Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter social security numbers on this form as it may be made public.**

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016, or tax year beginning 01-01-2016 , and ending 12-31-2016

Name of foundation
The Richard W Rupp Foundation

Number and street (or P O box number if mail is not delivered to street address)
4476 Main Street Suite 108

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
Amherst, NY 14226

A Employer identification number
16-1551594

B Telephone number (see instructions)
(716) 332-3739

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

G Check all that apply ☐ 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)*▶$ 9,775,324

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

			(a) Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	130,234	130,234		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	229,889			
	b	Gross sales price for all assets on line 6a 692,091				
	7	Capital gain net income (from Part IV, line 2)		229,889		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	5,265	5,265		
	12	**Total.** Add lines 1 through 11	365,388	365,388		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	117,500	73,437		44,063
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	19,235	17,312		1,923
	b	Accounting fees (attach schedule)	4,000	3,600		400
	c	Other professional fees (attach schedule)	218	218		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)				
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	504	315		189
	22	Printing and publications	247	247		0
	23	Other expenses (attach schedule)	489	489		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	142,193	95,618		46,575
	25	Contributions, gifts, grants paid	440,000			440,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	582,193	95,618		486,575
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-216,805			
	b	**Net investment income** (if negative, enter -0-)		269,770		
	c	**Adjusted net income**(if negative, enter -0-)				

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		Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year **(a)** Book Value	End of year **(b)** Book Value	**(c)** Fair Market Value
Assets	**1**	Cash—non-interest-bearing	146		
	2	Savings and temporary cash investments	613,157	605,896	605,896
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	14,904	23,184	23,184
	c	Investments—corporate bonds (attach schedule)	773,929	452,623	452,623
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	8,065,682	8,693,621	8,693,621
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	9,467,818	9,775,324	9,775,324
Liabilities	**17**	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities**(add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☑ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	9,467,818	9,775,324	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	9,467,818	9,775,324	
	31	**Total liabilities and net assets/fund balances** (see instructions)	9,467,818	9,775,324	

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**	9,467,818
2	Enter amount from Part I, line 27a	**2**	-216,805
3	Other increases not included in line 2 (itemize) ▶	**3**	524,311
4	Add lines 1, 2, and 3	**4**	9,775,324
5	Decreases not included in line 2 (itemize) ▶	**5**	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	**6**	9,775,324

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	229,889
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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	491,789	9,844,862	0 049954
2014	469,816	10,208,171	0 046024
2013	468,508	9,584,554	0 048882
2012	460,606	8,863,808	0 051965
2011	438,901	9,170,931	0 047858

2 **Total** of line 1, column (d)	2	0 244683
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 048937
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	9,296,070
5 Multiply line 4 by line 3	5	454,922
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,698
7 Add lines 5 and 6	7	457,620
8 Enter qualifying distributions from Part XII, line 4	8	486,575

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)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	2,698
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	2,698
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	2,698
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	5,539		
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	5,539
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	2,841
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 2,841	**Refunded** ▶		11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for 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*	1b		No
c	Did the foundation file **Form 1120-POL** for this year?.	1c		No
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*	2		No
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*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
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?	6	Yes	
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*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶NY			
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* .	8b	Yes	
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*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶Tronconi Segarra Associates LLP Telephone no ▶(716) 633-1373

Located at ▶8321 Main Street Williamsville NY ZIP+4 ▶14221

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

			Yes	No
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?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ 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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?.	1c		No
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?. ☐ Yes ☑ No If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?. . . . . ☐ **Yes** ☑ **No**			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions). . . . . ☐ **Yes** ☑ **No**			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?. . . . . ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?. . . . . ☐ **Yes** ☐ **No** *If "Yes," attach the statement required by Regulations section 53 4945–5(d)*			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?. . . . . ☐ **Yes** ☑ **No**			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?. . . . . *If "Yes" to 6b, file Form 8870*	**6b**		**No**
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?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week **(b)** 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 Additional Data Table				

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

(a) Name and address of each employee paid more than $50,000	Title, and average hours per week **(b)** 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

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

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

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

Total number of others receiving over $50,000 for professional services. . . . . ▶ 0

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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 . . . . ▶	0

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	8,931,038
b	Average of monthly cash balances.			1b	506,597
c	Fair market value of all other assets (see instructions).			1c	0
d	**Total** (add lines 1a, b, and c).			1d	9,437,635
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	9,437,635
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).			4	141,565
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	9,296,070
6	**Minimum investment return.** Enter 5% of line 5.			6	464,804

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	464,804
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	2,698		
b	Income tax for 2016 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	2,698
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	462,106
4	Recoveries of amounts treated as qualifying distributions.			4	0
5	Add lines 3 and 4.			5	462,106
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	462,106

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	486,575
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	486,575
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	2,698
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	483,877

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					462,106
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only.				428,912	
b Total for prior years 20____ , 20____ , 20____			0		
3 Excess distributions carryover, if any, to 2016					
a From 2011.					
b From 2012.					
c From 2013.					
d From 2014.					
e From 2015.					
f **Total** of lines 3a through e.		0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 486,575					
a Applied to 2015, but not more than line 2a				428,912	
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.					57,663
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))*		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 2015 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017					404,443
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 (see instructions) . . .		0			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a		0			
10 Analysis of line 9					
a Excess from 2012. . . .					
b Excess from 2013. . . .					
c Excess from 2014. . . .					
d Excess from 2015. . . .					
e Excess from 2016. . . .					

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

1a 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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			**(e) Total**
	(a) 2016	**(b)** 2015	**(c)** 2014	**(d)** 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 organization 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))

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

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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				440,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		**(e)** Related or exempt function income (See instructions)
1 Program service revenue	**(a)** Business code	**(b)** Amount	**(c)** Exclusion code	**(d)** Amount	
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	130,234	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			14	5,265	
8 Gain or (loss) from sales of assets other than inventory			18	229,889	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue **a**					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		365,388	0

13 Total. Add line 12, columns (b), (d), and (e). **13** 365,388

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	**1a(1)**		**No**
(2) Other assets	**1a(2)**		**No**
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		**No**
(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		**No**
(3) Rental of facilities, equipment, or other assets	**1b(3)**		**No**
(4) Reimbursement arrangements	**1b(4)**		**No**
(5) Loans or loan guarantees	**1b(5)**		**No**
(6) Performance of services or membership or fundraising solicitations	**1b(6)**		**No**
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		**No**

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here

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

****** 2017-06-13 ******

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Diane M Straka CPA		2017-06-13		P00165826

Firm's name ▶ Tronconi Segarra & Associates LLP

Firm's EIN ▶04-3728817

Firm's address ▶ 8321 Main Street

Williamsville, NY 14221

Phone no (716) 633-1373

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
Powershares S&P Small Cap - 325 Shares	P		
United States Steel Corp - 1054 Shares	P		
Ford Motor Credit Co - 50000 Shares	P		
Ford Motor Credit Co - 50000 Shares	P		
Goldman Sachs Group - 100000 Shares	P		
HSBC USA - 4700 Shares	P		
Morgan Stanely Trigger - 5000 Shares	P		
Powershares S&P Small Cap - 550 Shares	P		
UBS AG Trigger PAOS - 2500 Shares	P		
UBS AG Trigger YON - 1134 Shares	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
13,629		15,060	-1,431
29,614		21,779	7,835
50,000		50,000	0
50,000		50,000	0
100,000		100,000	0
117,500		100,355	17,145
50,000		50,000	0
23,064		25,015	-1,951
25,000		25,000	0
24,993		24,993	0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-1,431
			7,835
			0
			0
			0
			17,145
			0
			-1,951
			0
			0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
Capital Gains Dividends	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
208,291			208,291

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			208,291

Form 990PF Part VIII Line 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
Christina D Rupp 4476 Main Street Suite 108 Williamsville, NY 14226	Director 10 00	37,500	0	0
Susan S Rupp 4476 Main Street Suite 108 Williamsville, NY 14226	Director 10 00	37,500	0	0
William R Rupp 4476 Main Street Suite 108 Williamsville, NY 14226	Director 10 00	37,500	0	0
Peter J Brevorka 4476 Main Street Suite 108 Williamsville, NY 14226	Director 5 00	0	0	0
Chester E Borczynski 4476 Main Street Suite 108 Williamsville, NY 14226	Director 2 00	5,000	0	0

Form 990PF Part XV Line 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*				
Delaware Soccer Club 2495 Main St Ste 423 Buffalo, NY 14214	None	Exempt	Field Maintenance	5,000
Arts Services Initiative of WNY 95 Perry Street 402 Buffalo, NY 14203	None	Exempt	Give for Greatness	10,000
Riviera Theater 67 Webster Street North Tonawanda, NY 14120	none	exempt	Restoration Project	5,000
Torn Space Theater 612 Fillmore Avenue Buffalo, NY 14212	none	exempt	Theater REnovation	5,000
Push Buffalo 271 Grant Street Buffalo, NY 14213	none	exempt	Ecological and Environmental Program	10,000
Young Audiences of WNY 1 Lafayette Square Buffalo, NY 14203	none	exempt	Arts Programs in Schools	5,000
Campaign for a Greater Buffalo 14 Lafayette Sq Buffalo, NY 14203	none	Exempt	Outer Harbor Plan	4,000
St Vincent DePaul Society 1298 Main Street Buffalo, NY 14209	none	exempt	Annual Fund	3,000
Road Less Travelled Productions 120 Commonwealth Ave Buffalo, NY 14216	none	exempt	Works by WNY Playwrights	2,000
Light on the Hill 209 Blake Hill Road Van Etten, NY 14889	none	exempt	Unrestricted	20,000
United Way of Rochester 75 College Ave Rochester, NY 14607	none	exempt	Unrestricted	5,250
Third Presbyterian Church of Rochester 4 Meigs Street Rochester, NY 14607	none	exempt	Unrestricted	10,400
Genesee Land Trust Inc 46 Prince St Rochester, NY 14607	none	exempt	Unrestricted	7,500
Women's Foundation of Genesee Valley 277 Alexander Street Rochester, NY 14607	none	exempt	Unrestricted	5,000
Northeast Organic Farmings Association 1423 Hathaway Drive Farmington, NY 14425	none	exempt	Unrestricted	46,000
Total . . . . ▶ **3a**				440,000

Form 990PF Part XV Line 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*				
Agricultural Justice PO box 510 Glassboro, NJ 08020	none	exempt	Unrestricted	17,850
The Harley School 1981 Clover St Rochester, NY 14618	none	exempt	Horizons Program	2,000
University of Rochester PO Box 270251 Rochester, NY 14627	none	exempt	Horizons Program	2,000
Survival International USA 466 Green Street STE 301 San Francisco, CA 94133	none	exempt	Ancestral Homelands	1,000
Doctors Without Borders PO Box 5030 Hagerstown, MD 21741	none	exempt	Medical Support	4,000
Earth Justice 50 California St STE 500 San Francisco, CA 94111	none	exempt	Environmental Litigation	5,000
World Music Productions 688 Union St Brooklyn, NY 11215	none	exempt	World Music Movement	12,000
Amazon Watch 221 Pine St San Francisco, CA 94104	none	exempt	Bio-diverse Amazon Tropical Rainforest	15,000
Nichols School 1250 Amherst Street Buffalo, NY 14216	None	exempt	Student Assistance	10,000
St Lukes Mission of Mercy PO Box 448 Buffalo, NY 14215	none	exempt	Meals and Shelter for needy	8,000
Habitat for Humanity Inc 1675 South Park Avenue Buffalo, NY 14220	none	exempt	Shelter and Affordable Housing for the Poor	17,000
Madre 121 West 27th Street Room 301 New York, NY 10001	none	exempt	Programs for Women Climate Defenders and rape Victims	30,000
Hallwalls 341 Delaware Avenue Buffalo, NY 14202	none	exempt	Unrestricted	40,000
The Carving Studio 636 Marble Street West Rutland, VT 05777	none	exempt	Visiting Artists Program	5,000
Buffalo Seminary 205 Bidwell Parkway Buffalo, NY 14222	none	exempt	Capital Campaign	20,000
Total . . . . ▶ 3a				440,000

Form 990PF Part XV Line 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*				
Wave Farm - WGXC 5662 RTE 23 Acra, NY 14205	none	exempt	Unrestricted	5,000
Catskill Mountainkeeper PO Box 1000 Livingston Manor, NY 12758	none	exempt	Unrestricted	5,000
City Honors Foundation 1800 One MT Plaza Buffalo, NY 14203	none	exempt	Materials, Equipment and Training for International Baccalaureate Program	10,000
Friends of the Buffalo Story 2 Marine Drive Buffalo, NY 14202	none	exempt	Production of Buffalo History Play	10,000
Buffalo Olmstead Parks Conservancy 84 Parkside Ave Buffalo, NY 14214	none	exempt	Rose Garden and Maintenance	17,000
Buffalo Arts Studio 2495 Main St Buffalo, NY 14214	none	exempt	Unrestricted	3,000
New Pheonix Theater 95 Johnson Park Buffalo, NY 14201	none	exempt	Area Events during summer	6,000
Ashford Hollow Foundation 28 Essex St Buffalo, NY 14213	none	exempt	Review and Advice on Various Organizaiton Operations	6,000
Rosanna Elizabith and C Hecki Foundation 543 Richmond Avenue Buffalo, NY 14222	none	exempt	Collaborative Arts Campus	5,000
Music is Art Foundation 617 Main Street STE 220 Buffalo, NY 14203	none	exempt	Promoting local music art and Dance	6,000
Sportsmen Americana Music Foundation 330 Amherst Street Buffalo, NY 14207	none	exempt	Pilot Tv Shows Featuring Local Musicians	3,000
Old First Ward Community Association Inc 62 Republic Street Buffalo, NY 14204	none	exempt	Restore Historic Buffalo House	2,000
Greensboro Public Library Foundation PO box 3178 Greensboro, NC 27402	none	exempt	Children's Programs	2,000
City Honors Crew Inc 186 East North Street Buffalo, NY 14204	none	exempt	Scholarships and Travel	2,000
Faith Weslyan Church 4425 Rehobeth Church Rd Greensboro, NC 27406	none	exempt	16 Cents Ministry	2,000
Total . . . . ▶ **3a**				440,000

Form 990PF Part XV Line 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*				
Homespace Inc 1030 Ellicott Street Buffalo, NY 14209	none	exempt	Housing and Training - Homeless Mothers and their Children	6,000
Planned Parenthood Of Central North Carolina 1765 Dobbins Drive Chapel Hill, NC 27515	none	exempt	Unrestricted	2,000
Planned Parenthood of Western New York 2697 Main Street Buffalo, NY 14214	none	exempt	Unrestricted	2,000
Pluta Cancer Center Foundation 125 Red Creek Drive Rochester, NY 14623	none	exempt	Strong Memoral Foundation	6,000
Buffalo Science Museum 1020 Humboldt Parkway Buffalo, NY 14211	none	exempt	Tift Farm	5,000
Buffalo City Mission 100 E Tupper Street Buffalo, NY 14203	none	exempt	Cornerstone Manor	3,000
Total . . . . ▶ **3a**				440,000

TY 2016 Accounting Fees Schedule

Name: The Richard W Rupp Foundation

EIN: 16-1551594

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	4,000	3,600		400

TY 2016 Investments Corporate Bonds Schedule

Name: The Richard W Rupp Foundation

EIN: 16-1551594

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Sunoco Inc. 5.750%	100,112	100,112
Morgan Stanley NTS	99,250	99,250
Dow Chemical Co. 3.650%	48,751	48,751
Bank of America Corp. 6.625%	102,840	102,840
CABCO SER TR Goldman	51,750	51,750
Deutsche Bk Contgnt Cap TR III	49,920	49,920
Goldman Sachs Group NTS 5%	0	0
Ford Motor Credit CO LLC 3%	0	0
Ford Motor Credit CO LLC 2.35%	0	0
HSBC USA Inc.	0	0

TY 2016 Investments Corporate Stock Schedule

Name: The Richard W Rupp Foundation

EIN: 16-1551594

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Silver Wheaton Corp	23,184	23,184

TY 2016 Investments - Other Schedule

Name: The Richard W Rupp Foundation
EIN: 16-1551594

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Deutsche Bank AG Trigger PAOS BP	AT COST	21,073	21,073
UBS AG Trigger PAOS TEX	AT COST	21,725	21,725
JP Morgan Chase & Co. Trigger PAOS F	AT COST	17,125	17,125
First Trust DW Focus 5 ETF	AT COST	63,011	63,011
Ishares Russell 2000 Value ETF	AT COST	499,548	499,548
Ishares Russell 2000 Growth ETF	AT COST	53,879	53,879
Ishares Russell Mid-Cap Value	AT COST	707,301	707,301
Ishares Russell Mid-Cap Growth ETF	AT COST	765,875	765,875
Ishares MSCI EAFE ETF	AT COST	135,666	135,666
Ishares MSCI Emerging Markets	AT COST	168,048	168,048
Ishares MSCI Bric ETF	AT COST	35,068	35,068
Powershares DWA Emerging Markets Momentum	AT COST	91,830	91,830
Powershares S&P Small Cap Consumer Staples Portfolio	AT COST	50,061	50,061
Powershares Small Cap Information Technology	AT COST	50,496	50,496
Powershares Small Cap Health	AT COST	42,004	42,004
Power Shares Dynamic Media - 1400 Shares	AT COST	36,694	36,694
Power Shares Dynamic Leisure & Entertainment Portfolio - 1000 Shares	AT COST	40,020	40,020
Power Shares Dynamic Software Portfolio	AT COST	38,921	38,921
Power Shares Dynamic Bldg & Construction	AT COST	36,231	36,231
Power Shares FTSE RAFI US 1500	AT COST	31,705	31,705
Wisdomtree Europe Hedged Equity Fund	AT COST	63,140	63,140
American Century Equity Income Fund	AT COST	302,682	302,682
American Funds Euro Pacific Growth Fund CL A	AT COST	606,636	606,636
American Funds Growth Fund of America Class A	AT COST	3,022,345	3,022,345
Calvert Global Energy Solutions Fund Class A	AT COST	31,395	31,395
Calvert Global Water Fund Class A	AT COST	36,046	36,046
Eventide Gilead Fund CL	AT COST	98,092	98,092
First Eagle US Value Fund Class A	AT COST	291,766	291,766
Mirae Asset Emerging Markets Great Consumer Fund Class A	AT COST	124,420	124,420
Oppenheimer Developing Markets Fund Class A	AT COST	121,744	121,744

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Thornburg International Value Fund Class A	AT COST	113,331	113,331
Zacks Small Cap Core Fund Class Investor	AT COST	243,276	243,276
UNTS FT Sabrient Small Cap Growth Port SER 8	AT COST	102,405	102,405
Franklin/Templeton Global Bond Fund Class A	AT COST	95,482	95,482
Hartford Floating Rate Fund Class A	AT COST	95,524	95,524
AB Select US Long/Short Portfolio Fund Class A	AT COST	49,892	49,892
Gateway Fund Class A	AT COST	148,384	148,384
William Blair Allocation Fund Class N	AT COST	116,924	116,924
Central Fund of CDA LTD Canada	AT COST	25,967	25,967
Powershares DB Precious Metals	AT COST	38,335	38,335
SPDR Gold Shares ETF	AT COST	13,701	13,701
Principal Global Diversified Income Fund Class A	AT COST	45,853	45,853
Morgan Stanley Trigger ROS EFA	AT COST	0	0
UBS AG Trigger PAOS IP	AT COST	0	0
UBS AG Trigger YON X 7.59%	AT COST	0	0
UBS AG Trigger YON X 6.53%	AT COST	0	0

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TY 2016 Legal Fees Schedule

Name: The Richard W Rupp Foundation

EIN: 16-1551594

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal Fees	19,235	17,312		1,923

TY 2016 Other Expenses Schedule

Name: The Richard W Rupp Foundation

EIN: 16-1551594

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Chamber of Commerce Membership	239	239		0
NYS Filing Fee	250	250		0

TY 2016 Other Income Schedule

Name: The Richard W Rupp Foundation

EIN: 16-1551594

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
UBS Misc Investment Income	5,265	5,265	5,265

TY 2016 Other Increases Schedule

Name: The Richard W Rupp Foundation

EIN: 16-1551594

Description	Amount
Unrealized Gain	524,311

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TY 2016 Other Professional Fees Schedule

Name: The Richard W Rupp Foundation

EIN: 16-1551594

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Fees	218	218		0