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Return of Private Foundation

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

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

OMB No. 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation

GRIGG-LEWIS FOUNDATION, INC.

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

76 WEST AVENUE

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

LOCKPORT, NY 14094

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 foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

J Accounting method:

☐

Cash

☒

Accrual

☐ Other (specify)

\$ 52,331,331. (Part I, column (d) must be on cash basis)

A Employer identification number

16-1550858

B Telephone number

716-478-0002

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	10,000.		N/A	
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	1,194,948.	1,194,948.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	911,725.			
b	Gross sales price for all assets on line 6a	7,277,226.			
7	Capital gain net income (from Part IV, line 2)		911,725.		
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	334,313.	<110,309.>		STATEMENT 2
12	Total. Add lines 1 through 11	2,450,986.	1,996,364.		
13	Compensation of officers, directors, trustees, etc	150,780.	60,312.		90,468.
14	Other employee salaries and wages	31,440.	0.		31,440.
15	Pension plans, employee benefits	13,906.	0.		13,906.
16a	Legal fees STMT 3	4,375.	0.		4,375.
b	Accounting fees STMT 4	18,550.	6,493.		12,057.
c	Other professional fees STMT 5	207,718.	207,718.		0.
17	Interest	81,890.	0.		81,890.
18	Taxes STMT 6	35,898.	0.		750.
19	Depreciation and depletion	2,575.	0.		
20	Occupancy	17,972.	0.		17,972.
21	Travel, conferences, and meetings	3,748.	0.		3,748.
22	Printing and publications				
23	Other expenses STMT 7	297,833.	3,560.		44,273.
24	Total operating and administrative expenses. Add lines 13 through 23	866,685.	278,083.		300,879.
25	Contributions, gifts, grants paid	1,560,728.			1,560,728.
26	Total expenses and disbursements. Add lines 24 and 25	2,427,413.	278,083.		1,861,607.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	23,573.			
b	Net investment income (if negative, enter -0-)		1,718,281.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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	16,922.	12,993.	12,993.
	2	Savings and temporary cash investments	2,134,843.	1,687,702.	1,687,702.
	3	Accounts receivable ▶ 16,234.			
		Less: allowance for doubtful accounts ▶	13,634.	16,234.	16,234.
	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 ▶ 9,114,590.			
		Less: allowance for doubtful accounts ▶ 1,943,600.	7,729,011.	7,170,990.	7,170,990.
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	17,917.	17,749.	17,749.
	10a	Investments - U.S. and state government obligations STMT 8	9,092,635.	9,206,612.	9,206,612.
	b	Investments - corporate stock STMT 9	23,757,435.	22,251,339.	22,251,339.
	c	Investments - corporate bonds STMT 10	9,200,761.	10,450,348.	10,450,348.
Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 11	785,815.	1,517,364.	1,517,364.
	14	Land, buildings, and equipment: basis ▶ 7,331.			
		Less accumulated depreciation STMT 12 ▶ 7,331.	2,575.	0.	0.
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	52,751,548.	52,331,331.	52,331,331.
	17	Accounts payable and accrued expenses	59,685.	20,929.	
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable	13,079,650.	12,906,637.	
	22	Other liabilities (describe ▶)			
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)	13,139,335.	12,927,566.	
		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	39,612,213.	39,403,765.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
Net Assets or Fund Balances	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances	39,612,213.	39,403,765.	
	31	Total liabilities and net assets/fund balances	52,751,548.	52,331,331.	

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	39,612,213.
2	Enter amount from Part I, line 27a	2	23,573.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	39,635,786.
5	Decreases not included in line 2 (itemize) ▶ UNREALIZED GAIN/LOSS ON INVESTMENTS	5	232,021.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	39,403,765.

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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 PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b CAPITAL GAINS DIVIDENDS			
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 7,122,569.		6,365,501.	757,068.
b 154,657.			154,657.
c			
d			
e			

(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			757,068.
b			154,657.
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	911,725.
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))
2015	2,409,385.	45,518,656.	.052932
2014	5,028,941.	45,326,076.	.110950
2013	2,463,874.	43,372,037.	.056808
2012	1,898,997.	41,236,840.	.046051
2011	1,967,173.	40,824,164.	.048186

2 Total of line 1, column (d)	2	.314927
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	.062985
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	45,196,995.
5 Multiply line 4 by line 3	5	2,846,733.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	17,183.
7 Add lines 5 and 6	7	2,863,916.
8 Enter qualifying distributions from Part XII, line 4	8	2,029,030.

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	34,366.
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	34,366.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	34,366.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	28,025.	
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	28,025.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> 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	6,341.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

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?		
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 2016 or the taxable year beginning in 2016 (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

N/A

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 WWW.GRIGGLEWIS.ORG	X	
14 The books are in care of CHRIS SMITH Telephone no. 716-478-0002 Located at 76 WEST AVENUE, LOCKPORT, NY ZIP+4 14094		
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 2016, 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 2016? 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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years 2a	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2016 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 2016.) 3b		X
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 2016? 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)?

Organizations relying on a current notice regarding disaster assistance check here

☐5b ☒

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?

SEE STATEMENT 14

☒ 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?

If "Yes" to 6b, file Form 8870

6b ☒

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 13		151,146.	5,980.	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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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."

[illegible]

Total number of others receiving over \$50,000 for professional services

C

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		
	SEE STATEMENT 15	167,423.
2		
	All other program-related investments. See instructions.	
3		

Total. Add lines 1 through 3

167,423.

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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	42,981,622.
b	Average of monthly cash balances	1b	2,040,914.
c	Fair market value of all other assets	1c	862,738.
d	Total (add lines 1a, b, and c)	1d	45,885,274.
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	45,885,274.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	688,279.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	45,196,995.
6	Minimum investment return. Enter 5% of line 5	6	2,259,850.

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	2,259,850.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	34,366.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	34,366.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,225,484.
4	Recoveries of amounts treated as qualifying distributions	4	552,431.
5	Add lines 3 and 4	5	2,777,915.
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	2,777,915.

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	1,861,607.
b	Program-related investments - total from Part IX-B	1b	167,423.
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	2,029,030.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,029,030.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				2,777,915.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				2,602,164.
e From 2015				113,466.
f Total of lines 3a through e	2,715,630.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 2,029,030.				
a Applied to 2015, but not more than line 2a			0.	
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 2016 distributable amount				2,029,030.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	748,885.			748,885.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,966,745.			
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 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				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)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	1,966,745.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014	1,853,279.			
d Excess from 2015	113,466.			
e Excess from 2016				

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year

Prior 3 years

(a) 2016

(b) 2015

(c) 2014

(d) 2013

(e) Total

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 16

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

c Any submission deadlines:

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

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

Recipient	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
Name and address (home or business)				
a Paid during the year				
SEE ATTACHMENT B				1,560,728.
Total			3a	1,560,728.
b Approved for future payment				
CRADLE BEACH CAMP, INC. 8038 OLD LAKESHORE ROAD ANGOLA, NY 14006		501C3	YOUTH	25,000.
FRANCIS CENTER 335 24TH ST NIAGARA FALLS, NY 14303		CHURCH	RELIGIOUS	5,755.
HISTORIC LOCKPORT MILL RACE 2 PINE STREET LOCKPORT, NY 14094		501C3	HISTORY	20,000.
Total			3b	3,342,255.

Part XVII

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

- | | |
|--|---------------------|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | <p>Yes</p> |
| | <p>1a(1)</p> |
| | <p>1a(2)</p> |
| | <p>1b(1)</p> |
| | <p>1b(2)</p> |
| | <p>1b(3)</p> |
| | <p>1b(4)</p> |
| | <p>1b(5)</p> |
| | <p>1b(6)</p> |
| | <p>1c</p> |

	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
N/A		

**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.

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

Signature of officer or trustee

Date _____

Title

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed

PTIN

**Paid
Preparer
Use Only**

JOHN P. SCHIAVONE

Firm's name ► LUMSDEN & MCCORMICK, LLP

Firm's address ► 369 FRANKLIN STREET
BUFFALO, NY 14202

Firm's EIN ► 16-0765486

Phone no. (716) 856-3300

Form **990-PF** (2016)

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2016

Name of the organization

Employer identification number

GRIGG-LEWIS FOUNDATION, INC.

16-1550858

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. **Schedule B (Form 990, 990-EZ, or 990-PF) (2016)**

Name of organization

Employer identification number

GRIGG-LEWIS FOUNDATION, INC.**16-1550858****Part I Contributors** (See instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	HARTFORD FINANCIAL ONE CONSTITUTION PLAZA HARTFORD, CT 06103	\$ 10,000.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

GRIGG-LEWIS FOUNDATION, INC.**16-1550858****Part II Noncash Property** (See instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization GRIGG-LEWIS FOUNDATION, INC.	Employer identification number 16-1550858
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
LOCKPORT CITY SCHOOL 134 BEATTIE AVENUE LOCKPORT, NY 14094		GOVT	EDUCATION	5,000.
LOCKPORT NEW BEGINNINGS 271 ELMWOOD AVENUE LOCKPORT, NY 14094		501C3	HUMAN SERVICE	5,000.
OPERATION WARM 6 DICKENSON DRIVE SUITE 314 CHADDS FORD, PA 19317		501C3	YOUTH	2,500.
REACH OUT AND READ 89 SOUTH STREET, SUITE 201 BOSTON, MA 02111		501C3	YOUTH	29,000.
ST PATRICK'S CEMETERY 76 CHURCH STREET LOCKPORT, NY 14094		CHURCH	RELIGIOUS	25,000.
SUMMIT EDUCATION 150 STAHL ROAD GETZVILLE, NY 14068		501C3	EDUCATION	125,000.
YMCA 19 EAST AVENUE LOCKPORT, NY 14094		501C3	HUMAN SERVICE	3,000,000.
YWCA 32 COTTAGE STREET LOCKPORT, NY 14094		501C3	HUMAN SERVICE	100,000.
Total from continuation sheets				3,291,500.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CAPITAL GAINS DIVIDENDS	154,657.	154,657.	0.	0.	
INTEREST AND DIVIDENDS FROM INVESTMENTS	1,194,948.	0.	1,194,948.	1,194,948.	
TO PART I, LINE 4	1,349,605.	154,657.	1,194,948.	1,194,948.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NA REALTY FUND I LLC	69,061.	52,572.	
PRI INTEREST	2,569.	2,569.	
NA REALTY FUND II LLC	12,382.	<165,450.>	
RETURNED GRANT FUNDS	250,000.	0.	
MISCELLANEOUS	301.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	334,313.	<110,309.>	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	4,375.	0.		4,375.
TO FM 990-PF, PG 1, LN 16A	4,375.	0.		4,375.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	18,550.	6,493.		12,057.	
TO FORM 990-PF, PG 1, LN 16B	18,550.	6,493.		12,057.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES	207,718.	207,718.		0.	
TO FORM 990-PF, PG 1, LN 16C	207,718.	207,718.		0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
NYS FILING FEE	750.	0.		750.	
FEDERAL EXCISE TAX	35,148.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	35,898.	0.		750.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OFFICE EXPENSE	18,327.	0.		18,327.	
INSURANCE	3,875.	0.		3,875.	
DIRECT PAYMENTS FOR THE BENEFIT OF GRANTEEES	8,499.	0.		8,499.	
TELEPHONE	1,847.	0.		1,847.	
DUES AND SUBSCRIPTIONS	7,120.	3,560.		3,560.	

POSTAGE AND DELIVERY	287.	0.	287.
SPONSORSHIPS	7,345.	0.	7,345.
MISCELLANEOUS	533.	0.	533.
PROVISION FOR LOSS ON LOANS	250,000.	0.	0.
TO FORM 990-PF, PG 1, LN 23	297,833.	3,560.	44,273.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT OBLIGATIONS -SEE ATTACHMENT A	X		9,206,612.	9,206,612.
TOTAL U.S. GOVERNMENT OBLIGATIONS			9,206,612.	9,206,612.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			9,206,612.	9,206,612.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE ATTACHMENT A	22,251,339.	22,251,339.
TOTAL TO FORM 990-PF, PART II, LINE 10B	22,251,339.	22,251,339.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE ATTACHMENT A	10,450,348.	10,450,348.
TOTAL TO FORM 990-PF, PART II, LINE 10C	10,450,348.	10,450,348.

GRIGG-LEWIS FOUNDATION, INC.

EIN: 16-1550858

DECEMBER 31, 2016

TAB A

US and State Government Obligations

	Book Value	Market Value
US TREASURY	\$ 1,593,516	\$ 1,593,516
US TREASURY	552,579	552,579
US TREASURY	1,575,418	1,575,418
US TREASURY	73,835	73,835
US TREASURY	390,427	390,427
US TREASURY	57,320	57,320
US TREASURY	53,313	53,313
US TREASURY	407,875	407,875
US TREASURY	36,355	36,355
US TREASURY	105,914	105,914
US TREASURY	100,040	100,040
US TREASURY	34,589	34,589
US TREASURY	67,569	67,569
FNMA	7,453	7,453
GNMA	1,730	1,730
FHLMC	448	448
GNMA	1,129	1,129
FHLMC	940	940
FNMA	56,658	56,658
FHLMC	32,397	32,397
FHLMC	241,283	241,283
FHLMC	22,365	22,365
FNMA	79,405	79,405
FNMA	67,774	67,774
FNMA	5,679	5,679
FNMA	35,149	35,149
FREDDIE MAC	126,410	126,410
FREDDIE MAC	162,314	162,314
FNMA	4,213	4,213
FNMA	3,773	3,773
GNMA	10,605	10,605
FNMA	6,028	6,028
FNMA	17,674	17,674
FNMA	26,226	26,226
FNMA	15,697	15,697
US TREASURY	37,012	37,012
US TREASURY	3,195,500	3,195,500
	<u>\$ 9,206,612</u>	<u>\$ 9,206,612</u>
	STATEMENT 8	STATEMENT 8

CORPORATE STOCK (EQUITY)

	Book Value	Market Value
	\$	\$
AUTO DATA PROCESSING	822,240	822,240
CHEVRON CORPORATION	847,440	847,440
WALT DISNEY CO	885,870	885,870
EXXON MOBIL CORPORATION	541,560	541,560
ROYCE PREMIER FUND	828,462	828,462
T ROWE PRICE GLOBAL	672,873	672,873
ARK INDUSTRIAL	514,648	514,648
FIRST TRUST NYSE ARCA	908,800	908,800
ISHARES	(305,866)	(305,866)
EXPRESS SCRIPTS HOLDING CO	39,004	39,004
HEWLETT PACKARD CO	5,563	5,563
HP INC.	2,295	2,295
AB INBEV	44,648	44,648
ALCOA	24,598	24,598
ALEXION PHARMA INC	39,152	39,152
ALPHABET INC. CL A	55,472	55,472
ALPHABET INC. CL C	54,027	54,027
AMBEV	51,997	51,997
AMAZON COM INC	104,982	104,982
ARCONIC INC	34,299	34,299
APPLE INC.	54,435	54,435
ASHLAND GLOBAL HOLDI	56,831	56,831
BIOMARIN PHARMACEUTL	36,450	36,450
BLACKROCK INC	57,081	57,081
BRISTOL-MYERS SQUIBB CO	42,077	42,077
CERNER CORP	49,265	49,265
DIAGEO PLC	52,499	52,499
ELECTRONIC ARTS INC.	76,397	76,397
EXPRESS SCRIPTS HOLDING CO	39,210	39,210
FACEBOOK INC	97,793	97,793
FLOWSERVE CORPORATION	30,272	30,272
JOHNSON AND JOHNSON	82,951	82,951
KINGFISHER PLC	35,190	35,190
LIBERTY GLOBAL INC.	54,756	54,756
LULULEMON ATHLETICA INC.	63,690	63,690
MASTERCARD INC.	91,892	91,892
MEDTRONIC PLC	73,367	73,367
MICROSOFT CORP	57,169	57,169
MONSANTO CO	105,210	105,210
NIELSEN HOLDINGS PLC	48,243	48,243
NOVARTIS AG	56,087	56,087
PAYPAL HOLDINGS INCORPORATED	50,521	50,521
PRICELINE GROUP	87,963	87,963
RANGE RESOURCES CORP	32,985	32,985
REGENERON PHARMS INC	36,709	36,709
SAFRAN SA ORD	44,743	44,743

SALESFORCE COM	31,492	31,492
SCHLUMBERGER LTD	57,086	57,086
SERVICE NOW INC	114,483	114,483
SKYWORKS SOLUTIONS	79,886	79,886
TIME WARNER INC.	27,994	27,994
TRIBUNE MEDIA CO	43,725	43,725
UNILEVER PLC	43,956	43,956
VERTEX PHARMACEUTICA	32,415	32,415
VISA INC.	54,614	54,614
YUM BRANDS INC.	17,762	17,762
21ST CENTURY FOX	80,475	80,475
MANNING AND NAPIER DYNAMIC	162,689	162,689
MANNING AND NAPIER EMERGING	47,569	47,569
MANNING AND NAPIER INTL	197,256	197,256
MANNING AND NAPIER REAL	132,491	132,491
MANNING AND NAPIER WORLD	74,720	74,720
WEYERHAEUSER CO	35,807	35,807
AT&T	343,132	343,132
ABBOTT LABORATORIES	345,690	345,690
BAXTER INTERNATIONAL	310,380	310,380
BRISTOL-MYERS SQUIBB CO	584,400	584,400
FORTIVE CORPORATION	321,780	321,780
CVS HEALTH CORPORATION	954,811	954,811
COSTCO	640,440	640,440
DANAHER CORP	934,080	934,080
DOMINION	383,869	383,869
HOME DEPOT	670,400	670,400
JP MORGAN CHASE	1,035,480	1,035,480
KRAFT HEINZ COMPANY	291,038	291,038
MONDELEZ INTL INC.	221,650	221,650
PEPSICO INC.	313,890	313,890
TARGET CORP	288,920	288,920
UNITED TECHNOLOGIES	986,580	986,580
WELLS FARGO & CO	551,100	551,100
SHIRE PLC	176,684	176,684
AMERICAN FD EUROPACIFIC	2,175,944	2,175,944
ISHARES	619,547	619,547
REAL ESTATE SELECT SCTR	171,124	171,124
SELECT STR FINANCIAL	930,000	930,000
SPDR DOUBLELINE TTL RTRN	80,131	80,131
	<u>\$ 22,251,340</u>	<u>\$ 22,251,340</u>
	STATEMENT 9	STATEMENT 9

CORPORATE BONDS

	Book Value	Market Value
JANUS SHORT TERM BOND	\$ 193,749	\$ 193,749
LORD ABBETT SHORT DURATION	333,708	333,708
AIR PROD & CHEMI	74,294	74,294
CHEVRON	201,137	201,137
CUMMINS INC.	206,885	206,885
GENERAL ELECTRIC	329,178	329,178
IBM CORPORATION	254,692	254,692
INTEL CORPORATION	125,312	125,312
JOHN DEERE	201,008	201,008
MICROSOFT CORPORATION	258,007	258,007
ORACLE CORPORATION	303,947	303,947
UBS	269,639	269,639
UNILEVER	252,319	252,319
UNITED HEALTH GROUP	258,856	258,856
QUALCOMM INC	101,019	101,019
BANC AMER	319,929	319,929
BHP BILLITON FIN	82,261	82,261
FEDEX CORPORATION	83,831	83,831
GOLDMAN SACHS GROUP	83,085	83,085
JPMORGAN CHASE	81,800	81,800
JPMORGAN CHASE	151,604	151,604
UNION PACIFIC	83,440	83,440
AMERICAN EXPRES	85,278	85,278
COMCAST CORPORATION	82,065	82,065
GOLDMAN SACHS STRATEGIC	2,083,165	2,083,165
JAMES ALPHA HEDGED HIGH	765,032	765,032
JANUS SHORT TERM BOND	342,248	342,248
OPPENHEIMER SENIOR	690,391	690,391
TEMPLETON GLOBAL	680,216	680,216
MANNING AND NAPIER UNCONST	1,472,253	1,472,253
	<u>\$ 10,450,348</u>	<u>\$ 10,450,348</u>
	STATEMENT 10	STATEMENT 10

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
REAL ESTATE LLC	FMV	474,491.	474,491.
REAL ESTATE II LLC	FMV	42,873.	42,873.
CALAMAR SENIOR RESIDENCES FUND III, INC.	FMV	1,000,000.	1,000,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,517,364.	1,517,364.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	12
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER UPGRADES	1,955.	1,955.	0.
CONFERENCE ROOM FURNISHINGS	2,869.	2,869.	0.
TABLES	978.	978.	0.
COMPUTER	529.	529.	0.
OFFICE EQUIPMENT	1,000.	1,000.	0.
TOTAL TO FM 990-PF, PART II, LN 14	7,331.	7,331.	0.

ORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 13
TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WILLIAM B. MAY 76 WEST AVENUE LOCKPORT, NY 14094	SECRETARY/EXEC 2.00	DIRECTOR EM 15,100.	0.	0.
CHRISTA CALDWELL 76 WEST AVENUE LOCKPORT, NY 14094	PRESIDENT 2.00	20,166.	0.	0.
R. THOMAS WEEKS 76 WEST AVENUE LOCKPORT, NY 14094	DIRECTOR 2.00	10,000.	0.	0.
DAN L. WILSON 76 WEST AVENUE LOCKPORT, NY 14094	TREASURER 2.00	10,100.	0.	0.
MARY F. MURPHY 76 WEST AVENUE LOCKPORT, NY 14094	DIRECTOR 2.00	10,000.	0.	0.
BRIAN F. COSTELLO 76 WEST AVENUE LOCKPORT, NY 14094	DIRECTOR 2.00	10,000.	0.	0.
ERIC CONNOR 76 WEST AVENUE LOCKPORT, NY 14094	DIRECTOR 2.00	10,000.	0.	0.
CHRIS SMITH 76 WEST AVENUE LOCKPORT, NY 14094	EXECUTIVE DIRECTOR 40.00	65,780.	5,980.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		151,146.	5,980.	0.

GRIGG-LEWIS FOUNDATION, INC.

16-1550858

FORM 990-PF EXPENDITURE RESPONSIBILITY STATEMENT STATEMENT 14
PART VII-B, LINE 5C

GRANTEE'S NAME

LOCKPORT BUSINESS ASSOCIATION

GRANTEE'S ADDRESS

5668 SOUTH TRANSIT ROAD
LOCKPORT, NY 14094

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
10,000.	05/20/16	0.

PURPOSE OF GRANT

COMMUNITY DEVELOPMENT

FORM 990-PF	SUMMARY OF PROGRAM-RELATED INVESTMENTS	STATEMENT 15
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DESCRIPTION

DURING 2016 THE FOUNDATION AWARDED A \$167,423 PROGRAM
RELATED INVESTMENT LOAN TO THE YWCA OF THE NIAGARA FRONTIER
FOR GENERAL OPERATIONAL COSTS. THE ORGANIZATION WILL BEGIN
REPAYING THE LOAN UPON RECEIPT OF OTHER FUNDING. THE AMOUNT
REPORTED BY THE FOUNDATION REPRESENTS THE OUTSTANDING
BALANCE AT YEAR-END.

AMOUNT

TO FORM 990-PF, PART IX-B, LINE 1

167,423.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT 16
	PART XV, LINES 2A THROUGH 2D	

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

CHRIS SMITH
76 WEST STREET
LOCKPORT, NY 14094

TELEPHONE NUMBER

716-478-0002

FORM AND CONTENT OF APPLICATIONS

APPLICATION AVAILABLE ONLINE. APPLICATION CAN BE SUBMITTED ELECTRONICALLY
OR BY MAIL.

ANY SUBMISSION DEADLINES

5/15/17, 9/15/17, 11/15/17

RESTRICTIONS AND LIMITATIONS ON AWARDS

FUNDING PRIORITY IS TO ORGANIZATIONS LOCATED IN THE NIAGARA COUNTY AREA.

2016 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
23	COMPUTER UPGRADES	10/09/08	SL	5.00		16	1,955.				1,955.	1,955.		0.	1,955.
24	CONFERENCE ROOM FURNISHINGS	12/03/10	SL	7.00		16	2,869.				2,869.	2,255.		614.	2,869.
47	TABLES	05/07/14	SL	7.00		16	978.				978.	210.		768.	978.
48	COMPUTER	06/11/14	SL	3.00		16	529.				529.	264.		265.	529.
59	OFFICE EQUIPMENT	04/01/15	SL	7.00		16	1,000.				1,000.	72.		928.	1,000.
	* TOTAL 990-PF PG 1 DEPR						7,331.				7,331.	4,756.		2,575.	7,331.

828111 04-01-18

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

GRIGG-LEWIS FOUNDATION, INC.

EIN: 16-1550858

ATTACHMENT B

Name	Address	Status	Memo	Amount
A Hand Up, Inc.	107 East Avenue Lockport NY 14094	501c3	Human Service	500.00
American Red Cross	786 Delaware Buffalo NY 14209	501c3	Human Service	19,170.00
An-Jo Baseball Club of Lockport, Inc.	102 Davison Road Lockport NY 14094	501c3	Youth	14,282.00
Artpark & Company, Inc.	450 South Fourth Lewiston NY 14092	501c3	Arts & Culture	10,000.00
Association of Small Foundation dba Exponent Philanthropy	1720 N. Street NW Washington DC 20036	501c3	Education	750.00
Buffalo Inner City Ballet Co., Inc.	2495 Main St Suite 351 Buffalo NY 14214	501c3	Arts & Culture	2,000.00
Buffalo Philharmonic Orchestra Society, Inc.	499 Franklin Street Buffalo NY 14202	501c3	Youth	55,000.00
Buffalo Philharmonic Orchestra Society, Inc.	499 Franklin Street Buffalo NY 14202	501c3	Arts & Culture	10,000.00
Buffalo Suzuki Strings, Inc.	4 Webster St. North Tonawanda NY 14120	501c3	Arts & Culture	4,000.00
Challenger Learning Center of Orleans, Niagara and Erie Co	210 Walnut Street Lockport NY 14094	501c3	Education	70,800.00
City of Lockport	One Locks Plaza Lockport NY 14094	Govt	Youth	15,000.00
City of Lockport Police Department	One Locks Plaza Lockport NY 14094	Govt	Youth	800.00
Cold Spring Cemetery Association	4849 Cold Springs Rd Lockport NY 14094	501c3	Community Development	17,094.00
Consumer Credit Counseling Service of Buffalo	40 Gardenville Pkwy Suite 300 West Seneca NY 14224	501c3	Human Service	13,400.00
Cornell University - Cooperative Extension of Niagara County	4487 Lake Rd Lockport NY 14094	501c3	Education	49,920.00
DeSales Catholic School	6914 Chestnut Ridge Rd Lockport NY 14094	501c3	Community Development	10,000.00
DeSales Catholic School	6914 Chestnut Ridge Rd Lockport NY 14094	501c3	Youth	1,000.00
DeSales Catholic School	6914 Chestnut Ridge Rd Lockport NY 14094	501c3	Education	3,960.00
Destination Imagination, Inc.	1111 South Union Avenue Cherry Hill NJ 08002	501c3	Youth	2,500.00
Eastern Niagara Hospital, Inc.	Lockport Mem Hospital 521 East Avenue Lockport NY 14094	501c3	Health & Wellness	3,960.00
Elizabeth Pierce Olmsted M D Center for the Visually Impaired	1170 Main St. Buffalo NY 14209	501c3	Education	30,000.00
Emmanuel United Methodist Church	75 East Avenue Lockport NY 14094-3885	501c3	Religious	2,000.00
Emmanuel United Methodist Church	75 East Avenue Lockport NY 14094-3885	501c3	Human Service	200.00
EPIC - Every Person Influences Children, Inc	1000 Main St. Buffalo NY 14202	501c3	Human Service	22,468.00
Equi-Star, Inc.	2199 Fuller Rd Burt NY 14028	501c3	Human Service	13,920.00
Family & Children's Services of Niagara, Inc.	1522 Main Street Niagara Falls NY 14305	501c3	Human Service	12,000.00
Field & Fork Network, Inc.	P.O. Box 1772 Williamsville NY 14231	501c3	Human Service	3,000.00
First Presbyterian Church	21 Church Street Lockport NY 14094	501c3	Religious	22,000.00
Food Bank of Western New York, Inc.	91 Holt Street Buffalo NY 14206	501c3	Human Service	10,000.00
Girl Scouts of Western New York, Inc.	3332 Walden Ave Suite 106 Depew NY 14043	501c3	Youth	15,960.00
Glenwood Cemetery Association	325 Glenwood Avenue Lockport NY 14094	501c3	Community	6,000.00
Hammonia Chamber Singers, Inc.	P.O. Box 182 Lewiston NY 14092	501c3	Arts & Culture	4,500.00
HART Interfaith, Inc.	505 Cayuga Street Lewiston NY 14092	501c3	Human Service	1,800.00
Hearts and Hands Faith in Action	2710 North Forest Suite 205 Getzville NY 14068	501c3	Human Service	17,500.00
Historic Palace, Inc.	2 East Avenue Lockport NY 14094	501c3	Arts & Culture	10,920.00
Imagine Community Gardens, Inc.	7071 Transit Rd East Amherst NY 14051	501c3	Community Development	7,000.00
Iroquois Trail Council, Inc. - Boy Scouts of America	45 Liberty Suite 2 Batavia NY 14020	501c3	Youth	12,000.00
Isaiah 61 Project	1625 Buffalo Ave, Suite 3C Niagara Falls NY 14303	501c3	Education	175,000.00
It Happened to Alexa Foundation, Inc.	125 South First Street Lewiston NY 14092	501c3	Human Service	6,000.00
Junior Achievement of Western New York, Inc.	275 Oak Street Suite 222 Buffalo NY 14203-1638	501c3	Education	12,000.00

Kenan Center, Inc.	433 Locust Street Lockport NY 14094	501c3	Youth	20,500.00
Kenan Center, Inc.	433 Locust Street Lockport NY 14094	501c3	Arts & Culture	18,424.00
Literacy New York Buffalo-Niagara, Inc.	23 East Avenue Lockport NY 14094	501c3	Education	10,000.00
Lock City Glee Club, Inc.	7145 Fieldcrest Dr. Lockport NY 14094	501c3	Arts & Culture	2,500.00
Lockport Business Association	5668 South Transit Road Lockport NY 14094	501c4	Community Development	10,000.00
Lockport Cares, Inc.	192 Genesee St Lockport NY 14094	501c3	Human Service	12,500.00
Lockport City School District	130 Beattie Lockport NY 14094	Govt	Education	25,900.00
Lockport Family YMCA (YMCA Lockport, New York)	19 East Avenue Lockport NY 14094	501c3	Youth	7,920.00
Lockport Family YMCA (YMCA Lockport, New York)	19 East Avenue Lockport NY 14094	501c3	Human Service	22,000.00
Lockport Locks Heritage District Corporation	One Locks Plaza Lockport NY 14094	501c3	History / Tourism	3,960.00
Lockport Main Street Inc.	1 East Main Street Lockport NY 14094	501c3	Community Development	79,960.00
Lockport Public Library	PO Box 475 23 East Avenue Lockport NY 14094	Govt	Human Service	9,956.00
Lockside Art Center, Inc.	21-41 Main St., Suite 208 Lockport NY 14094	501c3	Arts & Culture	22,000.00
Mental Health Association in Niagara County, Inc.	36 Pine Street Lockport NY 14094	501c3	Human Service	12,500.00
New Directions Youth & Family Services, Inc.	6395 Old Niagara Rd Lockport NY 14094	501c3	Youth	12,000.00
Niagara County Deputy Sheriff's Police Association	PO BOX 58 Newfane NY 14108	501c3	Human Service	250.00
Niagara County Historical Society, Inc.	215 NIAGARA STREET Lockport NY 14094	501c3	History / Tourism	6,000.00
Niagara County Historical Society, Inc.	215 NIAGARA STREET LOCKPORT NY 14094	501c3	Education	1,500.00
Niagara County Historical Society, Inc.	215 NIAGARA STREET LOCKPORT NY 14094	501c3	History / Tourism	19,920.00
Niagara County Sheriff	5526 Niagara Street Ext Lockport NY 14094	Govt	Human Service	5,000.00
Niagara Hospice, Inc.	4675 Sunset Dr Lockport NY 14094	501c3	Health & Wellness	19,920.00
Niagara University	Academic Complex Room 221 Niagara University NY 14009	501c3	Education	62,000.00
NIOGA Library System	6575 Wheeler Rd Lockport NY 14094	Govt	Education	29,880.00
Olcott Beach Carousel Park Association, Inc.	PO Box 308 Olcott NY 14126	501c3	Youth	10,000.00
Old Fort Niagara Association, Inc.	PO Box 169 Lewiston NY 14174	501c3	History / Tourism	6,000.00
Operation Warm, Inc.	6 Dickenson Dr Suite 314 Chadds Ford PA 19317	501c3	Youth	2,500.00
Opportunities Unlimited of Niagara Foundation, Inc.	107 Heath Street Lockport NY 14094	501c3	Human Service	7,920.00
Presbyterian Senior Care of Western New York, Inc.	305-327 High Street Lockport NY 14094	501c3	Elderly	12,000.00
Reach Out and Read, Inc.	89 South Street, Suite 201 Boston MA 02111	501c3	Youth	29,000.00
Riviera Theatre & Organ Preservation Society, Inc.	67 Webster Street North Tonawanda NY 14120	501c3	Arts & Culture	50,000.00
Sisters of St. Mary of Namur	241 Lafayette Drive Buffalo NY 14213	501c3	Religious	30,000.00
Skating Association for the Blind and Handicapped, Inc.	2607 Niagara Street Buffalo NY 14207	501c3	Human Service	6,000.00
St. John the Baptist Church	168 Chestnut Street Lockport NY 14094	501c3	Human Service	26,500.00
Teachers Desk, Inc.	22 Northampton St Buffalo NY 14209	501c3	Education	2,000.00
The Dale Association, Inc.	33 Ontario St Lockport NY 14094	501c3	Elderly	25,920.00
The Salvation Army	50 Cottage Street Lockport NY 14094	501c3	Youth	25,700.00
Town of Newfane Historical Society, Inc.	PO Box 115 Newfane NY 14108	501c3	Human Service	25,394.00
Town of Royalton	5316 Royalton Center Rd Middleport NY 14105	501c3	Community Development	10,000.00
United Way of Greater Niagara, Inc.	3000 Military Rd Niagara Falls NY 14304	Govt	History / Tourism	5,000.00
United Way of Greater Niagara, Inc.	6420 Inducon Drive W. Suite B2 Sanborn NY 14132	501c3	Youth	8,500.00
Vietnam Veterans of America, Chapter 268	PO Box 464 Lockport NY 14095	501c3	Human Service	25,960.00
Vietnam Veterans of America, Chapter 268	PO Box 464 Lockport NY 14095	501c3	Human Service	1,000.00
WNED Foundation, Inc.	PO Box 1263 Buffalo NY 14240	501c3	History / Tourism	500.00
WNY Women's Foundation	742 Delaware Avenue Buffalo NY 14209	501c3	Arts & Culture	1,000.00
Youth Mentoring Services of Niagara County, Inc.	86 Park Avenue Lockport NY 14094	501c3	Education	15,000.00
		501c3	Youth	19,920.00

YWCA of Niagara, Inc.	32 Cottage Street	Lockport NY 14094	501c3	Youth	70,000.00
YWCA of Niagara, Inc.	32 Cottage Street	Lockport NY 14094	501c3	Human Service	31,920.00
Zoological Society of Buffalo, Inc.	300 Parkside Ave	Buffalo NY 14214	501c3	Community Development	10,000.00
					<u>1,560,728.00</u>