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Form **990-PF**

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.

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

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning 06/01, 2014, and ending 05/31, 2015

Name of foundation: **EMORY E GROVE T/W**

Number and street (or P.O. box number if mail is not delivered to street address): **1100 WEHRLE DRIVE, 2ND FLOOR**

Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: **BUFFALO, NY 14221**

A Employer identification number: **25-6641681**

B Telephone number (see instructions): **717-852-3042**

C If exemption application is pending, check here

G Check all that apply:

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

H Check type of organization: Section 501(c)(3) exempt private foundation

Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 2,373,341.**

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)
1	Contributions, gifts, grants, etc., received (attach schedule)				
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	41,829.	41,829.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	67,698.			
b	Gross sales price for all assets on line 6a 542,300.				
7	Capital gain net income (from Part IV, line 2)		67,698.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	109,527.	109,527.		
13	Compensation of officers, directors, trustees, etc.	26,609.	26,609.		
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 2	2,473.	561.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses.				
	Add lines 13 through 23	29,082.	27,170.	NONE	
25	Contributions, gifts, grants paid	118,588.			118,588.
26	Total expenses and disbursements. Add lines 24 and 25	147,670.	27,170.	NONE	118,588.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-38,143.			
b	Net investment income (if negative, enter -0-)		82,357.		
c	Adjusted net income (if negative, enter -0-)				

OCT 05 2015

NOV 23 2015

Operating and Administrative Expenses

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	20,245.	72,032.	72,032.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			NONE
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations(attach schedule),			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule),			
	11	Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶ (attach schedule)			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 3	1,877,411.	1,786,917.	2,301,309.
	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)	1,897,656.	1,858,949.	2,373,341.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)			NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,897,656.	1,858,949.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	1,897,656.	1,858,949.		
31	Total liabilities and net assets/fund balances (see instructions)	1,897,656.	1,858,949.		

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)	1,897,656.
2	Enter amount from Part I, line 27a	-38,143.
3	Other increases not included in line 2 (itemize) ▶ ROUNDING	2.
4	Add lines 1, 2, and 3	1,859,515.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 4	566.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	1,858,949.

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 PUBLICLY TRADED SECURITIES			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 542,300.		474,602.	67,698.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			67,698.
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	67,698.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

1 Enter the appropriate amount in each column for each year; see 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))
2013	118,052.	2,316,925.	0.050952
2012	110,800.	2,171,829.	0.051017
2011	110,320.	2,135,568.	0.051658
2010	112,447.	2,201,852.	0.051069
2009	105,388.	2,064,898.	0.051038

2 Total of line 1, column (d)	2	0.255734
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	0.051147
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	2,340,493.
5 Multiply line 4 by line 3	5	119,709.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	824.
7 Add lines 5 and 6	7	120,533.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	118,588.

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

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', 'Add lines 1 and 2', 'Subtitle A (income) tax', 'Tax based on investment income', 'Credits/Payments', 'Total credits and payments', 'Tax due', and 'Overpayment'.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about influencing legislation, political expenditures, reimbursement, and reporting requirements. Columns include 'Yes' and 'No' with 'X' marks.

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 N/A 13 X
14 The books are in care of M & T BANK Telephone no. (717) 852-3042
Located at 1100 WEHRLE DRIVE, 2ND FLOOR, BUFFALO, NY ZIP+4 14221
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 2014, 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 X
See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly 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.

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X 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 X 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 X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? 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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 2b X
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? Yes X No
b If "Yes," did it have excess business holdings in 2014 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 2014) 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 2014? 4b X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No **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? Yes No **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
M & T TRUST COMPANY 1100 WEHRLE DRIVE, 2ND FLOOR, BUFFALO, NY 14221	TRUSTEE 8	26,609.	-0-	-0-

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,296,786.
b	Average of monthly cash balances	1b	79,349.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	2,376,135.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	2,376,135.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	35,642.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,340,493.
6	Minimum investment return. Enter 5% of line 5	6	117,025.

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	117,025.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	1,647.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,647.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	115,378.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	115,378.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	115,378.

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	118,588.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	118,588.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	118,588.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				115,378.
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			NONE	
b Total for prior years: 20 <u>12</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				3,116.
b From 2010				4,460.
c From 2011				4,286.
d From 2012				3,302.
e From 2013				3,710.
f Total of lines 3a through e	18,874.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ <u>118,588.</u>				
a Applied to 2013, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2014 distributable amount				115,378.
e Remaining amount distributed out of corpus	3,210.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	22,084.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	3,116.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	18,968.			
10 Analysis of line 9:				
a Excess from 2010	4,460.			
b Excess from 2011	4,286.			
c Excess from 2012	3,302.			
d Excess from 2013	3,710.			
e Excess from 2014	3,210.			

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling

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

Table with columns: Tax year (a) 2014, (b) 2013, (c) 2012, (d) 2011, (e) Total. Rows include: 2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed; 2b 85% of line 2a; 2c Qualifying distributions from Part XII, line 4 for each year listed; 2d Amounts included in line 2c not used directly for active conduct of exempt activities; 2e Qualifying distributions made directly for active conduct of exempt activities; 3 Complete 3a, b, or c for the alternative test relied upon; 3a "Assets" alternative test; 3b "Endowment" alternative test; 3c "Support" alternative test.

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

1 Information Regarding Foundation Managers:

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

SEE ATTACHED DETAIL

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.

SEE ATTACHED DETAIL

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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SALVATION ARMY ATTN: MR. RICHARD D. ALLEN WEST NYACK NY 109	NONE	PC	GENERAL FUNDING	9,884.
AMERICAN CANCER SOCIETY, INC NAT'L OFFICE PROBATE/TRUST MGMT SVC OKLAHOMA	NONE	PC	SUPPORT	9,884.
AMERICAN HEART ASSOCIATION NATIONAL BEQUEST C P.O. BOX 22249 ST. PETERSBURG FL 33742	NONE	PC	GENERAL FUNDING	9,884.
FORSIGHT VISION ATTN: WILLIAM RHINESMITH, PRE 1380 SPAHN AVE YORK PA 17403-5751	NONE	PC	GENERAL FUNDING	9,884.
CHRIST LUTHERAN CHURCH OF SPRY ATTN: DEL MUMM 2385 S QUEEN STREET YORK PA 17402	NONE	PC	GENERAL FUNDING	29,642.
PINE GROVE UNITED METHODIST CHURCH 2523 PINE GROVE ROAD YORK PA 17403	NONE	PC	GENERAL FUNDING	29,642.
YORK HEALTH FOUNDATION ATTN: KIM ALVAREZ 50 N. DUKE ST., 2ND FLOOR YORK PA 17401	NONE	PC	GENERAL FUNDING	9,884.
YORK RESCUE MISSION P O BOX 1968 YORK PA 17405-1968	NONE	PC	GENERAL FUNDING	9,884.
Total ▶ 3a				118,588.
b Approved for future payment				
Total ▶ 3b				

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
LSV VALUE EQUITY FUND STRATEGY	3,255.	3,255.
DIAMOND HILL LARGE-CAP CL I	1,524.	1,524.
FPA NEW INCOME FUND	1,399.	1,399.
FEDERATED TOTAL RETURN BOND CL I	2,744.	2,744.
FEDERATED ULTRA SHORT BOND CL I	423.	423.
HARBOR INTERNATIONAL FUND #11	6,077.	6,077.
T ROWE PRICE LRG CAP GROWTH FD INST	2,075.	2,075.
ISHARES RUSSELL MID-CAP VALUE ETF	325.	325.
ISHARES RUSSELL 2000 VALUE ETF	823.	823.
LITMAN GREGORY MSTRS INTL FD CL-INST	1,108.	1,108.
MFS INTL NEW DISCOVERY CL I	666.	666.
MAINSTAY EPOCH GBL EQTY YD FD CL-I	1,690.	1,690.
MSIF GROWTH PORTFOLIO CL I	136.	136.
PIMCO FDS TOTAL RETURN FUND	1,745.	1,745.
RIDGEWORTH SEIX FLTNG RT HI INC FD I	5,730.	5,730.
SCOUT UNCONSTRAINED BOND CL I	1,358.	1,358.
TIAA-CREF MID-CAP VALUE FD RETAIL CL	1,230.	1,230.
VANGUARD INT-TRM BOND IDX CL ADML	1,944.	1,944.
VANGUARD INT-TRM BOND CL SGNL	245.	245.
VANGUARD #94 INSTITUTIONAL INDEX	4,111.	4,111.
WILMINGTON PRIME MONEY MKT CL SICT	11.	11.
WILMINGTON MULTI-MNGR ALT FD CLASS I	535.	535.
WILMINGTON MULTI-MGR REAL ASSET - I	1,890.	1,890.
WILMINGTON SHORT TERM BOND FUND-I	785.	785.
TOTAL	41,829.	41,829.

FORM 990PF, PART I - TAXES

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
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FEDERAL TAXES PRIOR YEAR BALAN	408.	
FEDERAL ESTIMATED TAX DEPOSITS	1,504.	
FOREIGN TAXES ON QUALIFIED FOR	239.	239.
FOREIGN TAXES ON NONQUALIFIED	322.	322.
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TOTALS	2,473.	561.
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FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
HARBOR INTERNATIONAL FUND	C	168,774.	292,780.
LITMAN GREGORY MASTERS SELECT	C	58,155.	88,099.
VANGUARD INDEX FD	C	115,542.	182,730.
T ROWE PRICE LRG CAP GROWTH	C	91,852.	186,169.
FEDERATED ULTRA SHT BD FD	C	35,958.	35,724.
LSV VALUE EQUITY	C	108,061.	218,434.
PIMCO TOTAL RETURN	C		
RIDGEWORTH SEIX FL RATE	C	115,340.	117,048.
MORGAN STANLEY GROWTH FD	C	98,822.	146,412.
MAINSTAY EPOCH GLOBAL EQ YLD	C	28,376.	37,706.
WILMINGTON SHT TERM CORP BD	C	59,448.	59,024.
WILMINGTON MID CAP GRWTH	C	26,639.	52,245.
TIAA-CREF MID CAP VALUE FD	C		
WILMINGTON MULT MGR REAL ASSET	C	126,057.	123,309.
FPA NEW INCOME FUND	C	52,553.	51,587.
SCOUT UNCONSTRAINED BOND FD	C	126,605.	122,299.
DIAMOND HILL LGE CAP FD	C	79,201.	86,128.
MORGAN STANLEY SM CO GROWTH	C		
WILMINGTON MUL MGR ALTERNATIVE	C	71,719.	72,989.
MFS INTL NEW DISCOVERY FUND	C	45,832.	47,639.
ISHARES RUSSELL 2000 VALUE ETF	C	46,934.	47,823.
FEDERATED TOTAL RTN BD FD	C	123,987.	123,881.
VANGUARD INTERM TRM BD IDX FD	C	123,987.	125,332.
ISHARES RUSSELL MID-CAP VALUE	C	83,075.	83,951.
TOTALS		1,786,917.	2,301,309.

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

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DESCRIPTION -----	AMOUNT -----
MUTUAL FUND ADJ	8.
RETURN OF CAPITAL ADJUSTMENT	558.

TOTAL	566.
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AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

MONTH	LINE 1a-FMV SECURITIES	LINE 1b-FMV CASH BALANCES	LINE 1c-FMV OTHER ASSETS
JANUARY	2,170,681.	157,518.	
FEBRUARY	2,258,740.	126,846.	
MARCH	2,239,658.	127,823.	
APRIL	2,264,507.	127,384.	
MAY	2,301,309.	72,032.	
JUNE	2,407,944.	20,414.	
JULY	2,365,176.	21,043.	
AUGUST	2,372,094.	32,138.	
SEPTEMBER	2,315,930.	32,471.	
OCTOBER	2,348,145.	31,124.	
NOVEMBER	2,329,049.	45,154.	
DECEMBER	2,188,193.	158,241.	
TOTAL	27,561,426.	952,188.	
AVERAGE FMV	2,296,786.	79,349.	