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Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2015

Open to Public Inspection

Department of the Treasury
Internal Revenue ServiceDo 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.

For calendar year 2015 or tax year beginning

9/1/2015

, and ending

8/31/2016

Name of foundation

ELLIOTT HERFORD N TR U/DEED

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

BNY Mellon, N A - P O BOX 185

City or town

State

ZIP code

Pittsburgh

PA

15230-0185

Foreign country name

Foreign province/state/country

Foreign postal code

A Employer identification number

22-3216666

B Telephone number (see instructions)

(617) 722-7107

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationI Fair market value of all assets at
end of year (from Part II, col (c),
line 16) ▶ \$

4,231,946

J Accounting method

☒ Cash☐ Accrual☐ Other (specify) _____
(Part I, column (d) must be on cash basis)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 ☐**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	66,875	66,450		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	112,726			
	b	Gross sales price for all assets on line 6a	685,396			
	7	Capital gain net income (from Part IV, line 2)		112,726		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
Operating and Administrative Expenses	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	179,601	179,176	0	
	13	Compensation of officers, directors, trustees, etc.	37,456	22,474		14,982
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,226	1,226		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	Total operating and administrative expenses. Add lines 13 through 23	38,682	23,700	0	14,982
	25	Contributions, gifts, grants paid	209,224			209,224
	26	Total expenses and disbursements. Add lines 24 and 25	247,906	23,700	0	224,206
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	-68,305			
	b	Net investment income (if negative, enter -0-)		155,476		
	c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see Instructions.

Form **990-PF** (2015)

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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				
	2	Savings and temporary cash investments	7,666	23,024	23,024	
	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 ▶				
	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)	3,808,417	3,726,261	4,208,922		
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 1)	3,816,083	3,749,285	4,231,946		
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	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	3,816,083	3,749,285		
	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)	3,816,083	3,749,285			
31	Total liabilities and net assets/fund balances (see instructions)	3,816,083	3,749,285			

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	3,816,083
2	Enter amount from Part I, line 27a	2	-68,305
3	Other increases not included in line 2 (itemize) ▶ <u>FEDERAL TAX REFUND</u>	3	1,595
4	Add lines 1, 2, and 3	4	3,749,373
5	Decreases not included in line 2 (itemize) ▶ <u>FED/STATE COST BASIS ADJUSTMENT</u>	5	88
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,749,285

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 Attached Statement				
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				
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				
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	112,726
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	0

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	241,754	4,388,552	0.055087
2013	219,027	4,347,666	0.050378
2012	207,301	4,006,365	0.051743
2011	180,903	3,631,112	0.049820
2010	194,160	3,576,720	0.054284
2 Total of line 1, column (d)			2 0.261312
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 0.052262
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 4,077,066
5 Multiply line 4 by line 3			5 213,076
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,555
7 Add lines 5 and 6			7 214,631
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			8 224,206

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ 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	1,555	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0	
3	Add lines 1 and 2	3	1,555	
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	1,555	
6	Credits/Payments			
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	2,461	
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	2,461	
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	906	
11	Enter the amount of line 10 to be: Credited to 2016 estimated tax 906 Refunded	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
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>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
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>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► MA		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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 ► BNY MELLON, N.A. Telephone no ► (617) 722-7107 Located at ► P.O. BOX 185, PITTSBURGH, PA ZIP+4 ► 15230-0185			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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 instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ 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	N/A
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 2015 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 2015)	3b	N/A
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 2015?	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)? ☐ Yes ☒ No

Organizations relying on a current notice regarding disaster assistance check here ☐ **5b** N/A

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) N/A

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 **6b** X

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** N/A

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
BNY Mellon, N.A. P O BOX 185 Pittsburgh, PA 15230-0185	TRUSTEE SEE ATTACHED	37,456	NONE	NONE

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

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		
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		NONE

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	4,108,647
b	Average of monthly cash balances	1b	30,506
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,139,153
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	4,139,153
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	62,087
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,077,066
6	Minimum investment return. Enter 5% of line 5	6	203,853

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	203,853
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1,555
b	Income tax for 2015 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,555
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	202,298
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	202,298
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	202,298

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	224,206
b	Program-related investments—total from Part IX-B	1b	NONE
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	224,206
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	1,555
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	222,651

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
1 Distributable amount for 2015 from Part XI, line 7				202,298
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015				
a From 2010	20,309			
b From 2011	2,089			
c From 2012	13,477			
d From 2013	8,161			
e From 2014	27,248			
f Total of lines 3a through e	71,284			
4 Qualifying distributions for 2015 from Part XII, line 4 $\blacktriangleright$ \$ 224,206				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2015 distributable amount				202,298
e Remaining amount distributed out of corpus	21,908			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	93,192			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
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 2014. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0
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)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	20,309			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	72,883			
10 Analysis of line 9				
a Excess from 2011	2,089			
b Excess from 2012	13,477			
c Excess from 2013	8,161			
d Excess from 2014	27,248			
e Excess from 2015	21,908			

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 <i>Paid during the year</i> See Attached Statement				
Total			3a	209,224
b <i>Approved for future payment</i> NONE				
Total			3b	NONE

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 (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | |
| | (1) Cash | 1a |
| | (2) Other assets | 1a |
| b | Other transactions | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b |
| | (3) Rental of facilities, equipment, or other assets | 1b |
| | (4) Reimbursement arrangements | 1b |
| | (5) Loans or loan guarantees | 1b |
| | (6) Performance of services or membership or fundraising solicitations | 1b |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1b |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | 1 |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

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

ang

11/3/2016

▶ VICE PRESIDENT

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Pnnt/Type preparer's name

Shawn P Hanlon

Preparer's signature

2010 - CPA

Date

11/3/2016

Check ☒ if self-employed

PTIN	
------	--

P00965923

Firm's name ▶ PRICEWATERHOUSECOOPERS LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219

Phone no	(412) 355-6000
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Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

											37,456	0	0
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account	
1	BNY Mellon N A	X	P O BOX 185	Pittsburgh	PA	15230-0185		TRUSTEE	SEE ATTAC	37,456	NONE	NONE	

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

		Amount								Sales		Depreciation and Adjustments		or Loss	
		100,120								685,396		572,670		112,7	
Long Term CG Distributions		0								Capital Gains/Losses					
Short Term CG Distributions										Other sales					
Description		CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	BNY MELLON INCOME STOC	05569M301	X				1/30/2012	10/27/2015	22,000	16,655				0	5,345
2	BNY MELLON FOC EQ OPP-M	05569M475	X				12/4/2014	10/27/2015	12,500	12,899				0	-399
3	BNY MELLON M/C MULTI-STR	05569M509	X				4/24/2015	9/25/2015	18,122	20,000				0	-1,878
4	BNY MELLON M/C MULTI-STR	05569M509	X				10/27/2014	9/25/2015	11,878	12,490				0	-612
5	BNY MELLON S/T US GOV SE	05569M780	X				10/27/2014	9/25/2015	6,500	6,560				0	-60
6	BNY MELLON BOND FUND-M	05569M830	X				12/14/2012	9/25/2015	46,811	50,000				0	-3,189
7	BNY MELLON BOND FUND-M	05569M830	X				12/17/2012	9/25/2015	3,295	3,488				0	-193
8	BNY MELLON BOND FUND-M	05569M830	X				1/30/2012	9/25/2015	35,064	37,070				0	-1,996
9	BNY MELLON BOND FUND-M	05569M830	X				1/30/2012	3/9/2016	30,000	31,689				0	-1,689
10	BNY MELLON INTERNATIONAL	05569M871	X				2/18/2014	9/25/2015	17,660	20,000				0	-2,340
11	BNY MELLON INTERNATIONAL	05569M871	X				12/31/2013	9/25/2015	22,340	25,000				0	-2,660
12	DFA EMERG MKTS CORE EQ	233203421	X				8/21/2012	10/27/2015	51,800	56,052				0	-4,252
13	DFA EMERG MKTS CORE EQ	233203421	X				6/17/2013	10/27/2015	13,200	14,501				0	-1,301
14	DREYFUS BASIC S&P500 STC	261978811	X				9/19/2013	10/27/2015	40,706	33,881				0	6,825
15	DREYFUS BASIC S&P500 STC	261978811	X				9/25/2015	10/27/2015	25,009	24,000				0	1,009
16	DREYFUS BASIC S&P500 STC	261978811	X				8/2/2013	10/27/2015	16,585	15,294				0	1,291
17	DREYFUS BASIC S&P500 STC	261978811	X				12/29/2015	4/15/2016	8,100	8,057				0	43
18	DREYFUS BASIC S&P500 STC	261978811	X				8/2/2013	6/29/2016	15,000	12,405				0	2,595
19	DREYFUS BASIC S&P500 STC	261978811	X				8/2/2013	7/20/2016	50,000	39,371				0	10,629
20	DREYFUS GLOBAL REAL ES	261986277	X				8/25/2015	10/27/2015	31,819	30,000				0	1,819
21	DREYFUS GLOBAL REAL ES	261986277	X				11/2/2011	10/27/2015	3,181	2,416				0	765
22	DREYFUS US EQUITY FUND-	86271F552	X				2/22/2011	10/27/2015	18,000	12,736				0	5,264
23	DREYFUS US EQUITY FUND-	86271F552	X				12/31/2015	4/15/2016	15,000	14,218				0	782
24	TCW EMERGING MARKETS II	87234N765	X				12/28/2012	9/25/2015	378	460				0	-82
25	TCW EMERGING MARKETS II	87234N765	X				7/30/2013	9/25/2015	2,824	3,179				0	-355
26	TCW EMERGING MARKETS II	87234N765	X				10/31/2011	10/27/2015	15,591	18,013				0	-2,422
27	TCW EMERGING MARKETS II	87234N765	X				7/30/2013	10/27/2015	1,617	1,767				0	-150
28	TCW EMERGING MARKETS II	87234N765	X				12/31/2013	10/27/2015	13,768	14,895				0	-1,127
29	VIRTUS EMERGING MKTS OR	92826T889	X				9/21/2012	10/27/2015	35,000	35,804				0	-804

Part I, Line 18 (990-PF) - Taxes

		1,226	1,226	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,226	1,226		

Part II, Line 13 (990-PF) - Investments - Other

		3,808,417	3,726,261	4,208,922	
	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				0	
2	BNY MELLON S/T US GVT SECS FD CL M		0	63,440	62,641
3	BNY MELLON INTERMEDIATE BOND FD C		0	128,497	126,334
4	BNY MELLON BOND FD CL M		0	362,643	382,047
5	BNY MELLON INTL FD CL M SHSS		0	200,331	201,656
6	DFA EMERG MKTS CORE EQUITY		0	121,999	121,169
7	DREYFUS FLOATING RATE INC-Y		0	35,738	34,188
8	DREYFUS INFL TN ADJ SEC-Y		0	72,596	72,228
9	DREYFUS BASIC S&P 500 STK I		0	682,930	878,661
10	DREYFUS PREM LT TRM HI YLD-R		0	32,110	31,206
11	DREYFUS GLOBAL REAL ES SEC-Y		0	52,359	71,160
12	DREYFUS GROWTH & VALUE FDS INC		0	71,083	80,720
13	DREYFUS INTL SMALL CAP-Y		0	205,000	198,473
14	DREYFUS/NEWTON INTERN EQTY-Y		0	161,656	164,880
15	ASG MANAGED FUTURES STRAT-Y		0	71,159	76,173
16	ASG GLOBAL ALTERNATIVES FUND-Y		0	128,317	112,774
17	DREYFUS SELECT MGER S/C GR-Y		0	64,905	76,769
18	DREYFUS INTENATION STOCK-Y		0	81,691	99,118
19	DREYFUS US EQUITY FUND-Y		0	176,493	229,600
20	DREYFUS SELECT MGER S/C VL-Y		0	107,012	112,850
21	VIRTUS EMERGING MKTS OPPOR-I		0	43,921	46,160
22	ADVANTAGE DYN TOTAL RET -Y		0	60,202	74,450
23	BNY MELLON INCOME STK FD CL M		0	121,437	161,179
24	BNY MELLON CORP BOND-M		0	49,878	50,895
25	BNY MELLON FOCUSED EQUITY OPP-M		0	206,423	238,861
26	BNY MELLON MID CAP STK FD CL M		0	424,441	504,730

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Amount															
Long Term CG Distributions		100.120													
Short Term CG Distributions		0													
					585,276	0		0		572,670	12,608	0		0	12,60
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gain Minus Excess FMV Over Adj. Basis or Losses		
1 BNY MELLON INCOME STOC	05569M301		1/30/2012	10/27/2015	22,000		0	16,655	5,345	0	0	0	5,34		
2 BNY MELLON FCG OPP-M	05569M475		4/24/2014	10/27/2015	12,500		0	12,699	-199	0	0	0	-19		
3 BNY MELLON MULTI-ST	05569M509		4/24/2015	9/25/2015	18,122		0	20,000	-1,878	0	0	0	-1,87		
4 BNY MELLON M/C MULTI-ST	05569M509		10/27/2014	9/25/2015	11,676		0	12,468	-582	0	0	0	-58		
5 BNY MELLON S/US GOV SE	05569M780		10/27/2014	9/25/2015	6,500		0	6,560	-60	0	0	0	-60		
6 BNY MELLON BOND FUND-M	05569M830		12/14/2012	9/25/2015	46,811		0	50,000	-3,389	0	0	0	-3,38		
7 BNY MELLON BOND FUND-M	05569M830		12/17/2012	9/25/2015	3,295		0	3,488	-193	0	0	0	-19		
8 BNY MELLON BOND FUND-M	05569M830		1/30/2012	9/25/2015	35,094		0	37,070	-1,976	0	0	0	-1,97		
9 BNY MELLON BOND FUND-M	05569M830		1/30/2012	3/9/2016	30,000		0	31,689	-1,689	0	0	0	-1,68		
10 BNY MELLON INTERNATIONAL	05569M871		2/18/2014	9/25/2015	17,660		0	20,000	-2,340	0	0	0	-2,34		
11 BNY MELLON INTERNATIONAL	05569M871		12/31/2013	9/25/2015	22,340		0	25,000	-2,660	0	0	0	-2,66		
12 DFA EMERG MKTS CORE EQ	233203421		9/21/2012	10/27/2015	51,800		0	58,052	-6,252	0	0	0	-6,25		
13 DFA EMERG MKTS CORE EQ	233203421		6/11/2013	10/27/2015	13,200		0	14,501	-1,301	0	0	0	-1,30		
14 DREYFUS BASIC S&P500 ST	261978811		9/19/2013	10/27/2015	40,706		0	33,861	6,845	0	0	0	6,84		
15 DREYFUS BASIC S&P500 ST	261978811		8/2/2013	10/27/2015	25,709		0	24,000	1,709	0	0	0	1,70		
16 DREYFUS BASIC S&P500 ST	261978811		8/2/2013	10/27/2015	18,585		0	15,294	3,291	0	0	0	3,29		
17 DREYFUS BASIC S&P500 ST	261978811		12/29/2015	4/15/2016	6,100		0	6,057	43	0	0	0	43		
18 DREYFUS BASIC S&P500 ST	261978811		8/2/2013	6/29/2016	15,000		0	12,405	2,595	0	0	0	2,59		
19 DREYFUS BASIC S&P500 ST	261978811		8/2/2013	7/20/2016	50,000		0	39,371	10,628	0	0	0	10,62		
20 DREYFUS GLOBAL REAL ES	261986277		9/25/2015	10/27/2015	31,819		0	30,000	1,819	0	0	0	1,81		
21 DREYFUS GLOBAL REAL ES	261986277		11/22/2011	10/27/2015	3,181		0	2,416	765	0	0	0	765		
22 DREYFUS US EQUITY FUND-	86271F552		2/22/2011	10/27/2015	18,000		0	12,736	5,264	0	0	0	5,26		
23 DREYFUS US EQUITY FUND-	86271F552		12/31/2015	4/15/2016	15,000		0	14,218	782	0	0	0	782		
24 TCW EMERGING MARKETS II	87234N765		12/28/2012	9/25/2015	376		0	460	-84	0	0	0	-84		
25 TCW EMERGING MARKETS II	87234N765		7/3/2011	9/25/2015	2,824		0	3,179	-355	0	0	0	-355		
26 TCW EMERGING MARKETS II	87234N765		10/31/2011	10/27/2015	16,591		0	18,013	-1,422	0	0	0	-1,42		
27 TCW EMERGING MARKETS II	87234N765		7/3/2013	10/27/2015	1,617		0	1,787	-170	0	0	0	-170		
28 TCW EMERGING MARKETS II	87234N765		12/31/2013	10/27/2015	13,788		0	14,895	-1,107	0	0	0	-1,12		
29 VIRTUS EMERGING MKTS OF	92828T889		9/21/2012	10/27/2015	35,000		0	35,804	-804	0	0	0	-804		

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	1	Amount
1 Credit from prior year return		1	2,461
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	2,461

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

GIRL SCOUTS OF THE USA

Street

420 5TH AVENUE

City

NEW YORK

State

NY

Zip Code

10018

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

209,224

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Attachment to Form 990PF Part VIII, Column (b) Title and Average Hours Per Week Devoted To Position

The compensation reported in column (b) paid to BNY Mellon, N.A. as Corporate Trustee is calculated based on market value and current fee schedule. It is not determined on an hourly basis. Corporate Trustee services include administrative responsibilities, grant requirements, recordkeeping, investment management, income collection, statement and accounting services, and regulatory reporting.