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**Return of Private Foundation**

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

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf)

For calendar year 2015 or tax year beginning , 2015, and ending , 20

Name of foundation  
**POWELL-WISE T/CHAR**

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

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

**A Employer identification number**  
52-1057233

**B Telephone number (see instructions)**  
716-842-2333

**C** If exemption application is pending, check here . . . . .

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

**E** If private foundation status was terminated under section 507(b)(1)(A), check here . . . . .

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

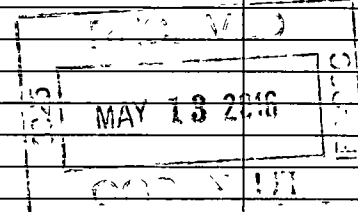
**H** Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **831,036.**

**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 . . . . .	14,823.	14,812.		STMT 1
5a	Gross rents . . . . .				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	39,994.			
b	Gross sales price for all assets on line 6a <b>282,712.</b>				
7	Capital gain net income (from Part IV, line 2) . . . . .		39,994.		
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	<b>Total.</b> Add lines 1 through 11 . . . . .	54,817.	54,806.		
13	Compensation of officers, directors, trustees, etc . . . . .	1,819.	1,819.		
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) <b>2</b> . . . . .	6,371.	288.		
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	<b>Total operating and administrative expenses.</b> Add lines 13 through 23. . . . .	8,190.	2,107.	NONE	
25	Contributions, gifts, grants paid . . . . .	41,250.			41,250.
26	<b>Total expenses and disbursements</b> Add lines 24 and 25	49,440.	2,107.	NONE	41,250.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements . . . . .	5,377.			
b	<b>Net investment income</b> (if negative, enter -0-)		52,699.		
c	<b>Adjusted net income</b> (if negative, enter -0-). . . . .				

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<b>Part II Balance Sheets</b>		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
<b>Assets</b>	<b>1</b>	Cash - non-interest-bearing . . . . .				
	<b>2</b>	Savings and temporary cash investments . . . . .		42,808.	33,508.	33,508.
	<b>3</b>	Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	<b>4</b>	Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	<b>5</b>	Grants receivable . . . . .				
	<b>6</b>	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	<b>7</b>	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶ <b>NONE</b>				
	<b>8</b>	Inventories for sale or use . . . . .				
	<b>9</b>	Prepaid expenses and deferred charges . . . . .				
	<b>10a</b>	Investments - U S. and state government obligations (attach schedule) . . . . .				
	<b>b</b>	Investments - corporate stock (attach schedule) <b>STMT 3.</b>		774,990.	789,666.	797,528.
	<b>c</b>	Investments - corporate bonds (attach schedule) . . . . .				
	<b>11</b>	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶				
	<b>12</b>	Investments - mortgage loans . . . . .				
	<b>13</b>	Investments - other (attach schedule) . . . . .				
	<b>14</b>	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶				
<b>15</b>	Other assets (describe ▶ )					
<b>16</b>	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .		817,798.	823,174.	831,036.	
<b>Liabilities</b>	<b>17</b>	Accounts payable and accrued expenses . . . . .				
	<b>18</b>	Grants payable . . . . .				
	<b>19</b>	Deferred revenue . . . . .				
	<b>20</b>	Loans from officers, directors, trustees, and other disqualified persons . . . . .				
	<b>21</b>	Mortgages and other notes payable (attach schedule) . . . . .				
<b>22</b>	Other liabilities (describe ▶ )					
<b>23</b>	<b>Total liabilities</b> (add lines 17 through 22) . . . . .				<b>NONE</b>	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>					
	<b>24</b>	Unrestricted . . . . .				
	<b>25</b>	Temporarily restricted . . . . .				
	<b>26</b>	Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/></b>					
	<b>27</b>	Capital stock, trust principal, or current funds . . . . .		817,798.	823,174.	
	<b>28</b>	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
<b>29</b>	Retained earnings, accumulated income, endowment, or other funds . . . . .					
<b>30</b>	<b>Total net assets or fund balances</b> (see instructions) . . . . .		817,798.	823,174.		
<b>31</b>	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .		817,798.	823,174.		

<b>Part III Analysis of Changes in Net Assets or Fund Balances</b>			
<b>1</b>	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) . . . . .	<b>1</b>	817,798.
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	5,377.
<b>3</b>	Other increases not included in line 2 (itemize) ▶	<b>3</b>	
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	823,175.
<b>5</b>	Decreases not included in line 2 (itemize) ▶ <b>ROUNDING</b>	<b>5</b>	1.
<b>6</b>	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	<b>6</b>	823,174.

**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 PUBLICLY TRADED SECURITIES</b>						
<b>b</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</b> 282,712.		242,718.	39,994.			
<b>b</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						(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				
<b>a</b>			39,994.			
<b>b</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>	39,994.	
<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) (see instructions). If (loss), enter -0- in Part I, line 8 . . . . .				<b>3</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))
2014	29,000.	878,795.	0.033000
2013	52,999.	840,402.	0.063064
2012	39,741.	802,235.	0.049538
2011	41,310.	837,767.	0.049310
2010	31,670.	789,398.	0.040119
<b>2</b> Total of line 1, column (d) . . . . .			<b>2</b> 0.235031
<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> 0.047006
<b>4</b> Enter the net value of noncharitable-use assets for 2015 from Part X, line 5 . . . . .			<b>4</b> 870,418.
<b>5</b> Multiply line 4 by line 3 . . . . .			<b>5</b> 40,915.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			<b>6</b> 527.
<b>7</b> Add lines 5 and 6 . . . . .			<b>7</b> 41,442.
<b>8</b> 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.			<b>8</b> 41,250.

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

Table with 11 rows and 2 columns. Row 1: 1,054. Row 2: 2. Row 3: 1,054. Row 4: NONE. Row 5: 1,054. Row 6: 6a: 3,344; 6b: NONE; 6c: NONE; 6d: . Row 7: 3,344. Row 8: . Row 9: . Row 10: 2,290. Row 11: 1,762.

Part VII-A Statements Regarding Activities

Table with 10 rows and 3 columns (Yes/No). Row 1a: No (X). Row 1b: No (X). Row 1c: No (X). Row 2: No (X). Row 3: No (X). Row 4a: No (X). Row 4b: . Row 5: No (X). Row 6: Yes (X). Row 7: Yes (X). Row 8a: MD. Row 8b: Yes (X). Row 9: No (X). Row 10: No (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)? . . . . .  Yes  No  
 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  
 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

**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 AND T TRUST CO 1100 WEHRLE DR 2ND FL, BUFFALO, NY 14221	TRUSTEE 1	1,819.	-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
<b>Total number of others receiving over \$50,000 for professional services . . . . .</b>		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		
<b>Total. Add lines 1 through 3 . . . . .</b>		

**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>	833,334.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	50,339.
<b>c</b>	Fair market value of all other assets (see instructions) . . . . .	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	883,673.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	883,673.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) . . . . .	<b>4</b>	13,255.
<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>	870,418.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	43,521.

**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>	43,521.
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5 . . . . .	<b>2a</b>	1,054.
<b>2b</b>	Income tax for 2015. (This does not include the tax from Part VI.) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	1,054.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	42,467.
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	42,467.
<b>6</b>	Deduction from distributable amount (see instructions) . . . . .	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	42,467.

**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>	41,250.
<b>b</b>	Program-related investments - total from Part IX-B . . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	NONE
<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>	NONE
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	NONE
<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>	41,250.
<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 (see instructions) . . . . .	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	41,250.

**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 2014	(c) 2014	(d) 2015
<b>1</b> Distributable amount for 2015 from Part XI, line 7 . . . . .				42,467.
<b>2</b> Undistributed income, if any, as of the end of 2015.				
<b>a</b> Enter amount for 2014 only. . . . .			37,043.	
<b>b</b> Total for prior years 20 <u>13</u> , 20 <u>    </u> , 20 <u>    </u>		NONE		
<b>3</b> Excess distributions carryover, if any, to 2015:				
<b>a</b> From 2010 . . . . .		NONE		
<b>b</b> From 2011 . . . . .		NONE		
<b>c</b> From 2012 . . . . .		NONE		
<b>d</b> From 2013 . . . . .		NONE		
<b>e</b> From 2014 . . . . .		NONE		
<b>f</b> Total of lines 3a through e . . . . .	NONE			
<b>4</b> Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ <u>41,250.</u>				
<b>a</b> Applied to 2014, but not more than line 2a . . . . .			37,043.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2015 distributable amount. . . . .				4,207.
<b>e</b> Remaining amount distributed out of corpus. . . . .	NONE			
<b>5</b> Excess distributions carryover applied to 2015. (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
<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	NONE			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b. . . . .		NONE		
<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 . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2015. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016. . . . .				38,260.
<b>7</b> 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			
<b>8</b> Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
<b>10</b> Analysis of line 9.				
<b>a</b> Excess from 2011 . . . . .	NONE			
<b>b</b> Excess from 2012 . . . . .	NONE			
<b>c</b> Excess from 2013 . . . . .	NONE			
<b>d</b> Excess from 2014 . . . . .	NONE			
<b>e</b> Excess from 2015 . . . . .	NONE			

**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 2015, 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test - enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
<b>c</b> "Support" alternative test - enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .					
<b>(3)</b> Largest amount of support from an exempt organization . . . . .					
<b>(4)</b> Gross investment income . . . . .					

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

**1 Information Regarding Foundation Managers:**  
**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)  
 N/A

**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.  
 N/A

**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:  
 SEE STATEMENT 6

**b** The form in which applications should be submitted and information and materials they should include:  
 SEE ATTACHED STATEMENT FOR LINE 2

**c** Any submission deadlines:  
 SEE ATTACHED STATEMENT FOR LINE 2

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:  
 SEE ATTACHED STATEMENT FOR LINE 2

**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
<p><b>a Paid during the year</b></p> <p>SEE STATEMENT 13</p>				<p>41,250.</p>
<b>Total</b> . . . . . ▶ <b>3a</b>				41,250.
<p><b>b Approved for future payment</b></p>				
<b>Total</b> . . . . . ▶ <b>3b</b>				



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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code...
a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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... [ ] Yes [X] No

b If "Yes," complete the following schedule.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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

Sign Here

Michele L. Dore

05/05/2016

Vice President

May the IRS discuss this return with the preparer shown below (see instructions)? [X] Yes [ ] No

M & T TRUST COMPANY

Paid Preparer Use Only

Print/Type preparer's name: MICHELE L DORE, EA; Preparer's signature: Michele L Dore; Date: 05/05/2016; Firm's name: ERNST & YOUNG U.S. LLP; Firm's address: 2100 E CARY ST. SUITE 201 RICHMOND, VA 23223; Phone no: 804-344-4548

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS AND INTEREST	14,823.	14,812.
TOTAL	14,823.	14,812.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAXES PRIOR YEAR BALAN	2,739.	
FEDERAL ESTIMATES - PRINCIPAL	3,344.	
FOREIGN TAXES ON QUALIFIED FOR	254.	254.
FOREIGN TAXES ON NONQUALIFIED	34.	34.
TOTALS	6,371.	288.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
HARBOR INTERNATIONAL FUND #11	54,201.	76,478.
WILMINGTON MID CAP GROWTH		
RIDGEWORTH SEIX FLOATING	17,696.	16,923.
WILMINGTON BROAD MARKET	141,626.	144,286.
WILMINGTON SHORT-TERM CORP	31,696.	31,999.
ISHARES RUSSELL 1000 VALUE		
FPA NEW INCOME FD		
DIAMOND HILL LG-CAP FD	17,046.	16,926.
MORGAN STANLEY INSTL FD INC GR	60,739.	72,524.
STERLING CAPITAL MID-CAP VAL		
VANGUARD INSTIT INDX FD	47,720.	52,110.
WILMINGTON MULIT-MGR REAL ASST	47,236.	41,849.
WILMINGTON MULIT-MGR ALT	43,654.	41,303.
MFS INTL NEW DISCOV FD	16,685.	16,391.
WILMINGTON MULIT-MGR INTL	93,839.	83,327.
SIHARES GLOBAL ENERGY ETF		
ISHARES RUSSELL 2000 GROWTH	22,291.	22,424.
FIDELITY FOCUSED HIGH INCOME F	36,599.	34,612.
VANGUARD INFLATION PROTECTED S	8,510.	8,439.
WILMINGTON LG/C STRATEGY FD	120,509.	110,293.
ISHARES CURRENCY HEDGED MSCI E	4,304.	4,364.
WISDOMTREE JAPAN HEDGED EQUITY	5,309.	4,708.
ISHARES RUSSELL 2000 VAL	20,006.	18,572.
TOTALS	789,666.	797,528.

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF  
=====

NAME: M AND T BANK  
ATTN: DIANE RIMER  
ADDRESS: 1100 WEHRLE DR 2ND FL  
BUFFALO, NY 14221  
  
TELEPHONE NUMBER: (716) 842-2333

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	832,677.	43,182.	
FEBRUARY	856,568.	56,093.	
MARCH	852,153.	57,034.	
APRIL	860,752.	57,256.	
MAY	873,104.	44,794.	
JUNE	856,400.	50,269.	
JULY	865,866.	50,857.	
AUGUST	823,803.	49,991.	
SEPTEMBER	799,044.	51,492.	
OCTOBER	787,119.	58,888.	
NOVEMBER	794,997.	50,708.	
DECEMBER	797,528.	33,508.	
TOTAL	10,000,011.	604,072.	
AVERAGE FMV	833,334.	50,339.	

RECIPIENT NAME:

M AND T C/O DIANE RIMER

ADDRESS:

ONE M AND T PLAZA 8TH FLOOR

BUFFALO, NY 14203

RECIPIENT'S PHONE NUMBER: 716-842-2333

FORM, INFORMATION AND MATERIALS:

LETTER

SUBMISSION DEADLINES:

NO DEADLINE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NO RESTRICTIONS

=====

RECIPIENT NAME:  
ALLEGANY COLLEGE OF MARYLAND  
ADDRESS:  
12401 WILLOWBROOK ROAD SE  
CUMBERLAND, MD 21502  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 3,000.

RECIPIENT NAME:  
FROSTBURG STATE UNIVERSITY  
ADDRESS:  
101 BRADDOCK ROAD  
FROSTBURG, MD 21532  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 13,500.

RECIPIENT NAME:  
UNIVERSITY OF MARYLAND  
OFFICE OF THE BURSAR  
ADDRESS:  
LEE BUILDING  
CUMBERLAND, MD 21502-5151  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 4,500.

=====

RECIPIENT NAME:  
WEST VA UNIVERSITY  
ENROLLMENT SERVICES  
ADDRESS:  
1 GRAND CENTRAL PARK  
MORGANTOWN, WV 26506  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 4,500.

RECIPIENT NAME:  
VALLEY FORGE CHRISTIAN COLLEGE  
ADDRESS:  
1401 CHARLESTOWN ROAD  
PHOENIXVILLE, PA 19460  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 2,250.

RECIPIENT NAME:  
POTOMAC STATE COLLEGE  
WEST VA UNIVERSITY  
ADDRESS:  
75 ARNOLD ST  
KEYSER, WV 26726  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 750.

RECIPIENT NAME:  
MCDANIEL COLLEGE  
ADDRESS:  
2 COLLEGE HILL  
WESTMINSTER, MD 21157  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 750.

RECIPIENT NAME:  
ST FRANCIS UNIVERSITY  
ADDRESS:  
P.O. BOX 600  
LORETTO, PA 15940  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
EDUCATION  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 1,500.

RECIPIENT NAME:  
TOWSON UNIVERSITY  
ADDRESS:  
404 EMERSON DR  
TOWSON, MD 21252  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 1,500.

RECIPIENT NAME:

GROVE CITY COLLEGE

ADDRESS:

100 CAMPUS DRIVE  
GROVE CITY, PA 16127

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 750.

RECIPIENT NAME:

ST MARYS COLLEGE OF MARYLAND

ADDRESS:

18952 E FISHER RD  
ST MARYS CITY, MD 20686

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 750.

RECIPIENT NAME:

SHENDOAH UNIVERSITY

ADDRESS:

1460 UNIVERSITY DR  
WINCHESTER, VA 22601

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 750.

RECIPIENT NAME:  
LIBERTY UNIVERSITY  
STUDENT ACCOUNTS, ATTN: KISHA DAVIS  
ADDRESS:  
306 LIBERTY VIEW LANE  
LYNCHBURG, VA 24515  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 1,500.

RECIPIENT NAME:  
GETTYSBURG COLLEGE  
STUDENT ACCOUNTS OFFICE  
ADDRESS:  
300 NORTH WASHINGTON STREET  
GETTYSBURG, PA 17325-1400  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 750.

RECIPIENT NAME:  
ST. VINCENT COLLEGE  
FINANCIAL AID OFFICE  
ADDRESS:  
300FRASER PURCHASE RD  
LATROBE, PA 15650  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 750.

RECIPIENT NAME:  
CEDARVILLE UNIVERSITY  
ADDRESS:  
251 N. MAIN ST  
CEDARVILLE, OH 45314  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 750.

RECIPIENT NAME:  
UNIVERSITY OF MIAMI  
ADDRESS:  
1306 STANFORD DRIVE SUITE 101  
CORAL GABLES, FL 33124-6914  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 750.

RECIPIENT NAME:  
JOHNS HOPKINS UNIVERSITY  
OFFICE OF STUDENT FINANCIAL SERVICES  
ADDRESS:  
3400 NORTH CHARLES ST  
BALTIMORE, MD 21218  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SCHOLARSHIP  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 750.

=====

RECIPIENT NAME:

EASTERN KENTUCKY UNIVERSITY  
DIVISION OF STUDENT FINANCIAL ASSIST

ADDRESS:

CPO 59/521 LANCASTER AVE  
RICHMOND, KY 40475-3159

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 750.

RECIPIENT NAME:

MARYWOOD UNIVERSITY  
BURSAR'S OFFICE

ADDRESS:

2300 ADAMS AVE  
SCRANTON, PA 18509

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 750.

TOTAL GRANTS PAID:

41,250.

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