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Extended to September 15, 2017
Return of Private Foundation

OMB No 1545-0052

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

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

For calendar year 2015 or tax year beginning NOV 1, 2015, and ending OCT 31, 2016

Name of foundation
THE WILLIAM H. DONNER FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
520 WHITE PLAINS ROAD 500

City or town, state or province, country, and ZIP or foreign postal code
TARRYTOWN, NY 10591

G Check all that apply:
☐ Initial return
☐ Final return
☐ Address change
☐ Initial return of a former public charity
☐ Amended return
☐ 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)
\$ 159,172,464. (Part I, column (d) must be on cash basis)

J Accounting method:
☐ Cash
☒ Accrual
☐ Other (specify)

A Employer identification number
23-1611346

B Telephone number
914-524-0404

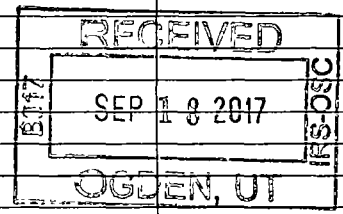
C If exemption application is pending, check here ☐

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		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)					
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	318,658.	318,658.		Statement 1
	4 Dividends and interest from securities	696,345.	696,345.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	5,693,269.			
	b Gross sales price for all assets on line 6a	38,754,933.			
	7 Capital gain net income (from Part IV, line 2)		5,463,260.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	2,060,473.	2,086,060.		Statement 3
	12 Total Add lines 1 through 11	8,768,745.	8,564,323.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees Stmt 4	115,673.	93,710.		19,232.
	b Accounting fees Stmt 5	43,036.	15,063.		25,698.
	c Other professional fees Stmt 6	2,267,419.	1,803,475.		463,944.
	17 Interest				
	18 Taxes Stmt 7	26,775.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy	555.	28.		0.
	21 Travel, conferences, and meetings	172,927.	29,666.		139,181.
	22 Printing and publications				
	23 Other expenses Stmt 8	416,756.	332,312.		79,974.
	24 Total operating and administrative expenses Add lines 13 through 23	3,043,141.	2,274,254.		728,029.
	25 Contributions, gifts, grants paid	10,372,057.			10,372,057.
	26 Total expenses and disbursements Add lines 24 and 25	13,415,198.	2,274,254.		11,100,086.
	27 Subtract line 26 from line 12	-4,646,453.			
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		6,290,069.		
	c Adjusted net income (if negative, enter -0-)			N/A	



941 22

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	244,205.	322,756.	322,756.
	2 Savings and temporary cash investments	21,138,009.	20,162,499.	20,162,499.
	3 Accounts receivable ▶ 49,716.			
	Less: allowance for doubtful accounts ▶	52,218.	49,716.	49,716.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	29,569.	29,034.	29,034.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 10	56,365,561.	68,351,594.	68,351,594.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Liabilities	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 11	82,201,626.	69,520,725.	69,520,725.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶ Statement 12)	5,000,000.	736,140.	736,140.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	165,031,188.	159,172,464.	159,172,464.
	17 Accounts payable and accrued expenses	202,490.	346,545.	
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ Statement 13)	507,960.	593,210.	
	23 Total liabilities (add lines 17 through 22)	710,450.	939,755.	
	Foundations that follow SFAS 117, check here ▶ ☒			
	and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted	154,538,566.	148,450,537.	
	25 Temporarily restricted			
	26 Permanently restricted	9,782,172.	9,782,172.	
	Foundations that do not follow SFAS 117, check here ▶ ☐			
Net Assets or Fund Balances	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	164,320,738.	158,232,709.	
	31 Total liabilities and net assets/fund balances	165,031,188.	159,172,464.	

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	164,320,738.
2 Enter amount from Part I, line 27a	2	-4,646,453.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	159,674,285.
5 Decreases not included in line 2 (itemize) ▶ See Statement 9	5	1,441,576.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	158,232,709.

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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			
b See Attached Statements			
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 38,754,933.		33,291,673.	5,463,260.

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			5,463,260.

2 Capital gain net income or (net capital loss) 2 5,463,260.

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).
If (loss), enter -0- in Part I, line 8. 3 N/A

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	6,460,172.	170,854,071.	.037811
2013	5,907,727.	165,978,776.	.035593
2012	5,263,550.	149,019,567.	.035321
2011	4,920,452.	137,519,339.	.035780
2010	5,024,573.	136,857,241.	.036714

2 Total of line 1, column (d)	2 .181219
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 .036244
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4 161,826,623.
5 Multiply line 4 by line 3	5 5,865,244.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6 62,901.
7 Add lines 5 and 6	7 5,928,145.
8 Enter qualifying distributions from Part XII, line 4	8 11,100,086.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	62,901.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	62,901.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	62,901.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	96,279.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	9,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	105,279.	
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		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	42,378.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax	11	0.	

42,378. Refunded

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)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>NY</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.DONNER.ORG</u>	X	
14 The books are in care of ► <u>FIDES, LLC</u> Telephone no. ► <u>914-524-0404</u> Located at ► <u>520 WHITE PLAINS ROAD, No. 500, TARRYTOWN, NY</u> ZIP+4 ► <u>10591</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16 At any time during calendar year 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 ►		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 ► _____, _____, _____ 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.) 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. ► _____, _____, _____	2b	
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.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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)?

N/A

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?

N/A

☐ Yes ☐ No

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

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

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 14		0.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
FIDES, LLC		
520 WHITE PLAINS ROAD, TARRYTOWN, NY 10591	MANAGEMENT	654,462.
ACCOLADE PARTNERS		
7900 WESTPARK DRIVE, MCLEAN, VA 22102	INVESTMENT ADVISOR	552,640.
CAMDEN PARTNERS		
500 EAST PRATT STREET, BALTIMORE, MD 21202	INVESTMENT ADVISOR	235,748.
OAKTREE CAPITAL MANAGEMENT		
333 SOUTH GRAND AVENUE, LOS ANGELES, CA 90071	INVESTMENT MANAGER	186,169.
CARL BACHMAN		
308 CLIFF AVENUE, PELHAM, NY 10803	LEGAL COUNCIL	99,832.
Total number of others receiving over \$50,000 for professional services		5

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

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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	163,932,575.
b	Average of monthly cash balances	1b	184,645.
c	Fair market value of all other assets	1c	173,768.
d	Total (add lines 1a, b, and c)	1d	164,290,988.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	164,290,988.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,464,365.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	161,826,623.
6	Minimum investment return. Enter 5% of line 5	6	8,091,331.

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	8,091,331.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	62,901.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	48,729.
c	Add lines 2a and 2b	2c	111,630.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	7,979,701.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	7,979,701.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	7,979,701.

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	11,100,086.
b	Program-related investments - total from Part IX-B	1b	0.
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	11,100,086.
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	5	62,901.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	11,037,185.

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.

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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				7,979,701.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			6,220,953.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 11,100,086.				
a Applied to 2014, but not more than line 2a			6,220,953.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				4,879,133.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				3,100,568.
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)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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 SEE ATTACHED STATEMENT #16 C/O FOUNDATION 520 WHITE PLAINS ROAD TARRYTOWN, NY 10591			SEE DETAILED SCHEDULE	10,372,057.
Total		▶ 3a		10,372,057.
b Approved for future payment None				
Total		▶ 3b		0.

THE WILLIAM H. DONNER FOUNDATION

Continuation for 990-PF, Part IV

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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 COOKE & BEILLER- PUBLICLY TRADED SECURITIES	P		
b DF DENT- PUBLICLY TRADED SECURITIES	P		
c ITHAKA- PUBLICLY TRADED SECURITIES	P		
d GLUSKIN SHEFF- PUBLICLY TRADED SECURITIES	P		
e HOTCHKIS WILEY- PUBLICLY TRADED SECURITIES	P		
f SENTRY - PUBLICLY TRADED SECURITIES	P		
g PEREGRINE - PUBLICLY TRADED SECURITIES	P		
h VAUGHN NELSON - PUBLICLY TRADED SECURITIES	P		
i WENTWORTH - PUBLICLY TRADED SECURITIES	P		
j WCM - PUBLICLY TRADED SECURITIES	P		
k BLUE ELITE	P		
l DCM	P		
m OAKTREE EMERGING MARKETS	P		
n ACCOLADE I LIMITED PARTNERS	P		
o ACCOLADE II LIMITED PARTNERS	P		

(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 1,907,400.		1,594,575.	312,825.
b 1,934,554.		2,225,737.	-291,183.
c 1,817,600.		1,293,638.	523,962.
d 1,530,144.		1,562,975.	-32,831.
e 3,178,285.		3,001,996.	176,289.
f 33,774.		41,474.	-7,700.
g 3,123,428.		3,769,997.	-646,569.
h 7,142,921.		7,492,310.	-349,389.
i		3,598.	-3,598.
j 1,413,237.		1,472,413.	-59,176.
k 3,817,739.		3,141,688.	676,051.
l 5,531,099.		4,236,725.	1,294,374.
m 2,496,822.		3,000,000.	-503,178.
n 305,283.			305,283.
o 1,453,013.			1,453,013.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			312,825.
b			-291,183.
c			523,962.
d			-32,831.
e			176,289.
f			-7,700.
g			-646,569.
h			-349,389.
i			-3,598.
j			-59,176.
k			676,051.
l			1,294,374.
m			-503,178.
n			305,283.
o			1,453,013.

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 }

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).
If (loss), enter "-0-" in Part I, line 8

2

3

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	(c) Date acquired	(d) Date sold
		P - Purchase D - Donation	(mo, day, yr.)	(mo, day, yr.)
1a	ACCOLADE III LIMITED PARTNERS	P		
b	ACCOLADE IV LIMITED PARTNERS	P		
c	CAMDEN II PARTNERS	P		
d	CAMDEN III PARTNERS	P		
e	CAMDEN IV PARTNERS	P		
f	CAMDEN V PARTNERS	P		
g	DEERPATH CAPITAL	P		
h	DEERPATH II CAPITAL	P		
i	LEGACY DISTRESSED PARTNERS	P		
j	LINX PARTNERS	P		
k	OCM MEZZANINE FUND II	P		
l	OCM MEZZANINE FUND III	P		
m	OCM MEZZANINE FUND IV	P		
n	OCM OPPORTUNITIES FUND VIIb	P		
o	OCM OPPORTUNITIES FUND VIII	P		

	(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	811,831.			811,831.
b	97,139.			97,139.
c			82,965.	-82,965.
d			5,078.	-5,078.
e	121,636.			121,636.
f			126,680.	-126,680.
g	316,620.			316,620.
h	43,777.			43,777.
i	58,276.			58,276.
j	18,824.			18,824.
k	26,508.			26,508.
l	169,992.			169,992.
m	6,714.			6,714.
n	12,997.			12,997.
o	46,529.			46,529.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			811,831.
b			97,139.
c			-82,965.
d			-5,078.
e			121,636.
f			-126,680.
g			316,620.
h			43,777.
i			58,276.
j			18,824.
k			26,508.
l			169,992.
m			6,714.
n			12,997.
o			46,529.

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

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).
If (loss), enter "-0-" in Part I, line 8

3

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 OCM OPPORTUNITIES FUND VIIIB	P		
b OCM OPPORTUNITIES FUND X	P		
c PERSEUS REALTY II GP	P		
d PERSEUS REALTY II LP	P		
e PONDFIELD CAPITAL	P		
f US GOVERNMENT PROPERTIES INCOME & GROWTH FUND II	P		
g CLASS ACTION GAINS	P		
h FOREIGN CURRENCY GAINS	P		
i UNRELATED BUSINESS INCOME	P		
j			
k			
l			
m			
n			
o			

(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 133,552.			133,552.
b 113,526.			113,526.
c 238,749.			238,749.
d 219,574.			219,574.
e 90,753.			90,753.
f 377,798.			377,798.
g 164,839.			164,839.
h		9,815.	-9,815.
i		230,009.	-230,009.
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			133,552.
b			113,526.
c			238,749.
d			219,574.
e			90,753.
f			377,798.
g			164,839.
h			-9,815.
i			-230,009.
j			
k			
l			
m			
n			
o			

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	5,463,260.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
ALTERNATIVE CUSTODY MM	68,877.	68,877.	
CASH NEEDS MM	249,775.	249,775.	
NORTHERN TRUST CHECKING	6.	6.	
Total to Part I, line 3	318,658.	318,658.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
COOKE & BIELER	179,281.	0.	179,281.	179,281.	
DF DENT	43,384.	0.	43,384.	43,384.	
GLUSKIN SCHEFF	36,879.	0.	36,879.	36,879.	
HOTCHKIS & WILEY	128,748.	0.	128,748.	128,748.	
ITHAKA	48,792.	0.	48,792.	48,792.	
PEREGRINE	35,964.	0.	35,964.	35,964.	
VAUGHN NELSON	142,189.	0.	142,189.	142,189.	
WCM	81,108.	0.	81,108.	81,108.	
To Part I, line 4	696,345.	0.	696,345.	696,345.	

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
CAMDEN II LIMITED PARTNERS	12.	12.	
ACCOLADE LIMITED PARTNERS	7,291.	7,291.	
CAMDEN III LIMITED PARTNERS	64,066.	64,066.	
ACCOLADE II LIMITED PARTNERS	44,016.	44,016.	
OCM MEZZANINE FUND II	26,670.	26,670.	
LYNCH JONES & RYAN- COMMISSION RECAPTURE	6,155.	6,155.	
DEERPATH II CAPITAL	209,458.	209,458.	
ACCOLADE V LIMITED PARTNERS	39.	39.	
CAMDEN IV PARTNERS	10,395.	10,395.	
DEERPATH CAPITAL	560,038.	560,038.	

ACCOLADE III. PARTNERS	14,510.	14,510.
LEGACY DISTRESSED FUND	49,081.	49,081.
OCM OPPORTUNITY VIIB	27,284.	27,284.
OCM MEZZANINE FUND III	186,345.	186,345.
PERSEUS REALTY PARTNERS GP	-75,060.	-75,060.
PRP LLC PRIVATE PLACEMENT LOAN	62,781.	62,781.
FEDERAL PROPERTIES GP	111,945.	111,945.
US GOVERNMENT PROPERTIES INCOME & GROWTH FUND II	114,987.	114,987.
OCM OPPORTUNITIES VIII	25,116.	25,116.
OCM OPPORTUNITIES VIIIB	43,254.	43,254.
SENTRY	183,361.	183,361.
PONDFIELD	344,153.	344,153.
ACCOLADE IV LIMITED PARTNERS	4,514.	4,514.
CAMDEN V LIMITED PARTNERS	10,898.	10,898.
OCM MEZZANINE FUND IV	78,628.	78,628.
OCM OPPORTUNITIES X	39,824.	39,824.
PERSEUS REALTY PARTNERS LP	-89,288.	-89,288.
SUBJECT TO UBIT	25,587.	25,587.
SUBJECT TO UBIT	-25,587.	0.
Total to Form 990-PF, Part I, line 11	2,060,473.	2,086,060.

Form 990-PF	Legal Fees	Statement	4
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CARL BACHMAN	99,832.	77,869.		19,232.
PUTNEY, TWOMBLEY & HALL	15,176.	15,176.		0.
CONYERS, DILL & PEARMAN	665.	665.		0.
To Fm 990-PF, Pg 1, ln 16a	115,673.	93,710.		19,232.

Form 990-PF	Accounting Fees	Statement	5
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
O'CONNER DAVIES	39,536.	13,838.		25,698.
OWEN J FLANAGAN & CO	3,500.	1,225.		0.
To Form 990-PF, Pg 1, ln 16b	43,036.	15,063.		25,698.

Form 990-PF	Other Professional Fees			Statement 6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FIDES PHILANTHROPIC MANAGEMENT	654,462.	229,062.		425,400.
COOKE & BIELER	49,134.	49,134.		0.
LINX PARTNERS	2,798.	2,798.		0.
ACCOLADE PARTNERS	552,640.	552,640.		0.
CAMDEN PARTNERS	235,748.	235,748.		0.
DF DENT	70,540.	70,540.		0.
DEERPATH PARTNERS	2,034.	2,034.		0.
ITHAKA CAPITAL MANAGEMENT	43,904.	43,904.		0.
RICHARD M. JOHNSTON	50,000.	50,000.		0.
LEGACY CAPITAL	36,401.	36,401.		0.
OAKTREE CAPITAL MANAGEMENT	186,169.	186,169.		0.
PERSEUS REALTY PARTNERS	3,150.	3,150.		0.
PONDFIELD CAPITAL PARTNERS	80.	80.		0.
PROGRESSIVE	44.	0.		44.
SENTRY CANADIAN FUND	33,774.	33,774.		0.
US GOVERNMENT PROPERTIES	22,507.	22,507.		0.
GLUSKIN SCHEFF	17,986.	17,986.		0.
HOTCHKIS & WILEY	65,602.	65,602.		0.
CORPORATE TECHNOLOGY	38,500.	0.		38,500.
PEREGRINE	65,684.	65,684.		0.
VAUGHN NELSON	96,202.	96,202.		0.
WCM	40,060.	40,060.		0.
To Form 990-PF, Pg 1, ln 16c	2,267,419.	1,803,475.		463,944.

Form 990-PF	Taxes			Statement 7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
EXCISE TAX	26,775.	0.		0.
To Form 990-PF, Pg 1, ln 18	26,775.	0.		0.

Form 990-PF	Other Expenses			Statement	8
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
GENERAL OFFICE	11,920.	596.		7,506.	
POSTAGE	11,162.	558.		10,604.	
INSURANCE	18,723.	936.		14,990.	
MEMBER REIMBURSEMENT	44,729.	0.		46,874.	
BANK & CUSTODY FEES	312,582.	312,582.		0.	
DUES & SUBSCRIPTIONS	17,640.	17,640.		0.	
To Form 990-PF, Pg 1, ln 23	416,756.	332,312.		79,974.	

Form 990-PF	Other Decreases in Net Assets or Fund Balances		Statement	9
Description			Amount	
CHANGE IN UNREALIZED APPRECIATION (NET OF DEFERRED TAX)			1,441,576.	
Total to Form 990-PF, Part III, line 5			1,441,576.	

Form 990-PF	Corporate Stock		Statement	10
Description	Book Value	Fair Market Value		
DOMESTIC EQUITIES STMT #15	68,351,594.	68,351,594.		
Total to Form 990-PF, Part II, line 10b	68,351,594.	68,351,594.		

Form 990-PF	Other Investments		Statement	11
Description	Valuation Method	Book Value	Fair Market Value	
ACCOLADE PARTNERS	FMV	174,536.	174,536.	
CAMDEN II PARTNERS	FMV	580,241.	580,241.	
CAMDEN III PARTNERS	FMV	4,601,473.	4,601,473.	
ACCOLADE II PARTNERS	FMV	4,801,166.	4,801,166.	
OCM MEZZANINE FUND II	FMV	579,248.	579,248.	
CAMDEN IV PARTNERS	FMV	3,870,164.	3,870,164.	

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DEERPATH CAPITAL	FMV	4,895,407.	4,895,407.
LEGACY DISTRESSED OPPORTUNITIES FUND	FMV	798,750.	798,750.
OCM OPPORTUNITIES FUND VIIb	FMV	185,410.	185,410.
ACCOLADE III PARTNERS	FMV	5,698,291.	5,698,291.
OCM OPPORTUNITIES FUND VIII	FMV	588,282.	588,282.
PERSEUS PROPERTY PARTNERS LP	FMV	2,389,000.	2,389,000.
OCM MEZZANINE FUND III	FMV	1,323,193.	1,323,193.
PERSEUS REALTY PARTNERS GP	FMV	720,319.	720,319.
DEERPATH II CAPITAL	FMV	2,077,903.	2,077,903.
OCM OPPORTUNITIES FUND VIIb	FMV	1,092,292.	1,092,292.
ACCOLADE IV PARTNERS	FMV	5,757,855.	5,757,855.
CAMDEN V PARTNERS	FMV	5,704,303.	5,704,303.
SENTRY CANADIAN FUND	FMV	5,341,612.	5,341,612.
PONDFIELD CAPITAL	FMV	4,926,335.	4,926,335.
OCM OPPORTUNITIES FUND X	FMV	852,920.	852,920.
ACCOLADE V PARTNERS	FMV	1,486,833.	1,486,833.
OCM MEZZANINE FUND IV	FMV	1,941,644.	1,941,644.
KNIGHTHEAD	FMV	867,885.	867,885.
WARATAH ONE OFFSHORE FUND	COST	5,274,186.	5,274,186.
VAN ECK EMERGING MARKETS	COST	2,991,477.	2,991,477.
Total to Form 990-PF, Part II, line 13		69,520,725.	69,520,725.

Form 990-PF	Other Assets		Statement 12
Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
DUE FROM INVESTMENT MANAGER	5,000,000.	553,110.	553,110.
ACCURED INVESTMENT INCOME	0.	63,805.	63,805.
PREPAID EXCISE AND UNRELATED BUSINESS INCOME TAXES	0.	119,225.	119,225.
To Form 990-PF, Part II, line 15	5,000,000.	736,140.	736,140.

Form 990-PF	Other Liabilities		Statement 13
Description	BOY Amount	EOY Amount	
DEFERRED EXCISE TAX PAYABLE	467,460.	438,039.	
EXCISE TAX PAYABLE	40,500.	0.	
PENDING TRADES	0.	155,171.	
Total to Form 990-PF, Part II, line 22	507,960.	593,210.	

Form 990-PF Part VIII - List of Officers, Directors Statement 14
 Trustees and Foundation Managers

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
HON. CURTIN WINSOR, JR. 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	TREASURER 1.00	0.	0.	0.
JOSEPH W. DONNER, JR. 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	TRUSTEE 0.50	0.	0.	0.
DEBORAH DONNER 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	TRUSTEE 0.50	0.	0.	0.
ALEXANDER B. DONNER, ESQ. 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	SECRETARY 1.00	0.	0.	0.
BRITTANY D. ROY 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	TRUSTEE 0.50	0.	0.	0.
TIMOTHY E. DONNER 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	TRUSTEE 0.50	0.	0.	0.
STEPHANIE K. HANSON 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	TRUSTEE 0.50	0.	0.	0.
CRISTINA WINSOR 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	TRUSTEE 0.50	0.	0.	0.
MICHAEL HUNTER SPENCER 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	TRUSTEE 0.50	0.	0.	0.
ROBERT D. SPENCER 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	TRUSTEE 0.50	0.	0.	0.
WILLIAM M. SPENCER, III 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	VICE PRESIDENT/ASSISTANT T 1.00	0.	0.	0.

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REBECCA D. WINSOR 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	PRESIDENT 1.00	0.	0.	0.
DAVID W. DONNER 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	TRUSTEE 0.50	0.	0.	0.
ANITA WINSOR EDWARDS 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	TRUSTEE 0.50	0.	0.	0.
MONICA WINSOR 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	TRUSTEE 0.50	0.	0.	0.
SHARON W. LAINHART 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	TRUSTEE 0.50	0.	0.	0.
JOSEPH W. DONNER III 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	TRUSTEE 0.50	0.	0.	0.
DILLON ROY 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	TRUSTEE 0.50	0.	0.	0.
AARON D. SPENCER 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	TRUSTEE 0.50	0.	0.	0.
KAILA B. SPENCER 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	TRUSTEE 0.50	0.	0.	0.
TIMOTHY J. DONNER 520 WHITE PLAINS ROAD, SUITE 500 TARRYTOWN, NY 10591	TRUSTEE 0.50	0.	0.	0.

Totals included on 990-PF, Page 6, Part VIII

0.	0.	0.
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WH Donner Foundation
Publicly Traded Equities Summary
10/31/2016

<u>Fair Market Value</u>	<u>Cooke & Bieler</u>	<u>DF Dent</u>	<u>Gluskin Sheff</u>	<u>Hotchkis Wiley</u>	<u>Ithaka</u>	<u>Peregrine</u>	<u>Vaughn Nelson</u>	<u>WCM</u>	<u>DEA Shares</u>	<u>Total FMV</u>
Domestic Equities	8,964,901	7,709,163	1,678,453	7,209,494	8,850,922	6,983,370	9,836,297	5,591,250	11,527,746	68,351,595
Pending Trades	(56,038)	(72,435)	(11,719)	(28,990)	0	32,387	(18,377)	0	0	(155,172)
	<u>8,908,863</u>	<u>7,636,728</u>	<u>1,666,734</u>	<u>7,180,504</u>	<u>8,850,922</u>	<u>7,015,757</u>	<u>9,817,921</u>	<u>5,591,250</u>	<u>11,527,746</u>	<u>68,196,423</u>

William H. Donner Foundation
Equity Listing
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Shares	Holding	Market Value
1,031	TALEND S A AMERN DEPOSITARY SH	22,342
2,532	2U INC COM	88,266
700	3M CO COM	115,710
7,710	AAC HLDGS INC COM	126,367
5,500	ABBOTT LABORATORIES	215,820
1,535	ACCENTURE PLC SHS CL A NEW	178,428
7,414	ACCURAY INC DEL COM	36,329
3,802	ACXIOM CORP COM	89,575
1,206	ADEPTUS HEALTH INC CL A CL A	36,325
1,605	ADIDAS AG	131,610
2,816	ADOBE SYS INC COM	302,748
20,880	ADR AMBEV SA SPONSORED ADR	123,192
38,900	ADR CAIRN ENERGY PLC ADR NEW ADR	193,201
5,055	ADR CHR HANSEN HLDG A/S SPONSORED ADR	151,953
25,835	ADR COLOPLAST A/S ADR	178,520
10,410	ADR COMPASS GROUP PLC SPONSORED ADR NEW JUNE 2014	189,046
6,830	ADR CSL LTD SPONSORED ADR	260,496
4,300	ADR CTRIP COM INTL LTD ADS	189,845
7,740	ADR DSV AS	187,076
4,400	ADR EMBRAER S A SPONSORED ADR REPSTG 4 COM SHS	94,116
2,675	ADR ESSILOR INTL ADR	150,442
2,820	ADR HDFC BK LTD ADR REPSTG 3 SHS	199,600
3,320	ADR HERMES INTL SCA ADR	134,858
5,550	ADR INDUSTRIA DE DISENO TEXTIL INDITEX SA ADR ADR	96,820
4,715	ADR LVMH MOET HENNESSY LOUIS VUITTON ADR	171,626
3,545	ADR NESTLE S A SPONSORED ADR REPSTG REG SH	257,527
4,725	ADR NOVO-NORDISK A S ADR	167,927
4,390	ADR NOVOZYMES A/S ADR	162,276
15,725	ADR RECKITT BENCKISER PLC SPONSORED ADR	286,824
11,010	ADR SHOPRITE HLDGS LTD SPONSORED ADR	162,838
1,141	ADR SILICON MOTION TECHNOLOGY CORP SPONSORED ADR REPSTG SHS	46,336
11,035	ADR TENCENT HLDGS LTD ADR	292,759
4,100	ADR UNILEVER N V NEW YORK SHS NEW	171,462
4,275	ADR WAL-MART DE MEXICO SAB DE CV	90,224
2,475	ADVANSIX INC COM	39,501
6,800	AERCAP HOLDINGS N.V	279,548
210	AGRIUM INC COM NPV	19,293
5,300	ALBANY MOLECULAR RESH INC COM	82,627
1,096	ALDER BIOPHARMACEUTICALS INC COM	26,578
1,643	ALEXION PHARMACEUTICALS INC COM	214,412
1,540	ALIMENTATION COUCHE-TARD CLASS'B'SUB-VTG COM NPV	77,422
1,000	ALLIANCE DATA SYS CORP COM	204,470
1,200	ALLISON TRANSMISSION HOLDING	35,148
2,200	ALLY FINL INC COM	39,754
667	ALNYLAM PHARMACEUTICALS INC COM	23,745
566	ALPHABET INC CAP CL C	444,050
633	AMAZON COM INC COM	499,956
2,200	AMERICAN EXPRESS CO.	146,124
1,500	AMERICAN WOODMARK CORP COM	112,050
3,000	AMETEK INC NEW COM	132,300

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Shares	Holding	Market Value
2,450	AMN HEALTHCARE SVCS INC COM	80,360
2,217	AMPLIFY SNACK BRANDS INC COM	32,124
3,525	AMSURG CORP STOCK MERGER ENVISION HEALTHCARE 2E1TAV2 12-02-2016	210,619
719	ANALOGIC CORP COM	58,850
3,358	ANSYS INC COM	306,753
1,952	APOGEE ENTERPRISES INC.	79,544
6,874	APPLIED MICRO CASH AND STOCK MERGER MACOM TECHNOLOGY 2H1SAH1 01-27-2017	50,868
3,330	ARC RES LTD CDA COM	56,575
1,620	ARGO GROUP INTERNATIONAL HOLDINGS	90,072
2,100	ARITZIA INC SUB VTG SHS	28,674
10,500	ARRIS INTERNATIONAL LTD	291,690
4,625	ASPEN INSURANCE HLDGS COM	223,156
1,717	AT HOME GROUP INC COM	19,230
2,986	ATRICURE INC COM STK	54,465
1,000	AVIS BUDGET GROUP INC COM STK	32,360
3,200	AVNET, INC.	134,240
6,900	AXALTA COATING SYSTEMS LTD	173,328
1,200	BALL CORP.	92,484
12,000	BANK OF AMERICA CORP	198,000
2,080	BANK OF NOVA SCOTIA COM NPV	111,865
800	BECTON, DICKINSON AND CO.	134,328
4,000	BED BATH & BEYOND INC COM	161,680
1,690	BENEFITFOCUS INC COM	54,925
1,500	BERKSHIRE HATHAWAY INC-CL B	216,450
900	BEST BUY, INC., COMMON STOCK	35,019
303	BIOGEN INC COMMON STOCK	84,895
1,245	BIOMARIN PHARMACEUTICAL INC COM	100,247
1,651	BIO-TECHNE CORP COM	171,687
2,348	BLACKBAUD INC COM	144,167
3,165	BOISE CASCADE CO COM	60,926
9,300	BOOZ ALLEN HAMILTON HLDG CORP CL A COM STK	283,371
2,400	BRINKER INTL INC COM	118,176
1,950	BROADSOFT INC COM	81,023
2,300	BROOKFIELD ASSET MGMT INC LIMITED VOTING SHARES CLASS A	80,605
5,425	BROWN & BROWN INC COM	199,966
2,600	BROWN & BROWN INC COM	95,836
1,900	BUNGE LIMITED	117,819
893	BURLINGTON STORES INC COM	66,921
2,600	CACI INTL INC CL A CL A	254,410
3,844	CADENCE DESIGN SYS INC COM	98,330
7,225	CALLON PETE CO DEL COM	93,853
22,100	CALPINE CORP COM NEW STK	262,990
2,510	CANADIAN APARTMENT PROPERTIES REAL TRUST UNITS	54,910
300	CANADIAN NATIONAL RAILWAYS CO COM NPV	18,874
1,910	CANADIAN NATURAL RESOURCES COM NPV	60,667
1,700	CANADIAN PAC RY LTD COM NPV	243,032
380	CANADIAN PACIFIC RAILWAY LIMITED COM NPV	54,364
680	CANADIAN REAL ESTATE INVESTMENT TST UNIT BEN INT	23,430
3,329	CAPITAL SR LIVING CORP COM	53,164
2,700	CARDINAL HEALTH INC	185,463

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Equity Listing
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Shares	Holding	Market Value
5,696	CARMAX INC COM	284,458
3,300	CARNIVAL CORP COM PAIRED	162,030
4,412	CBRE GROUP INC CL A CL A	113,653
4,200	CBRE GROUP INC CL A CL A	108,192
220	CCL INDUSTRIES INC CLASS'B'NON VTG COM NPV	39,156
3,200	CDW CORP COM	143,712
3,105	CELGENE CORP COM	317,269
1,368	CEMPRA INC COM	24,795
2,924	CENTRAL GARDEN & PET CO CL A	68,246
11,750	CERUS CORP COM	56,635
900	CHEVRON CORP COM	94,275
1,383	CHICAGO BRDG & IRON CO N V COM NV	44,284
3,760	CHICOS FAS INC COM	43,879
2,275	CHUBB LTD ORD CHF24.15	288,925
1,500	CHUBB LTD ORD CHF24.15	190,500
3,346	CIENA CORP COM NEW	64,845
840	CINEPLEX INC COM NPV	31,964
4,600	CIT GROUP INC NEW COM NEW COM NEW	167,118
10,600	CITIZENS FINL GROUP INC COM	279,204
4,400	CIVITAS SOLUTIONS INC COM	75,240
4,900	CNO FINL GROUP INC COM	73,892
62,700	COBALT INTL ENERGY INC COM	59,195
3,700	COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	189,995
3,750	CONTINENTAL BLDG PRODS INC COM	76,688
2,047	COPART INC COM	107,406
1,825	CORE LABORATORIES NV	176,970
2,225	CORNERSTONE ONDEMAND INC COM	91,893
11,500	CORNING INC COMMON STOCK	261,165
700	CORRECTIONS CORP NAME CHANGE CORECIVIC INC 2B1CAX2 11-10-2016	10,115
1,190	COSTAR GROUP INC COM	222,673
2,900	COTIVITI HLDGS INC COM	89,523
468	COTIVITI HLDGS INC COM	14,447
3,300	CROWN HLDGS INC COM	179,025
770	CUMMINS INC	98,421
1,485	CYBER-ARK SOFTWARE LTD COM	69,424
7,033	CYPRESS SEMICONDUCTOR CORP COM	70,119
	DEA	11,527,746
3,429	DEL TACO RESTAURANTS INC NEW COM USD	45,983
1,544	DEXCOM INC COM	120,803
699	DEXCOM INC COM	54,690
1,400	DIAGEO PLC SPONSORED ADR NEW	150,542
577	DIAMONDBACK ENERGY INC COM	52,674
1,354	DICKS SPORTING GOODS INC OC-COM OC-COM	75,350
6,100	DISCOVERY COMMUNICATIONS INC NEW COM SERA STK	159,271
1,600	DISCOVERY COMMUNICATIONS INC NEW COM SERC COM SER C	40,176
780	DOLLARAMA INC COM STK NPV	58,332
816	DOMINOS PIZZA INC COM	138,100
5,000	DONALDSON INC COM	182,600
1,450	DUN & BRADSTREET CORP DEL NEW COM	181,033
3,700	EATON CORP PLC COM	235,949

William H. Donner Foundation

Equity Listing

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Shares	Holding	Market Value
2,601	ECOLAB INC COM STK	296,956
2,512	EDWARDS LIFESCIENCES CORP COM	239,193
3,150	EL PASO ELEC CO COM NEW	145,530
945	EMERGENT BIOSOLUTIONS INC COM	25,250
2,040	ENCANA CORPORATION COM NPV	19,468
5,100	ENGILITY HLDGS INC NEW COM	146,523
1,239	ENPRO INDS INC COM	67,055
2,789	ENSIGN GROUP INC COM STK	51,513
3,867	ENVESTNET INC COM STK	136,698
30,500	ERICSSON	148,535
3,812	ESSENT GROUP LTD COM STK	100,789
1,807	EVERCORE PARTNERS INC CL A CL A	97,126
3,073	EVOLENT HEALTH INC CL A CL A	64,687
12,455	EXPERIAN PLC	240,008
4,103	EXPONENT INC COM STK	234,897
4,392	EXTENDED STAY AMER INC PAIRED	62,806
2,500	EXXON MOBIL CORP COM	208,300
5,528	FACEBOOK INC CL A CL A	724,113
1,665	FASTENAL CO COM	64,902
6,100	FIDELITY NATL FINL INC NEW FORMERLY FIDELITY	219,051
4,100	FIFTH THIRD BANCORP.	89,216
6,500	FIRST AMERN FINL CORP COM STK	253,890
7,925	FIRST FINL BANCORP OHIO COM	170,388
5,825	FIRST MERCHANTS CORP COM	163,974
1,620	FIRST NATL FINL CORP CDA COM	29,553
4,175	FIRSTCASH INC COM	197,060
1,650	FIRSTSERVICE CORP NEW SUB-VTG COM NPV	66,911
2,205	FLEXION THERAPEUTICS INC COM	42,116
6,936	FORMFACTOR INC COM STK	62,251
3,134	FORTERRA INC COM	53,905
4,425	FORUM ENERGY TECH COM	79,650
4,575	FRANKLIN ELEC INC COM	166,759
1,940	FREEHOLD ROYALTIES LTD COM	18,238
14,775	FS INVT CORP COM	141,840
2,728	GASLOG LTD	41,875
1,750	GENESEE & WYO INC CL A CL A	118,895
1,012	GENESEE & WYO INC CL A CL A	68,755
2,228	GENTHERM INC COM NPV	62,718
4,000	GEO GROUP INC(THE) COM	95,840
7,200	GILDAN ACTIVEWEAR INC COMMON	184,824
875	GLOBAL BRASS & COPPER HLDGS INC COM	25,113
8,000	GOODYEAR TIRE & RUBBER CO.	232,240
600	GRAINGER, W. W., INC.	124,872
1,495	GRANITE CONSTRUCTION INC.	73,494
17,775	GRAPHIC PACKAGING HLDG CO COM STK	222,188
2,175	GROUP 1 AUTOMOTIVE INC COM	131,087
5,710	HEALTHCARE SVCS GROUP INC COM	211,099
2,461	HEALTH EQUITY INC COM	81,779
5,056	HERSHA HOSPITALITY TR PRIORITY SHS BEN INT CL A NEW PRIORITY SHS BEN INT CL A NE	90,098
600	HESS CORP COM STK	28,782

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Shares	Holding	Market Value
8,800	HEWLETT PACKARD ENTERPRISE CO COM	197,736
6,200	HILLENBRAND INC COM STK	188,170
1,304	HOME DEPOT INC.	159,101
5,975	HOPE BANCORP INC COM	96,437
3,592	HORTONWORKS INC COM	27,443
4,228	HOUGHTON MIFFLIN HARCOURT CO COM	53,484
1,251	HUB GROUP INC CL A	45,599
3,600	ICF INTL INC COM STK	167,040
1,695	ICON PLC COM	136,075
1,474	ICON PLC COM	118,333
1,527	ILLUMINA INC COM	207,886
1,430	ILLUMINA INC COM	194,680
8,606	IMAX CORP COMMON STOCK	260,332
3,228	IMAX CORP COMMON STOCK	97,647
1,553	INCYTE CORP COM	135,064
500	INDUSTRIAL ALLIANCE INS & FINL SVC COM NPV	19,377
1,314	INOGEN INC COM	70,522
1,710	INOVALIS REAL ESTATE INVT TR UNIT	12,516
950	INTACT FINANCIAL CORPORATION COM NPV	64,630
800	INTEGRA LIFESCIENCES HOLDING CORP COM DESPERATE	63,608
400	INTEROIL CORP COM	19,848
9,350	INTERRENT REAL EST INVESTMENT TRUST TRUST UNITS	51,485
894	INTREXON CORP COM	23,333
315	INTUITIVE SURGICAL INC COM NEW STK	211,705
1,500	JOHNSON & JOHNSON COM	173,985
4,300	JPMORGAN CHASE & CO COM	297,818
3,085	K2M GROUP HLDGS INC COM	52,661
6,050	KAR AUCTION SVCS INC COM STK	257,609
1,536	KAR AUCTION SVCS INC COM STK	65,403
2,926	KATE SPADE & COMPANY COM	49,011
1,625	KIRBY CORP COM	95,794
2,900	KOHL'S CORP COMMON STOCK	126,875
38,000	KOSMOS ENERGY LTD	197,980
4,150	LA Z BOY INC COM	97,110
2,400	LABORATORY CORP AMER HLDGS COM NEW	300,816
2,487	LAKELAND FINL CORP COM STK	91,621
12,625	LAREDO PETROLEUM INC	150,490
300	LIFEPOINT HEALTH INC COM	17,955
718	LIFEPOINT HEALTH INC COM	42,972
1,800	LINCOLN ELEC HLDGS INC COM	118,494
3,700	LINEAR TECHNOLOGY CASH AND STOCK MERGER ANALOG DEVICES 2020770 03-13-2017	222,222
2,547	LIONS GATE PLAN OF REORG LIONS GATE2E1BAG2 2E18A72 12-09-2016	51,857
575	LITTELFUSE INC COM	80,213
12,977	LKQ CORP COM LKQ CORP	418,898
2,368	LYON WILLIAM HOMES CL A NEW COM USD0.01 CL'A'(POST REV SPLIT)	42,292
2,750	MADDEN STEVEN LTD COM	91,850
1,260	MAMMOTH ENERGY SVCS INC COM	17,010
9,900	MARATHON OIL CORP COM	130,482
264	MARKEL CORP HOLDING CO COM	231,642
9,300	MARVELL TECH GROUP COM	121,179

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Shares	Holding	Market Value
817	MASONITE INTL CORP NEW COM	46,487
3,892	MASTERCARD INC CL A	416,522
1,206	MAXIMUS INC COM	62,784
11,500	MCDERMOTT INTL INC COM	59,110
1,788	MEDIA GEN CASH AND STOCK MERGER NEXTAR MEDIA 2002251 2E1HA32 01-17-2017	30,128
903	MEDIDATA SOLUTIONS INC COM	43,335
4,775	MFC ISHARES TR RUSSELL 2000 VALUE ETF	484,567
2,456	MICROSEMI CORP COM	103,471
1,633	MIDDLEBY CORP COM	183,076
1,580	MIMECAST LIMITED MIMECAST LTD	31,979
837	MONRO MUFFLER BRAKE INC COM	46,035
3,439	MOODYS CORP COM	345,688
460	MORGUARD CORPORATION COM STK NPV	57,829
8,800	MULTI PACKAGING SOLUTIONS INTL MULTI PACKAGING SOLUTIONS INTL COM	118,888
1,775	MULTI-COLOR CORP COM	115,242
3,000	MURPHY OIL CORP. COMMON STOCK	77,610
2,091	NANOMETRICS INC COM DELAWARE	43,681
10,000	NAVISTAR INTL CORP NEW COMMON STOCK	223,000
4,557	NCI BUILDING SYSTEMS INC COM NEW	65,621
821	NEVRO CORP COM	75,466
7,400	NEWS CORP COM CL A	89,688
2,138	NIKE INC CL B CL B	107,285
1,540	NORTH WEST CO INC COM NPV	29,415
1,530	NORTHLAND PWR INC COM	27,398
3,100	NORTHWESTERN CORP COM NEW COM NEW	178,405
2,949	NOVOCURE LTD COM USD0.00	17,841
23,600	NRG ENERGY INC COM NEW	250,868
4,184	NUANCE COMMUNICATIONS INC COM	58,660
310	O REILLY AUTOMOTIVE INC NEW COM	81,976
9,900	OASIS PETE INC NEW COM STK	103,851
897	OBALON THERAPEUTICS INC COM	11,598
75,900	OFFICE DEPOT INC COMMON STOCK	239,085
6,650	OLD NATL BANCORP IND COM	97,755
3,100	OMNICOM GROUP INC.	247,442
2,143	ON ASSIGNMENT INC COM	73,741
9,600	ON SEMICONDUCTOR CORP COM	112,032
199,400	OPHIR ENERGY PLC ORD	168,587
961	OSI SYS INC COM	67,395
3,107	PACIFIC BIOSCIENCES OF CALIFORNIA INC	26,410
3,300	PACIFIC PREMIER BANCORP COM	85,305
1,161	PACIRA PHARMACEUTICALS INC COM	36,920
1,732	PALO ALTO NETWORKS INC COM	266,434
3,165	PANDORA MEDIA INC	35,859
1,800	PARKER-HANNIFIN CORP	220,950
2,510	PARKLAND FUEL CORP COM	58,674
3,958	PARTY CITY HOLDCO INC COM	64,318
4,857	PAYPAL HLDGS INC COM	202,343
851	PDC ENERGY INC COM	52,192
5,482	PGT INC COM	53,724
7,200	PHH CORP COM NEW COM NEW	104,544

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Equity Listing

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Shares	Holding	Market Value
1,550	PHILIP MORRIS INTL COM STK NPV	149,482
2,100	PNC FINANCIAL SERVICES GROUP	200,760
8,300	POPULAR INC COM NEW COM USD6 (POST REV SPLIT)	301,290
1,414	PORTOLA PHARMACEUTICALS INC COM	25,707
4,017	PRA GROUP INC COM	128,142
1,575	PRA HEALTH SCIENCES INC COM	83,822
7,400	PROGRESSIVE CORP., OHIO	233,174
10,195	PROS HLDGS INC COM	223,474
5,150	PROSPERITY BANCSHARES INC COM	285,671
2,486	PTC INC COM	117,936
3,519	QEP RES INC COM STK	56,550
1,636	QTS RLTY TR INC COM CL A COM CL A	75,191
617	RADIUS HEALTH INC COM NEW COM NEW	26,482
5,525	RAMCO-GERSHENSON PPTYS TR COM SH BEN INTCOM SH BEN INT	95,804
3,699	REALPAGE INC	100,613
4,797	RED HAT INC COM	371,528
792	REGENERON PHARMACEUTICALS INC COM	273,256
27,400	REGIONS FINL CORP NEW COM	293,454
2,275	RELIANCE STL & ALUM CO	156,475
2,275	RENAISSANCE RE HLDGS LTD	282,760
2,200	RENAISSANCE RE HLDGS LTD	273,438
2,300	RENT A CTR INC NEW COM	23,207
2,200	ROCKWELL COLLINS INC COM	185,504
450	ROGERS COMMUNICATIONS INC CLASS'B	18,118
2,306	ROPER TECHNOLOGIES , INC	399,653
1,240	ROYAL BANK OF CANADA COM NPV	77,532
30,400	ROYAL MAIL PLC ORD	182,236
2,661	RPX CORP COM	25,971
3,935	RUBICON PROJ INC COM	30,142
6,375	SALESFORCE COM INC	479,145
7,900	SANTANDER CONSUMER USA HLDGS INC COM	96,380
2,430	SBA COMMUNICATIONS NAME CHANGE SBA 2E14AG2 01-17-2017	275,270
1,612	SECUREWORKS CORP CL A CL A	19,005
5,821	SEI INVTS CO COM	258,045
1,022	SERVISFIRST BANCSHARES INC	55,331
8,910	SGS SA	179,893
1,690	SHOPIFY INC CL A SHOPIFY INC	70,051
435	SIGNATURE BK NEW YORK N Y COM	52,444
2,180	SIGNET JEWELERS LTD ORD	177,147
2,100	SILGAN HLDGS INC COM	106,995
3,750	SILICON LABORATORIES INC COM	224,813
1,808	SMITH A O CORP COM	81,667
1,550	SNC-LAVALIN GROUP INC COM NPV	63,029
1,214	SNYDERS-LANCE INC COM	43,182
2,714	SPECTRANETICS CORP COM	58,894
1,425	SPIRE INC COM	89,490
2,830	SPLUNK INC COMSTK COM	170,338
3,237	SPORTSMANS WHSE HLDGS INC COM	29,780
1,923	SPX CORP COM	36,556
4,491	SS&C TECHNOLOGIES HLDGS INC COM	143,398

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Shares	Holding	Market Value
4,000	STAPLES INC COM	29,600
6,271	STARBUCKS CORP COM	332,802
3,700	STATE STR CORP COM	259,777
2,821	STEEL DYNAMICS INC COM	77,465
1,144	STERICYCLE INC COM	91,623
1,743	STERIS PLC NEW STERIS LTD COMSTK	116,467
1,598	STIFEL FINL CORP COM	62,546
1,560	SUN LIFE FINANCIAL INC COM NPV	52,250
600	SUN TRUST BANKS, INC.	27,138
6,175	SURGERY PARTNERS INC COM	99,418
3,343	SURGERY PARTNERS INC COM	53,822
709	SVB FINANCIAL GROUP	86,689
2,828	SWIFT TRANSN CO CL A CL A	63,291
1,211	SYNCHRONOSS TECHNOLOGIES INC	44,456
3,290	SYSMEX CORP ADR	114,558
10,100	TAIWAN SEMICONDUCTOR MFG CO LTD SPONSORED ADR	314,110
7,875	TCP CAP CORP COM	125,921
2,400	TEAM INC COM STK	73,800
2,255	TELADOC INC COM	36,644
682	TEMPUR SEALY INTL INC COM	36,876
2,300	TERADATA CORP DEL COM STK	62,008
4,087	TERADYNE INC COM	95,186
367	TESARO INC COM	44,363
267	THE PRICELINE GROUP INC	393,619
3,900	THERMON GROUP HLDGS INC	71,487
1,500	TIFFANY & CO COMMON STOCK	110,130
2,873	TJX COS INC COMMON NEW	211,884
1,490	TORONTO-DOMINION BANK COM NPV	67,660
1,396	TOWER INTL INC COM STK	30,293
800	TRANSCANADA CORPORATION COM NPV	36,244
523	TRANSDIGM GROUP INC COM	142,497
989	TRANSDIGM GROUP INC COM	269,463
10,700	TRI POINTE GROUP INC COM	115,881
6,440	TRICON CAPITAL GROUP COM NPV	41,996
8,775	TRIMBLE INC COM TRIMBLE INC	242,541
9,000	TWENTY-FIRST CENTURY FOX INC CL A	236,430
1,536	TYLER TECHNOLOGIES INC COM STK	246,374
2,024	ULTA BEAUTY INC COM STK	492,520
896	ULTIMATE SOFTWARE GROUP INC COM	189,047
262	ULTIMATE SOFTWARE GROUP INC COM	55,279
3,830	UNDER ARMOUR INC CL A	119,113
3,857	UNDER ARMOUR INC CL C COM	99,742
6,150	UNION BANKSHARES CORP NEW COM	171,770
1,700	UNITED PARCEL SVC INC CL B	183,192
1,600	UNITEDHEALTH GROUP INC COM	226,128
3,900	UNUM GROUP	138,060
1,409	VANTIV INC COM	82,229
3,050	VECTREN CORP COM	153,446
3,725	VERINT SYS INC COM	134,100
4,295	VERISK ANALYTICS INC COM STK	350,257

William H. Donner Foundation
Equity Listing
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Shares	Holding	Market Value
1,470	VERMILION ENERGY INC COM NPV	57,692
3,058	VIRTU FINL INC CL A CL A	39,142
506	VIRTUS INVT PARTNERS INC COM	54,294
3,050	VIRTUSA CORP COM	57,767
6,319	VISA INC COM CL A STK	521,381
2,625	VISTA OUTDOOR INC COM	101,509
10,000	VWR CORP COM	275,100
4,669	WABASH NATL CORP COM	52,526
2,115	WABTEC CORP COM	163,511
4,617	WAGEWORKS INC COM	272,172
2,213	WALT DISNEY CO	205,123
1,229	WASTE CONNECTIONS INC (CA) COM NPV	92,305
3,457	WASTE CONNECTIONS INC COM	260,001
6,125	WEBSTER FINANCIAL CORP. WATERBURY CONN COMMON STOCK	247,450
6,400	WELLS FARGO & CO NEW COM STK	294,464
2,675	WESCO INTL INC COM	144,985
1,900	WESCO INTL INC COM	102,980
2,496	WEST CORPORATION COM RESTRICTED	49,221
5,400	WESTERN UNION CO	108,378
900	WHIRLPOOL CORP.	134,838
25,900	WHITING PETE CORP COM STK	213,416
1,485	WILLIS TOWERS WATSON PLC COM	186,962
1,860	WORKDAY INC CL A COM	161,225
4,700	WORLD FUEL SERVICE COM STK	189,175
2,780	WRIGHT MEDICAL GROUP NV	60,910
6,795	YANDEX N.V. COM USD0.01 CL 'A	133,794
1,750	ZEBRA TECHNOLOGIES CORP CL A	115,220
1,646	ZENDESK INC COM	43,273
700	ZIONS BANCORP	22,547
2,236	ZOES KITCHEN INC COM	50,690
		<u>68,351,595</u>

The William H. Donner Foundation
Grants Paid
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Grantee	Purpose	Amount
10,000 Degrees	General Support	7,500
60 Plus Foundation	General Support	25,000
Adventure Scientists	General Support	20,000
African Wildlife Foundation, Inc.	Volcanoes National Parkland Expansion	12,500
Agricultural Institute of Marin	General Support	25,000
Alaska SPCA	General Support	25,000
Alaska Zoo	General Support	10,000
Alliance for Hope International	General Support	5,000
Alzheimer's Orange County	General Support	5,000
	Protect Sacred Waters of Amazon- Save Our Global	
Amazon Watch	Climate Future	60,000
Amboseli Trust for Elephants	Elephants & Risk: Surviving in a Human World	95,000
American Civil Rights Union	General Support	5,000
American Conservatory Theater	General Support	6,000
American Foreign Policy Council	General Support	95,000
American Humane Association	General Support	160,000
American Humane Association	Matching Gift - General Support	176,174
American Media Institute	Opportunity to Challenge the Establishment Media	22,000
American Spectator Foundation, Inc	General Support	22,500
American Spectator Foundation, Inc	General Support	10,000
American Studies Center	Radio America - General Support	20,000
American-Russian Cultural Coop Foundation	General Support	19,988
Anglosphere Society	General Support	20,000
Anglosphere Society	General Support	20,000
Anglosphere Society	General Support	5,000
Aquidneck Land Trust	General Support	50,000
	Develope Online Resource on Role of Religion in	
Ashland University	American History	25,000
Asolo Theatre, Inc	General Support	20,000
Assoc of Community Empl Prog for Homeless	General Support	7,500
Assoc of Former Intelligence Officers	General Support	5,000
Atlas Economic Research Foundation	General Support	25,000
Autism Village Foundation	Expansion & Promotional Services Establishing	50,000
AWAIC	AWAIC Moving Forward Program	100,000
Batonga Foundation	General Support	30,000
Bay Area Community Resources	CHALK	10,000
Bay Area Discovery Museum	Early Childhood Fab Lab	20,000
Bay Area German Shepherd Dog Rescue	General Support	2,000
Bay Area Medical Services	General Support	20,000
Beaubien School	General Support	60,000
Belmont Historical Society	General Support	5,000
Bhutan Foundation	General Support	25,000
Bhutan Foundation	Enhancing Community & Cultural Vitality in Rural Bhutan	190,000
Bhutan Foundation	General Support	124,602
Big Future Group Inc.	General Support	10,000
Bob Carter's Actors Workshop & Rep Co	General Support	50,000
Buck Institute for Research on Aging	General Support	13,000
	Invisible Boundaries: Exploring Yellowstone's Great	
Buffalo Bill Memorial Association	Animal Migrations	40,000
California State Parks Foundation	General Support	30,000
Canines for Disabled Kids Inc	General Support	8,000
Capital Research Center	General Support	30,000

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Grantee	Purpose	Amount
Care for Skin Foundation Inc	General Support	6,500
Care for Skin Foundation Inc.	General Support	5,500
Caring Canines Visiting Therapy Dogs Inc.	General Support	2,000
Carter Center, Inc.	Elimination of Blinding Trachoma in Ethiopia	200,000
Casa De Amparo	General Support	20,000
Castlemont Comm. Transformation Schools	General Support	5,500
Catholic Big Sisters and Big Brothers	General Support	1,425
CATO Institute	General Support	30,000
Center for a Free Cuba	General Support	24,000
Center for Community Change	Engage Women of Color & Allies to Confront Racism & Sexism	20,000
Center for Immigration Studies	General Support	40,000
Center for Security Policy, Inc.	General Support	37,500
Central Union Mission	General Support	40,000
Challenged Athletes Foundation, Inc	General Support	50,000
Citizen Schools, Inc	ELT for Low Income Students in Chelsea, MA	70,000
City Arts and Lectures Inc.	General Support	7,500
City Slicker Farms	General Support	2,500
Claude Moore Colonial Farm at Turkey Run	General Support	5,000
Coaching Corps	General Support	5,000
Coalition Against Trafficking in Women	General Support	5,000
Colonial Dames of America	General Support	1,500
Colonial Dames of America	General Support	1,500
Colorado Film Society	General Support	45,000
Colorado Music Festival	General Support	50,000
Colorado Music Festival	General Support	10,000
Colorado Seminary	General Support-Institute for Advancement of American Legal System	15,000
Colorado Springs Conservatory Foundation	General Support	20,000
Community Foundation for National Capital Regul	Miss DC Scholarship Fund	35,000
ConSource	National Constitutional Literacy Campaign	10,000
ConSource	General Support	10,000
Correctional Association of NY	Women in Prison Project	20,000
Covenant House New York	General Support	60,000
Culinary Institute of America	Sommelier Summit	5,000
Dacor Bacon House Foundation	General Support	5,000
Daniel Morgan Academy	General Support	150,000
Denver City Lax	Children's Book	20,000
Denver City Lax	Workplace & Organizational Development	30,000
Denver Inner City Parish	La Academia General Support	20,000
Denver Justice Council	General Support	25,000
Dogs Deserve Better Inc	Hero Fund Project	30,000
Dogs Deserve Better Inc.	General Support	20,000
East Bay College Fund	General Support	15,000
Equine Advocates Incorporated	General Support	34,000
Equine Advocates Incorporated	General Support	12,012
Evangelical Presbyterian Church	Fourth Presbyterian Church-Special Blessings	6,000
Faith Network of the East Bay, Inc.	General Support	4,000
Family Service Agency of Marin	General Support	25,000
Fauna & Flora International	General Support	70,000
Fire Safe Marin	General Support	9,000
Fit for Life	General Support	44,048

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Grantee	Purpose	Amount
Folks Helping Folks, Inc.	General Support	66,061
Fourth Presbyterian Church	Grateful Hearts Campaign	20,000
Fourth Presbyterian Church	General Support	10,000
Free Congress Research & Education Foundation	General Support	15,000
Freedman's Foundation, Inc	General Support	95,000
Freedom Service Dogs, Inc.	General Support	22,500
French Heritage Society Inc.	General Support	1,000
Friends of Pets	General Support	25,000
Friends of the Marin County Free Library	General Support	3,000
Friends of The Tank Inc.	General Support	9,279
Friends' School Inc.	General Support	10,000
Fund for Global Human Rights	General Support	90,000
Gatestone Institute	General Support	15,000
Gatestone Institute	General Support	10,000
Gateways to Change Inc.	Seasonal Clothing	5,000
Gateways to Change Inc.	Revive the Roots	5,000
Gateways to Change Inc.	General Support	10,000
George Washington University	Study of Non-Violent Islamic Groups in America	100,000
Giant Steps Equestrian Center, Inc.	General Support	7,500
Girls on the Run of the Bay Area Inc	General Support	5,000
Global Greengrants Fund, Inc.	General Support	125,000
Global Water	General Support	37,500
Golden State German Shepherd Rescue	General Support	2,000
Grace Church of Marin	General Support	9,000
Grandma's Place, Inc.	General Support	50,000
Great Oakland Public Schools Information Center	General Support-GO Leadership Center	60,000
Greater Monessen Historical Society	General Support	10,000
Greater Yellowstone Coalition	Conserving Greater Yellowstone's Struggling Bears	25,000
Green America	TreeSisters	12,000
Halleck Creek Ranch	General Support	50,000
Hawaiian Island Land Trust	General Support	50,000
Healdsburg Jazz Festival Inc	General Support	5,000
Health Advocates for Older People	General Support	7,500
Heritage Foundation	General Support	37,500
Heshima Kenya, Inc	General Support	10,000
Homeward Bound of Marin	General Support	10,000
Hoover Institution	General Support	37,500
Hospice By the Bay	General Support	10,000
Hudson Institute Inc	Publication in Russian & Distribution of book "The less you know, the better you sleep"	7,500
Hudson Valley Shakespeare Festival	General Support	9,000
Human Rights Foundation Inc	General Support	50,000
Humanity in Action Inc.	General Support	40,000
Humanity in Action Inc	2016 HiA International Conference	60,000
Humanity in Action Inc	General Support	250,000
Idea Delaware	General Support	140,000
Image for Success	General Support	16,000
Image for Success	General Support	2,500
Independence Institute	General Support	20,000
Independence Institute	General Operating Support	20,000
Independent Women's Forum	General Support	5,000
Individuals Now Inc.	General Support	4,500

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Grantee	Purpose	Amount
Inst for Faith, Work & Economics	General Support	25,000
Institute for Justice	General Support	48,501
Institute for Policy Studies	General Support	60,000
Institute of World Politics	General Support	37,500
International Elephant Foundation	General Support	50,000
International Film Seminars, Inc	General Support	10,000
International Freedom Educational Fnd.	General Support	15,000
Int'l Freedom Education Fnd	General Support	100,000
Jamestown Foundation	Russia Program	25,000
Judicial Watch, Inc	General Support	40,000
Just Facts, Inc	General Support	5,000
Kieve Affective Education, Inc	Kieve-Wavus Educational Summer Camp Scholarships	21,881
Konbit Football Ayiti, Inc	Hot Futbol - General Support	10,000
Leadership Program of the Rockies	General Support	20,000
Lets Breakthrough Inc.	General Support	7,750
Lifehouse, Inc	General Support	8,500
Lighthouse Guild International, Inc	General Support	7,000
Lighthouse International	General Support	5,000
Madison Square Boys & Girls Club, Inc.	General Support	3,000
Manhattan Institute for Policy Research	General Support	37,500
Manhattan Institute for Policy Research	General Support	7,500
MAPS	Assisted Psychotherapy- Phase 3 Training Pgm	55,000
Marin Brain Injury Network	Concussion Education & Resource Referral Services	40,000
Marin Center for Independent Living	General Support	6,000
Marin Country Day School	Annual Fund & Class Endowment 2011 & 2014	15,000
Marin County Office of Education	Astro Grow Inquiry Project	15,000
Marin Cultural Association	General Support	6,000
Marin Employment Connection	Youth Working for Change	3,500
Marin Employment Connection	Marin Youth Ecology Corps	3,500
Marin School of the Arts	Jazz Workshops & Equipment	7,500
Meals on Wheels of the Palm Beaches, Inc.	General Support	25,000
Measures for Justice Institute	General Support	50,000
Media Research Center	General Support	100,000
Media Research Center	General Support	15,000
Memorial Sloan-Ketering Cancer Center	General Support	10,000
Mending Kids International	One Man & Partnership Missions	80,000
Mending Kids International	Mozambique Mission	20,000
Military Families United of Michigan	General Support	40,000
Millbrook School	General Support	50,000
Montclair Presbyterian Church	Capital Improvements	30,000
Monterey Bay Aquarium Foundation	General Support	16,000
Monterey Jazz Festival	General Support	5,000
mothers2mothers International	General Support	10,000
Moving Picture Institute	General Support	40,000
Moving Picture Institute	General Support	20,000
Ms Foundation for Women Inc	General Support	5,000
Ms Foundation for Women, Inc	General Support	20,000
Music In Schools Today	General Support	8,000
Musicorps-Renovation In Music Education	General Support	6,000
National Review Institute	General Support	15,000
National Review Institute	General Support	15,000

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Grantee	Purpose	Amount
Next Generation Scholars, Inc	Summer Academy	7,000
North Bay Children's Center	School Readiness Program	40,000
Novato Unified School District	General Support	5,000
NRA Foundation	General Support	20,000
Oakland Public Education Fund	General Support	100,000
Oakland Public Education Fund	OUSD Human Resources Education Pioneer for Operations & Staffing	20,000
Oakland Public Education Fund	NGLC in Oakland	100,000
Oakland Public Education Fund	Oakland Achieves: All Public Schools Report	60,000
Oakland Public Education Fund	ERS Citywide Study	65,000
Occidental Arts & Ecology Center	General Support	5,000
Okizu Foundation	General Support	50,000
Operation Gratitude Inc	General Support	18,000
Operation Rainbow	General Support	45,000
Operation Smile, Inc.	General Support	150,000
Org for Prostituon Survivors	General Support	20,000
Org for Prostituon Survivors	General Support	17,000
Pachamama Alliance	General Support	10,000
Pacific Research Institute for Public Policy	General Support	30,000
Partners for Conservation	General Support	20,000
Partners Healthcare System Inc	Memory of Cara Rogers Research Fund - Mass General Hospital	20,000
Partners in Oakland Education	Vincent Academy Charter School	6,000
Partners in Oakland Education	General Support	4,750
Partners in School Innovation	General Support	20,000
Paws New England	General Support	8,000
Piedmont Family YMCA	General Support	20,000
Pikes Peak Community Foundation	The Greenway Fund	20,000
Pikes Peak Community Foundation	The Greenway Fund	5,000
Political Economy Research Center	General Support	20,000
Potomac Riverkeeper, Inc.	Lower Potomac Capacity Building Project	30,000
Presbyterian Church (USA)	Solar Panel Project	12,000
Presbyterian Church (USA)	Build a Sustainable Future Capital Campaign	5,000
Presbyterian Church of Novato	BSA Troop 200 - General Support	18,000
Preservation Foundation of Palm Beach	General Support	5,500
Preservation Society of Newport County	Rehab the Breakers' Service Drive Visitor Exit	77,200
Property and Environment Research Center	General Support	40,000
Proteus Fund, Inc.	General Support	10,000
PSSI Washington, Inc.	General Support	50,000
PSSI Washington, Inc.	General Support	10,000
Public Citizen Foundation, Inc.	Stop the TPP Fund	50,000
Public Interest Legal Foundation Inc	General Support	20,000
Quality of Life Foundation, Inc	General Support	22,500
Rainforest Action Network	Exposing & Addressing Labor Exploitation Palm Oil	105,000
Red Bucket Equine Rescue	General Support	37,500
Reformed Theological Seminary	Institute of Theology & Public Life	25,000
RefugePoint, Inc.	General Support	20,000
Restore the Earth Foundation, Inc.	General Support	12,000
Reverence Foundation Inc.	General Support	26,900
Roots of Music, Inc.	General Support	6,000
Salvation Army	General Support - San Rafael Corps & Community Center	30,000

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Grantee	Purpose	Amount
San Francisco Food Bank	General Support	10,000
San Francisco Food Bank	General Support	9,000
San Francisco Jazz Organization	General Support	5,000
San Rafael Santa Cop	General Support	20,000
Sand County Foundation	General Support	30,000
Sandy Hook Promise Foundation	General Support	55,000
Sandy Hook Promise Foundation	Miami-Dade Roll Out	20,000
Save Mount Diablo	General Support	50,000
School of the Arts Foundation	General Support	24,000
Scrpps Health Foundation	Bronchoscope	20,000
Sjogren's Syndrome Foundation	General Support	30,000
Slow Burn Theatre Company, Inc	General Support	10,000
	Cheetah Breeding & Research at the SNZ & Conservation	
Smithsonian Institution	Bio Institute	50,000
Smithsonian Institution	General Support	25,000
Smithsonian Institution	The Reef Recovery Initiative	50,000
Solar Electric Light Fund	General Support	20,000
Soldiers Sailors & Airmens Club Inc.	General Support	6,000
Southampton Animal Shelter Fnd.	General Support	6,000
Sovereignty Matters, Inc.	General Support	8,500
St. George's Society of New York	General Support	5,000
St. Mary's College of California	General Support	25,000
St. Philip's Church in the Highlands	General Support	10,000
Star Kids Scholarship Program	Grade 9-12	4,000
Star Kids Scholarship Program	Grade K-8	3,500
Star Kids Scholarship Program	Tutoring, Partial Scholarship	2,500
State Policy Network	General Support	40,000
STEM Marin Fund	STEM Marin Makerspace	30,000
Step 13, Inc.	Car Program & Driven to Donate Tow Truck	30,000
Straw for Dogs	General Support	10,000
Sundance Institute	General Support	20,000
Swan Valley Community Foundation	Swan Valley Community Foundation Initiatives	70,000
Swan Valley Connections	General Support	15,000
Symphony Space	General Support	50,000
Synergos Institute	General Support	50,000
Texas Public Policy Foundation	Fueling Freedom	50,000
Texas Public Policy Foundation	General Support	15,000
The Buckley School in the City of NY	General Support	10,000
The Fund for American Studies	General Support	15,000
The Garrison Institute	General Support	25,000
The Garrison Institute	CBR Project	10,000
The Garrison Institute	General Support	10,000
The Lord's Place	General Support	60,000
The Mosby Foundation	General Support	40,000
	Colorado Consvation Exchange: Watershed Fund to	
The Nature Conservancy	Protect Nature Resources	75,000
	Yampa & White River Basins. Sustain Wildlife Support	
The Nature Conservancy	Farmers	50,000
The Nature Conservancy	General Support	15,000
Tipitina's Foundation, Inc.	Instruments a Comin'	8,000
Tostan, Inc	General Support	50,000
Trips for Kids	General Support	10,000

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Grantee	Purpose	Amount
Trustees of Phillips Academy	General Support	5,000
Trustees of Princeton University	James Madison Program - General Support	21,000
Trustees of Princeton University	General Support	3,575
United Animal Nations	Red Rover Relief	40,000
United Animal Nations	Red Rover Relief Domestic Violence Grant Program	40,000
United States Olympic Museum	Exhibition Area Sponsorship The Lab	250,000
University of Maryland Baltimore Fnd	Optic Nerve Stem Cell Research	45,000
University of North Texas Foundation	Prevalence of Psychopathic Traits in US	20,000
University of Virginia Darden School Fnd	Women's Initiative at Darden	48,500
University of Washington Foundation	The Dog Aging Project. Phase II Rapamycin Trial	250,000
Village of Wellington	General Support	15,000
Virginia Institute for Public Policy	General Support	25,000
Virginia Institute for Public Policy	General Support	10,000
	The Ugly Truth: Anti-Trafficking Ad Campaign, Media Initiative	210,000
Voices and Faces Project	Research Agenda 2017-2018	35,000
Westmont College	College Behind Bars	10,000
WETA	General Support	15,000
WildCare	General Support	30,000
Wings Club Foundation, Inc.	Supporting Human Rights on MENA	26,411
WITNESS, Inc	General Support	15,000
WITNESS, Inc	General Support	5,000
Women Moving Millions, Inc.	General Support	6,000
Womens Earth and Climate Caucus	Making the Momentum Last	147,000
Women's Justice NOW	The BAM Study Randomized Clinical Trial	45,000
World Inst for Scientific Exploration	General Support	50,000
World Pulse Voices	WWAST Kids Camp 2017	20,000
Wounded Warrior Amputee Softball Team		
Young Americans Center for Financial Education	General Support	30,000
Youth Employment Partnership	General Support	6,000
		<u>10,372,057</u>