



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.

Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation CHARLES E BURCHFIELD FOUNDATION INC C/O BLAIR & ROACH LLP		A Employer identification number 16-6073522	
Number and street (or P O box number if mail is not delivered to street address) 2645 SHERIDAN DR		B Telephone number (see instructions) (716) 834-9181	
City or town, state or province, country, and ZIP or foreign postal code TONAWANDA, NY 14150		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☐ \$ 2,372,491		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	93,468	93,468	93,468	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	10,401			
	b Gross sales price for all assets on line 6a 356,624				
	7 Capital gain net income (from Part IV , line 2) . . .		10,401		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances 115,000				
	b Less Cost of goods sold 70,250				
	c Gross profit or (loss) (attach schedule)	44,750		44,750	
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	148,619	103,869	138,218	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	30,000		7,500	22,500
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	3,583		896	2,687
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,469	1,469		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	14,322		3,581	10,741
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,018		255	763
	24 Total operating and administrative expenses. Add lines 13 through 23	50,392	1,469	12,232	36,691
	25 Contributions, gifts, grants paid	201,000			201,000
	26 Total expenses and disbursements. Add lines 24 and 25	251,392	1,469	12,232	237,691
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-102,773			
	b Net investment income (if negative, enter -0-)		102,400		
	c Adjusted net income (if negative, enter -0-)			125,986	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	4		
	2	Savings and temporary cash investments	60,023	21,988	21,988
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____	29,000		
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use	1,192,626	1,187,376	1,187,376
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	384,768	 57,939	58,732
	c	Investments—corporate bonds (attach schedule).	343,843	 511,752	498,453
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	471,798	 600,234	605,942
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,482,062	2,379,289	2,372,491
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	2,482,062	2,379,289	
	30	Total net assets or fund balances (see page 17 of the instructions)	2,482,062	2,379,289	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,482,062	2,379,289	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	2,482,062
2	Enter amount from Part I, line 27a	2	-102,773
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	2,379,289
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,379,289

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)
1a	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

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

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	10,401
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	-1,735

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	107,816	2,453,373	0 043946
2011	120,767	2,375,347	0 050842
2010	180,357	2,234,210	0 080725
2009	160,564	2,111,718	0 076035
2008	139,947	2,160,880	0 064764

2	Total of line 1, column (d).	2	0 316312
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 063262
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	2,422,617
5	Multiply line 4 by line 3.	5	153,260
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,024
7	Add lines 5 and 6.	7	154,284
8	Enter qualifying distributions from Part XII, line 4.	8	237,691

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 VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	1,024
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	
3	Add lines 1 and 2.	3	1,024
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,024
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	
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	
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	23
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,047
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . .	10	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax Refunded	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>			
c	Did the foundation file Form 1120-POL for this year?.	1c		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) NY _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of JOHN P DEE Telephone no (716) 834-9181 Located at 2465 SHERIDAN DR 2465 SHERIDAN DR TONAWANDA NY ZIP+4 14150			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here	15		
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?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?		Yes	No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?		Yes	No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		Yes	No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?		Yes	No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?		Yes	No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).		Yes	No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
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		
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?		Yes	No
	If "Yes," list the years 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?		Yes	No
b	If "Yes," did it have excess business holdings in 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.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

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)? (see instructions).

Yes

No

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes

No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

Yes

No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

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

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

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

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 GRANT PAID TO BURCHFIELD PENNEY ART CENTER AT BUFFALO STATE COLLEGE, 1300 ELMWOOD AVENUE, BUFFALO, NY 14222 FOR OPERATIONS	200,000
2 GRANT PAID TO CALIFORNIA STATE PARKS PROTECTION FUND, 1416 9TH STREET, SACRAMENTO, CA 95814 FOR OPERATIONS	1,000
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,216,589
b	Average of monthly cash balances.	1b	55,545
c	Fair market value of all other assets (see instructions).	1c	1,187,376
d	Total (add lines 1a, b, and c).	1d	2,459,510
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	2,459,510
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	36,893
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,422,617
6	Minimum investment return. Enter 5% of line 5.	6	121,131

Part XI

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	121,131
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	1,024
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,024
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	120,107
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	120,107
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	120,107

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	237,691
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	237,691
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	1,024
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	236,667
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
1 Distributable amount for 2013 from Part XI, line 7				120,107
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				139,947
b From 2009.				160,564
c From 2010.				180,357
d From 2011.				120,767
e From 2012.				
f Total of lines 3a through e.	601,635			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 237,691				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	237,691			
d Applied to 2013 distributable amount.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	120,107			120,107
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	719,219			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .	19,840			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	699,379			
10 Analysis of line 9				
a Excess from 2009. . . .				160,564
b Excess from 2010. . . .				180,357
c Excess from 2011. . . .				120,767
d Excess from 2012. . . .				
e Excess from 2013. . . .				237,691

Part XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

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

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

JOHN P DEE
2645 SHERIDAN DRIVE
TONAWANDA, NY 14150
(716) 834-9181

b

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

LETTER FORM

c

Any submission deadlines

NONE

d

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

NONE

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

Form **990-PF** (2013)

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
25,000 AMERIPRISE FINL 7 518	P	2011-11-03	2013-11-13
45,000 AMEX 5 5	P	2009-06-18	2013-04-16
1,050 CITIGROUP CAP VII 7 125	P	2011-12-12	2013-04-16
500 CLEARBRIDGE ENERGY MLP FD	P	2010-06-24	2013-06-19
9 CLEARBRIDGE ENERGY MLP FD	P	2010-08-27	2013-06-19
1,000 GLOBAL X SUPERDIV ETF	P	2012-04-30	2013-06-19
200 GLOBAL X SUPERDIV ETF	P	2012-05-15	2013-06-19
45,000 JP MORGAN CHASE 5 75	P	2009-03-04	2013-01-02
1,000 JP CHASE CAP XI 5 875	P	2010-08-03	2013-05-08
3,000 MS AUTOCALL RIG	P	2012-02-27	2013-03-11
1,000 PIMCO DYNAMIC INCOME FD	P	2012-05-24	2013-06-19
1,000 PUBLIC STORAGE 5 75%	P	2012-06-13	2013-06-19
1,500 BLACKSTONE GSO SRTT CR FD	P	2012-09-25	2013-06-19
2,200 CFI ELKS LVS 11 5	P	2012-07-30	2013-02-21
500 CLEARBRIDGE ENERGY MLP FD	P	2013-04-16	2013-06-19

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
27,294		25,878	1,416
45,000		45,000	
26,250		25,878	372
13,379		8,624	4,755
242		154	88
21,714		22,429	-715
4,343		4,349	-6
45,000		43,876	1,124
25,000		24,840	160
30,000		30,000	
28,807		25,000	3,807
24,102		25,984	-1,882
27,097		29,868	-2,771
22,000		20,604	1,396
13,379		13,739	-360

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,416
			372
			4,755
			88
			-715
			-6
			1,124
			160
			3,807
			-1,882
			-2,771
			1,396
			-360

Form 990PF Part VIII Line 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
C ARTHUR BURCHFIELD  37 SCHYLER DRIVE POUGHKEEPSIE, NY 12603	PAST PRES 0 00	7,000	0	0
VIOLET P BURCHFIELD  37 SCHYLER DRIVE POUGHKEEPSIE, NY 12603	DIRECTOR 1 00	5,000	0	2,406
JAMES M BURCHFIELD  3 SUNRISE ROAD CAMBRIDGE, VT 05444	PRES & DIR 1 00	6,000	0	1,763
NANCY BURCHFIELD CLARK  15 BREAKERS ISLE DANA POINT, CA 92629	DIRECTOR 1 00	4,000	0	10,152
LAURA J BURCHFIELD  3 SUNRISE ROAD CAMBRIDGE, VT 05444	DIRECTOR 1 00	4,000	0	0
JAMES P MUSTAIN  75 SOUTHGATE DRIVE TROY, MO 63379	SEC & DIR 1 00	4,000	0	0

TY 2013 Compensation Explanation**Name:** CHARLES E BURCHFIELD FOUNDATION INC

C/O BLAIR & ROACH LLP

EIN: 16-6073522

Person Name	Explanation
C ARTHUR BURCHFIELD	
VIOLET P BURCHFIELD	
JAMES M BURCHFIELD	
NANCY BURCHFIELD CLARK	
LAURA J BURCHFIELD	
JAMES P MUSTAIN	

TY 2013 Investments Corporate Bonds Schedule

Name: CHARLES E BURCHFIELD FOUNDATION INC
C/O BLAIR & ROACH LLP

EIN: 16-6073522

Name of Bond	End of Year Book Value	End of Year Fair Market Value
45,000 AMERICAN EXPRESS BAN		
25,000 AMERIPRISE FINL		
45,000 CENTURYTEL INC 6.875%	47,584	41,400
69,000 GOLDMAN SACHS CAP I 6.345%	61,624	69,621
19,000 INTL BUSINESS MACHINES CORP	24,706	23,154
45,000 JP MORGAN CHASE & CO		
25,000 PNC FINANCIAL	24,381	26,013
22,000 SOUTHER CAL EDISON 6.25%	22,821	22,770
45,000 WISCONSIN ENERGY CORP 6.25%	47,469	46,406
25,000 ENTERPRISE PRODUCTS 7.034%	28,131	27,625
1200 COUNTRYWIDE CAP V	29,533	30,420
2000 JPM CHASE CAP XXIX	51,500	50,640
800 ARES CAPITAL CORP 7.75%	20,392	20,248
1200 MAIDEN HOLDINGS NORTH	31,454	28,320
800 RAYMOND JAMES FINL	21,289	20,000
800 TEXAS CAPITAL BANCSHARES	20,841	16,832
1000 MERRILL LYNCH TR	23,770	25,160
975 QWEST CORP 7.5%	24,703	22,844
1250 ENTERGY LOUISIANA 5.25%	31,554	27,000

**TY 2013 Investments Corporate
Stock Schedule**

Name: CHARLES E BURCHFIELD FOUNDATION INC
C/O BLAIR & ROACH LLP

EIN: 16-6073522

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1000 SHS MERRILL LYNCH TR P/S		
1200 SHS COUNTRYWIDE CAP V P/S		
1000 SHS JP MORGAN CHASE CAP XI P/S		
2000 SHS JPM CHASE CAP XXIX P/S		
1000 SHS PARTNERRE LTD 7.25% P/S	26,289	25,300
1000 SHS PUBLIC STORAGE 5.75% P/S		
800 SHS ARES CAPITAL CORP 7.75% P/S		
1050 SHS CITIGROUP CAP VII 7.125%P/S		
1200 SHS FIRST NIAGARA 8.625% P/S	31,650	33,432
975 SHS QWEST CORP 7.5% P/S		
2200 SHS LAS VEGAS SANDS		
1200 SHS MAIDEN HOLDINGS NORTH		
800 SHS RAYMOND JAMES FINL		
1000 SHS ENTERGY LOUISIANA 5.25%		

TY 2013 Investments - Other Schedule**Name:** CHARLES E BURCHFIELD FOUNDATION INC

C/O BLAIR & ROACH LLP

EIN: 16-6073522

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ALLIANCEBERNSTEIN HIGH INC FND	AT COST	49,931	52,266
BLACKSTONE/GSO STRAT CREDIT FD	AT COST		
1,900 BROOKFIELD GLBL INC FND	AT COST	37,262	37,563
CLEARBRIDGE ENERGY MLP FD INC	AT COST		
4,300 EATON VANCE TAX MGD DIV EQ FND	AT COST	37,127	43,000
GLOBAL X SUPERDIVIDEND EFT	AT COST		
MS CONTINGENT 10.5%/RIG	AT COST		
2,534 NUVEEN BUILD AMER BD OPP FND	AT COST	50,632	49,228
1,000 PIMCO DYNAMIC INC FD	AT COST	25,000	29,130
2,000 PIMCO DYNAMIC CREDIT INC FD	AT COST	50,000	44,960
1,128 PRUDENTIAL SHRT DUR HIGH YL FD	AT COST	22,544	19,621
TRANSPARENT VL LRG CAP MKT	AT COST	78,264	85,638
2,500 WESTERN ASSET HIGH INC FND II	AT COST	24,477	22,550
2,550 WESTERN ASSET HIGH YLD DEF OPP	AT COST	50,683	45,161
1,500 CLEARBRIDGE AMERN ENGY	AT COST	30,000	26,760
2,500 IVY HIGH INC OPP FND	AT COST	50,000	44,950
1,600 NEUBERGER BERMAN MLP INC FND	AT COST	32,000	30,544
TRANSPARENT VL DIRECT ALLOC	AT COST	62,314	74,571

TY 2013 Legal Fees Schedule**Name:** CHARLES E BURCHFIELD FOUNDATION INC

C/O BLAIR & ROACH LLP

EIN: 16-6073522

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BLAIR & ROACH LLP	3,583		896	2,687

TY 2013 Other Expenses Schedule**Name:** CHARLES E BURCHFIELD FOUNDATION INC

C/O BLAIR & ROACH LLP

EIN: 16-6073522

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK SERVICE CHARGES	18		5	13
FILING FEES	250		63	187
INSURANCE	750		187	563
OTHER EXHIBITION EXPENSES				

TY 2013 Sales Of Inventory Schedule

Name: CHARLES E BURCHFIELD FOUNDATION INC

C/O BLAIR & ROACH LLP

EIN: 16-6073522

Category	Gross Sales	Cost of Goods Sold	Net (Gross Sales Minus Cost of Goods Sold)
PAINTINGS	115,000	70,250	44,750

TY 2013 Taxes Schedule**Name:** CHARLES E BURCHFIELD FOUNDATION INC

C/O BLAIR & ROACH LLP

EIN: 16-6073522

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	1,469	1,469		

TY 2013 IRS Payment

Name: CHARLES E BURCHFIELD FOUNDATION INC
C/O BLAIR & ROACH LLP

EIN: 16-6073522

Routing Transit Number: 044000804

Bank Account Number: 8902012445733

Type of Account: Checking

Payment Amount in Dollars and Cents: 1,047

Requested Payment Date: 2014-10-07

Taxpayer's Daytime Phone Number: (716) 834-9181

TY 2013 GeneralDependencySmall

Name: CHARLES E BURCHFIELD FOUNDATION INC

C/O BLAIR & ROACH LLP

EIN: 16-6073522



Business Name or Person Name:

Taxpayer Identification Number:

Form, Line or Instruction

Reference:

Regulations Reference:

Description: QUALIFYING DISTRIBUTIONS

Attachment Information: YEAR ENDED: DECEMBER 31, 2013 16-6073522 CHARLES E BURCHFIELD FOUNDATION INC C/O BLAIR & ROACH LLP 2645 SHERIDAN DR TONAWANDA, NY 14150 TREATMENT OF QUALIFYING DISTRIBUTIONS ELECTION UNDER IRC SECTION 4942(H)(2) AND REG. 53.4942(A)-3(D)(2), THE NONOPERATING PRIVATE FOUNDATION ELECTS TO TREAT CURRENT YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE OUT OF: UNDISTRIBUTED INCOME FROM THE TAX YEARS ENDING: TAX YEAR AMOUNT

CORPUS /S/

NAME

TITLE

Year Ended: December 31, 2013

16-6073522

CHARLES E BURCHFIELD FOUNDATION INC
C/O BLAIR & ROACH LLP
2645 SHERIDAN DR
TONAWANDA, NY 14150

Treatment of Qualifying Distributions Election

Under IRC Section 4942(h)(2) and Reg. 53.4942(a)-3(d)(2), the nonoperating private foundation elects to treat current year qualifying distributions in excess of the immediately preceding tax year's undistributed income as being made out of:

☐ Undistributed income from the tax years ending:

Tax Year	Amount
_____	_____
_____	_____
_____	_____

☒ Corpus

Signature: _____

Name: STACY M. BURCHFIELD

Title: PRESIDENT