	7,500
<b>Jacobs Institute Inc.</b> 875 Ellicott Street, 5th Floor, Buffalo, NY 14203 <i>Build out of the Jacobs Institute at the Gates Vascular Institute</i>	250,000
<b>Kaleida Health Foundation</b> Larkin at Exchange, 726 Exchange Street, Suite 522, Buffalo, NY 14210 <i>Global Vascular Institute</i> <i>General operating funds</i>	4,000,000 10,000,000
<b>Launch New York Inc.</b> Center of Excellence, 701 Ellicott Street, B2-125, Buffalo, NY 14203 <i>Regional Entrepreneurship Action Plan (REAP) initiative</i>	288,000
<b>Locust Street Neighborhood Art Classes</b> 138 Locust Street, Buffalo, NY 14204 <i>Staff for Leadership Succession Plan</i>	50,000
<b>Lt. Col. Matt Urban Human Services Center of WNY</b> 1081 Broadway, Buffalo, NY 14212 <i>Buffalo Community Center Joint Venture</i> <i>Staff and fringe benefits</i>	125,000 100,000
<b>Massachusetts Avenue Project (MAP)</b> 271 Grant Street, Buffalo, NY 14213 <i>Repairs and upgrades to the Aquaponics Greenhouse</i>	5,400
<b>National Center for Arts and Technology (NCAT)</b> 1815 Metropolitan Street, Pittsburgh, PA 15233 <i>Planning &amp; implementation to launch the Buffalo Arts &amp; Technology Center</i>	300,000
<b>National Center for Missing &amp; Exploited Children - New York Branch</b> 680 Main Street, Suite 204, Buffalo, NY 14202 <i>WNY Region Prevention, Training and Technical Assistance Institute</i>	58,000
<b>Native American Community Services of Erie and Niagara Counties Inc.</b> 1005 Grant Street, Buffalo, NY 14207 <i>Shared position (marketing/event planning) with YWCA of WNY</i> <i>Core operations improvement activities</i>	30,000 82,569



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<b>Niagara 1812 Bicentennial Legacy Council Corporation</b> 3647 Checkered Tavern Road, Lockport, NY 14094 <i>Personnel for the Bicentennial of the War of 1812</i>	\$ 30,000
<b>Niagara Falls Memorial Medical Center</b> 621 Tenth Street, Niagara Falls, NY 14302 <i>Cardiac/ Stroke Care Center</i>	750,000
<b>Niagara University</b> CFR Office, Clet Hall, P.O. Box 2008, Niagara Univ, NY 14109 <i>B. Thomas Golisano Science Center Building Grant</i>	1,600,000
<b>The Outsource Center for Human Services</b> 1649 Fillmore Avenue, Buffalo, NY 14211 <i>Initial services focused on executive director and board training</i>	37,806
<b>Partnership For The Public Good, Inc.</b> 237 Main Street, Suite 1200, Buffalo, NY 14203 <i>Annual Convening Neighborhood Funders Group (NFG) 2013 Conference</i>	1,000
<b>Police Athletic League Of Buffalo Inc.</b> 65 Niagara Street, 21st Floor, Buffalo, NY 14202 <i>Buffalo Peacemakers</i>	150,000
<b>People United for Sustainable Housing, Inc. (PUSH)</b> 271 Grant Street, Buffalo, NY 14213 <i>West Side Revitalization Project</i>	163,000
<b>Read to Succeed Buffalo Inc.</b> 392 Pearl Street, Buffalo, NY 14202 <i>Read to Succeed Buffalo Operating Fund</i>	330,000
<b>Roswell Park Alliance Foundation</b> Elm & Carlton Streets, Buffalo, NY 14263 <i>"Making Room to Save Lives"</i>	2,000,000
<b>The Salvation Army of Buffalo NY</b> 960 Main Street, Buffalo, NY 14202 <i>Core Operations</i>	100,000
<b>The Salvation Army of Lockport NY</b> 50 Cottage Street, Lockport, NY 14094 <i>Raising Hope - Changing Lives Capital Campaign</i>	200,000
<b>The Springville Center for the Arts Inc.</b> P.O. Box 62, Springville, NY 14141 <i>5 East Main &amp; Education Expansion</i>	60,000

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<b>St. Adalbert's Response to Love Center</b> 130 Kosciuszko Street, Buffalo, NY 14212 <i>Elevator Project</i>	\$ 89,000
<b>St. Bonaventure University</b> 3261 West State Rd, St. Bonaventure, NY 14778 <i>Strategic Alliance Partnership Project with Hilbert College</i>	100,000
<b>Trinity Lutheran Church</b> 4809 South Newstead Road, Akron, NY 14001 <i>Newstead Food Pantry</i>	5,000
<b>University at Buffalo Foundation, Inc.</b> P. O. Box 900, Buffalo, NY 14226 <i>Development of computational biology and the Bioinformatics Hub</i> associated with the Global Vascular Institute & The Ctr. for Clinical Translational Research Ctr.	425,000
<i>UB School of Medicine and Biomedical Sciences located on the BNMC</i>	5,000,000
<i>University at Buffalo/Roswell Park Cancer Institute Collaboration Planning</i>	75,000
<i>Arts in Healthcare Initiative</i>	80,000
<b>University of Rochester</b> 2-306 Carol Simon Hall, Box 270100, Rochester, NY 14627 <i>Scholarships to attend Simon School of Rochester (BISSNET scholarship)</i>	50,000
<b>Veterans One-Stop Center of WNY Inc.</b> 1416 Main Street, Buffalo, NY 14209 <i>Initial operations</i>	200,000
<b>Villa Maria College of Buffalo</b> 240 Pine Ridge Road, Buffalo, NY 14225 <i>Strengthening Services and Technology for Student Success</i>	22,593
<b>Weinberg Campus</b> 2700 North Forest Rd, Getzville, NY 14068 <i>Building Rehabilitation</i>	250,000
<b>Wellness Institute Of Greater Buffalo &amp; Western New York Inc.</b> 65 Niagara Square, Room 607, Buffalo, NY 14202 <i>Buffalo CarShare - shared staff position and a match for commercial support</i>	107,500
<b>Western New York Consortium of Higher Education</b> Bryant Stratton College, 2410 N. Forest Rd, Suite 101, Getzville, NY 14068 <i>WNY Consortium of Higher Education</i>	325,000
<b>Western New York Law Center, Inc.</b> 237 Main Street, Suite 1130, Buffalo, NY 14203 <i>Consumer Legal Advice and Resource Office (CLARO) Program</i>	50,000

**The John R. Oishei Foundation  
2013 Summary of Future Payments  
EIN:16-0874319  
YEAR ENDED DECEMBER 31, 2013  
TAB D**

<u><b>Pavee Organization /Address/Project Title</b></u>	<u><b>Future</b></u>
<b>Western New York United Against Drug &amp; Alcohol Abuse, Inc.</b> 1195 Niagara Street, Buffalo, NY 14213 <i>Ripple Effects Collaborative</i>	\$ 54,230
<b>Westside Ministries Inc.</b> 301 14th Street, Buffalo, NY 14213 <i>Isaiah 61 Project</i>	133,000
<b>YMCA Buffalo Niagara</b> 301 Cayuga Rd, Suite 100, Buffalo, NY 14225 <i>Capital facility improvements to three YMCA branches in underserved</i>	100,000
<b>Young Audiences of Western New York Inc.</b> 1 Lafayette Street, Buffalo, NY 14203 <i>Most-at-Risk Program</i>	40,000
<b>TOTAL: FUTURE GRANT PAYMENTS</b>	<b>\$ 35,276,007</b>