

**Return of Private Foundation**

**2016**

Department of the Treasury  
Internal Revenue Service

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 separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf)

Open to Public Inspection

For calendar year **2016** or tax year beginning **2016**, and ending **20**

|  |   |   |
|--|---|---|
| Name of foundation<br><b>BLOSSER, MARLIN E. TUW</b>  |   | <b>A Employer identification number</b><br>25-6579913   |
| Number and street (or P O box number if mail is not delivered to street address)<br><b>ONE M &amp; T PLAZA, 7TH FLOOR</b>                            |   | <b>B Telephone number (see instructions)</b><br>717-240-4505  |
| Room/suite   |   |   |
| City or town, state or province, country, and ZIP or foreign postal code<br><b>BUFFALO, NY 14203</b>   |   | <b>C</b> If exemption application is pending, check here. <input type="checkbox"/>  |
| <b>G</b> Check all that apply:   | <input type="checkbox"/> Initial return<br><input type="checkbox"/> Final return<br><input type="checkbox"/> Address change | <input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Amended return<br><input type="checkbox"/> Name change |
| <b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation                                 |   | <b>D</b> 1 Foreign organizations, check here. <input type="checkbox"/>  |
| <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation                     |   | 2 Foreign organizations meeting the 85% test, check here and attach computation. <input type="checkbox"/>   |
| <b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 236,129.</b>   |   | <b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here. <input type="checkbox"/>                                 |
| <b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ |   | <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. <input type="checkbox"/>                              |
| <i>(Part I, column (d) must be on cash basis.)</i>   |   |   |

| <b>Part I Analysis of Revenue and Expenses</b> (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) |
|--|--|------------------------------------|---------------------------|-------------------------|---|
| <b>1</b>   | Contributions, gifts, grants, etc., received (attach schedule)                             |                                    |                           |                         |   |
| <b>2</b>   | Check <input type="checkbox"/> if the foundation is not required to attach Sch. B. . . . . |                                    |                           |                         |   |
| <b>3</b>   | Interest on savings and temporary cash investments   |                                    |                           |                         |   |
| <b>4</b>   | Dividends and interest from securities . . . . .   | 3,457.                             | 3,475.                    |                         | STMT 1  |
| <b>5a</b>  | Gross rents . . . . .  |                                    |                           |                         |   |
| <b>b</b>   | Net rental income or (loss)  |                                    |                           |                         |   |
| <b>6a</b>  | Net gain or (loss) from sale of assets not on line 10                                      | 1,100.                             |                           |                         |   |
| <b>b</b>   | Gross sales price for all assets on line 6a <b>98,577.</b>                                 |                                    |                           |                         |   |
| <b>7</b>   | Capital gain net income (from Part IV, line 2) . . . . .                                   |                                    | 1,100.                    |                         |   |
| <b>8</b>   | Net short-term capital gain . . . . .  |                                    |                           |                         |   |
| <b>9</b>   | Income modifications . . . . .   |                                    |                           |                         |   |
| <b>10a</b>   | Gross sales less returns and allowances . . . . .  |                                    |                           |                         |   |
| <b>b</b>   | Less: Cost of goods sold . . . . .   |                                    |                           |                         |   |
| <b>c</b>   | Gross profit or (loss) (attach schedule) . . . . .   |                                    |                           |                         |   |
| <b>11</b>  | Other income (attach schedule) . . . . .   |                                    |                           |                         |   |
| <b>12</b>  | <b>Total.</b> Add lines 1 through 11 . . . . .   | 4,557.                             | 4,575.                    |                         |   |
| <b>13</b>  | Compensation of officers, directors, trustees, etc. . . . .                                | 3,421.                             | 3,421.                    |                         |   |
| <b>14</b>  | Other employee salaries and wages . . . . .  |                                    | NONE                      | NONE                    |   |
| <b>15</b>  | Pension plans, employee benefits . . . . .   |                                    | NONE                      | NONE                    |   |
| <b>16a</b>   | Legal fees (attach schedule) . . . . .   |                                    |                           |                         |   |
| <b>b</b>   | Accounting fees (attach schedule) . . . . .  |                                    |                           |                         |   |
| <b>c</b>   | Other professional fees (attach schedule) . . . . .  |                                    |                           |                         |   |
| <b>17</b>  | Interest . . . . .   |                                    |                           |                         |   |
| <b>18</b>  | Taxes (attach schedule) (see instructions) <b>STMT 2</b> . . . . .                         | 256.                               | 72.                       |                         |   |
| <b>19</b>  | Depreciation (attach schedule) and depletion . . . . .                                     |                                    |                           |                         |   |
| <b>20</b>  | Occupancy . . . . .  |                                    |                           |                         |   |
| <b>21</b>  | Travel, conferences, and meetings . . . . .  |                                    | NONE                      | NONE                    |   |
| <b>22</b>  | Printing and publications . . . . .  |                                    | NONE                      | NONE                    |   |
| <b>23</b>  | Other expenses (attach schedule) . . . . .   |                                    |                           |                         |   |
| <b>24</b>  | <b>Total operating and administrative expenses.</b> Add lines 13 through 23. . . . .       | 3,677.                             | 3,493.                    | NONE                    |   |
| <b>25</b>  | Contributions, gifts, grants paid . . . . .  | 3,660.                             |                           |                         | 3,660.  |
| <b>26</b>  | <b>Total expenses and disbursements</b> Add lines 24 and 25 . . . . .                      | 7,337.                             | 3,493.                    | NONE                    | 3,660.  |
| <b>27</b>  | Subtract line 26 from line 12.   |                                    |                           |                         |   |
| <b>a</b>   | Excess of revenue over expenses and disbursements . . . . .                                | -2,780.                            |                           |                         |   |
| <b>b</b>   | Net investment income (if negative, enter -0-) . . . . .                                   |                                    | 1,082.                    |                         |   |
| <b>c</b>   | Adjusted net income (if negative, enter -0-) . . . . .                                     |                                    |                           |                         |   |

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| <b>Part II Balance Sheets</b>      |  | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)                |          | Beginning of year | End of year    |                       |
|------------------------------------|--|---|----------|-------------------|----------------|-----------------------|
|                                    |  |   |          | (a) Book Value    | (b) Book Value | (c) Fair Market Value |
| <b>Assets</b>                      | <b>1</b>   | Cash - non-interest-bearing . . . . .   |          | 208.              |                |                       |
|                                    | <b>2</b>   | Savings and temporary cash investments . . . . .  |          | 16,156.           | 3,889.         | 3,889.                |
|                                    | <b>3</b>   | Accounts receivable ▶   |          |                   |                |                       |
|                                    |  | Less: allowance for doubtful accounts ▶   |          |                   |                |                       |
|                                    | <b>4</b>   | Pledges receivable ▶  |          |                   |                |                       |
|                                    |  | Less: allowance for doubtful accounts ▶   |          |                   |                |                       |
|                                    | <b>5</b>   | Grants receivable . . . . .   |          |                   |                |                       |
|                                    | <b>6</b>   | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . . |          |                   |                |                       |
|                                    | <b>7</b>   | Other notes and loans receivable (attach schedule) ▶  |          |                   |                |                       |
|                                    |  | Less: allowance for doubtful accounts ▶   | NONE     |                   |                |                       |
|                                    | <b>8</b>   | Inventories for sale or use . . . . .   |          |                   |                |                       |
|                                    | <b>9</b>   | Prepaid expenses and deferred charges . . . . .   |          |                   |                |                       |
|                                    | <b>10a</b>   | Investments - U S and state government obligations (attach schedule) . . . . .  |          |                   |                |                       |
|                                    |  | <b>b</b> Investments - corporate stock (attach schedule) . . . . .  |          |                   |                |                       |
|                                    |  | <b>c</b> Investments - corporate bonds (attach schedule) . . . . .  |          |                   |                |                       |
|                                    | <b>11</b>  | Investments - land, buildings, and equipment basis ▶  |          |                   |                |                       |
|                                    | Less accumulated depreciation (attach schedule) ▶  |   |          |                   |                |                       |
| <b>12</b>                          | Investments - mortgage loans . . . . .   |   |          |                   |                |                       |
| <b>13</b>                          | Investments - other (attach schedule) . . . . . <b>STMT 3.</b>   |   | 215,648. | 225,346.          | 232,240.       |                       |
| <b>14</b>                          | Land, buildings, and equipment basis ▶   |   |          |                   |                |                       |
|                                    | Less accumulated depreciation (attach schedule) ▶  |   |          |                   |                |                       |
| <b>15</b>                          | Other assets (describe ▶ )   |   |          |                   |                |                       |
| <b>16</b>                          | <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .                                 |   | 232,012. | 229,235.          | 236,129.       |                       |
| <b>Liabilities</b>                 | <b>17</b>  | Accounts payable and accrued expenses . . . . .   |          |                   |                |                       |
|                                    | <b>18</b>  | Grants payable . . . . .  |          |                   |                |                       |
|                                    | <b>19</b>  | Deferred revenue . . . . .  |          |                   |                |                       |
|                                    | <b>20</b>  | Loans from officers, directors, trustees, and other disqualified persons . . . . .  |          |                   |                |                       |
|                                    | <b>21</b>  | Mortgages and other notes payable (attach schedule) . . . . .   |          |                   |                |                       |
|                                    | <b>22</b>  | Other liabilities (describe ▶ )   |          |                   |                |                       |
| <b>23</b>                          | <b>Total liabilities</b> (add lines 17 through 22) . . . . .   |   |          |                   | NONE           |                       |
| <b>Net Assets or Fund Balances</b> | <b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b><br><b>and complete lines 24 through 26 and lines 30 and 31.</b> |   |          |                   |                |                       |
|                                    | <b>24</b>  | Unrestricted . . . . .  |          |                   |                |                       |
|                                    | <b>25</b>  | Temporarily restricted . . . . .  |          |                   |                |                       |
|                                    | <b>26</b>  | Permanently restricted . . . . .  |          |                   |                |                       |
|                                    | <b>Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/></b>   |   |          |                   |                |                       |
|                                    | <b>27</b>  | Capital stock, trust principal, or current funds . . . . .  |          | 232,012.          | 229,235.       |                       |
|                                    | <b>28</b>  | Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .   |          |                   |                |                       |
|                                    | <b>29</b>  | Retained earnings, accumulated income, endowment, or other funds . . . . .  |          |                   |                |                       |
| <b>30</b>                          | <b>Total net assets or fund balances</b> (see instructions) . . . . .  |   | 232,012. | 229,235.          |                |                       |
| <b>31</b>                          | <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .   |   | 232,012. | 229,235.          |                |                       |

| <b>Part III Analysis of Changes in Net Assets or Fund Balances</b> |  |                   |
|--|--|-------------------|
| <b>1</b>   | Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . . | <b>1</b> 232,012. |
| <b>2</b>   | Enter amount from Part I, line 27a . . . . .   | <b>2</b> -2,780.  |
| <b>3</b>   | Other increases not included in line 2 (itemize) ▶ <u>ROUNDING</u>   | <b>3</b> 3.       |
| <b>4</b>   | Add lines 1, 2, and 3 . . . . .  | <b>4</b> 229,235. |
| <b>5</b>   | Decreases not included in line 2 (itemize) ▶   | <b>5</b>          |
| <b>6</b>   | <b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .   | <b>6</b> 229,235. |

**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<br>P - Purchase<br>D - Donation                                    | (c) Date acquired<br>(mo., day, yr.)  | (d) Date sold<br>(mo., day, yr.) |
|---|--|---|---|----------------------------------|
| <b>1 a PUBLICLY TRADED SECURITIES</b>   |  |   |   |                                  |
| b   |  |   |   |                                  |
| c   |  |   |   |                                  |
| d   |  |   |   |                                  |
| e   |  |   |   |                                  |
| (e) Gross sales price   | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale                                     | (h) Gain or (loss)<br>(e) plus (f) minus (g)  |                                  |
| a 98,577.   |  | 97,477.   | 1,100.  |                                  |
| b   |  |   |   |                                  |
| c   |  |   |   |                                  |
| d   |  |   |   |                                  |
| e   |  |   |   |                                  |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   |  |   | (i) 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<br>as of 12/31/69       | (k) Excess of col. (i)<br>over col. (j), if any                                     |   |                                  |
| a   |  |   | 1,100.  |                                  |
| b   |  |   |   |                                  |
| c   |  |   |   |                                  |
| d   |  |   |   |                                  |
| 2 Capital gain net income or (net capital loss)   |  | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 } | 2   | 1,100.                           |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):<br>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 the instructions before making any entries.

| (a)<br>Base period years<br>Calendar year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col. (b) divided by col. (c)) |
|--|--|--|---|
| 2015   |  |  |   |
| 2014   |  |  |   |
| 2013   |  |  |   |
| 2012   |  |  |   |
| 2011   |  |  |   |

|  |   |  |
|--|---|--|
| <b>2</b> Total of line 1, column (d)   | 2 |  |
| <b>3</b> Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years.                                       | 3 |  |
| <b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5  | 4 |  |
| <b>5</b> Multiply line 4 by line 3.  | 5 |  |
| <b>6</b> Enter 1% of net investment income (1% of Part I, line 27b).   | 6 |  |
| <b>7</b> Add lines 5 and 6.  | 7 |  |
| <b>8</b> Enter qualifying distributions from Part XII, line 4.<br>If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions. | 8 |  |

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits. Values include 332.00, NONE, and 286.00.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes 'Yes' and 'No' columns. Marked with 'X' for 'No' responses to questions 1a, 1b, 1c, 2, 3, 4a, 4b, 5, 6, 7, 8b, 9, and 10.

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 Yes No X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . . 12 Yes No X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 Yes No X
14 The books are in care of MANUFACTURERS AND TRADERS BANK Telephone no. (717) 240-4505 Located at 1100 WEHRLE DRIVE, 2ND FLOOR, AMHERST, NY ZIP+4 14221
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . 15
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 Yes No X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country

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.

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No X
(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 X
(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 X
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 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? Yes No X
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
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 X
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 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

**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?  **6b** X

If "Yes" to 6b, file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  **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  | (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 |
|---|---|---|---|---------------------------------------|
| MANUFACTURERS AND TRADERS TRUST CO<br>1100 WEHRLE DRIVE, 2ND FLOOR, AMHERST, NY 14221 | TRUSTEE<br>1  | 3,421.                                    | -0-   | -0-                                   |
|   |   |   |   |                                       |
|   |   |   |   |                                       |
|   |   |   |   |                                       |

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

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

**Total number of other employees paid over \$50,000**  **NONE**

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

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

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

**Total number of others receiving over \$50,000 for professional services . . . . .** NONE

**Part IX-A Summary of Direct Charitable Activities**

| List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc | Expenses |
|---|----------|
| 1 NONE  |          |
| 2   |          |
| 3   |          |
| 4   |          |

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

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|--|--------|
| 1 NONE   |        |
| 2  |        |
| All other program-related investments. See instructions<br>3 NONE  |        |

**Total. Add lines 1 through 3 . . . . .**

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

|          |   |           |          |
|----------|---|-----------|----------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:         |           |          |
| <b>a</b> | Average monthly fair market value of securities . . . . .   | <b>1a</b> | 221,356. |
| <b>b</b> | Average of monthly cash balances . . . . .  | <b>1b</b> | 10,079.  |
| <b>c</b> | Fair market value of all other assets (see instructions). . . . .   | <b>1c</b> | NONE     |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c) . . . . .   | <b>1d</b> | 231,435. |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . . | <b>1e</b> |          |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets . . . . .  | <b>2</b>  | NONE     |
| <b>3</b> | Subtract line 2 from line 1d . . . . .  | <b>3</b>  | 231,435. |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .  | <b>4</b>  | 3,472.   |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4         | <b>5</b>  | 227,963. |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5 . . . . .  | <b>6</b>  | 11,398.  |

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

|           |  |           |         |
|-----------|--|-----------|---------|
| <b>1</b>  | Minimum investment return from Part X, line 6 . . . . .  | <b>1</b>  | 11,398. |
| <b>2a</b> | Tax on investment income for 2016 from Part VI, line 5 . . . . .   | <b>2a</b> | 22.     |
| <b>b</b>  | Income tax for 2016. (This does not include the tax from Part VI.) . . . . .                                       | <b>2b</b> |         |
| <b>c</b>  | Add lines 2a and 2b . . . . .  | <b>2c</b> | 22.     |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .                                    | <b>3</b>  | 11,376. |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions . . . . .  | <b>4</b>  | NONE    |
| <b>5</b>  | Add lines 3 and 4 . . . . .  | <b>5</b>  | 11,376. |
| <b>6</b>  | Deduction from distributable amount (see instructions). . . . .  | <b>6</b>  | NONE    |
| <b>7</b>  | <b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . . . . | <b>7</b>  | 11,376. |

**Part XII Qualifying Distributions** (see instructions)

|          |  |           |        |
|----------|--|-----------|--------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:   |           |        |
| <b>a</b> | Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 . . . . .  | <b>1a</b> | 3,660. |
| <b>b</b> | Program-related investments - total from Part IX-B . . . . .   | <b>1b</b> |        |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .  | <b>2</b>  | NONE   |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the:   |           |        |
| <b>a</b> | Suitability test (prior IRS approval required) . . . . .   | <b>3a</b> | NONE   |
| <b>b</b> | Cash distribution test (attach the required schedule) . . . . .  | <b>3b</b> | NONE   |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4  | <b>4</b>  | 3,660. |
| <b>5</b> | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) . . . . . | <b>5</b>  | N/A    |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .  | <b>6</b>  | 3,660. |

**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)<br>Corpus | (b)<br>Years prior to 2015 | (c)<br>2015 | (d)<br>2016 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2016 from Part XI, line 7 . . . . .   |               |                            |             | 11,376.     |
| 2 Undistributed income, if any, as of the end of 2016:   |               |                            |             |             |
| a Enter amount for 2015 only. . . . .  |               |                            | 6,541.      |             |
| b Total for prior years 20 14 ,20 _____,20 _____   |               | NONE                       |             |             |
| 3 Excess distributions carryover, if any, to 2016:   |               |                            |             |             |
| a From 2011 . . . . .  | NONE          |                            |             |             |
| b From 2012 . . . . .  | NONE          |                            |             |             |
| c From 2013 . . . . .  | NONE          |                            |             |             |
| d From 2014 . . . . .  | NONE          |                            |             |             |
| e From 2015 . . . . .  | NONE          |                            |             |             |
| f Total of lines 3a through e . . . . .  | NONE          |                            |             |             |
| 4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ _____ 3,660.   |               |                            |             |             |
| a Applied to 2015, but not more than line 2a . . . . .   |               |                            | 3,660.      |             |
| b Applied to undistributed income of prior years (Election required - see instructions) . . . . .  |               |                            |             |             |
| c Treated as distributions out of corpus (Election required - see instructions) . . . . .  | NONE          |                            |             |             |
| d Applied to 2016 distributable amount. . . . .  |               |                            |             | NONE        |
| e Remaining amount distributed out of corpus. . . . .  | NONE          |                            |             |             |
| 5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a) )  | NONE          |                            |             | NONE        |
| 6 Enter the net total of each column as indicated below:   |               |                            |             |             |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5  | NONE          |                            |             |             |
| b Prior years' undistributed income. Subtract line 4b from line 2b. . . . .  |               | NONE                       |             |             |
| 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 . . . . . |               | NONE                       |             |             |
| d Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .   |               | NONE                       |             |             |
| e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .  |               |                            | 2,881.      |             |
| f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017. . . . .   |               |                            |             | 11,376.     |
| 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) . . . . .       | NONE          |                            |             |             |
| 8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . . . .  | NONE          |                            |             |             |
| 9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a . . . . .  | NONE          |                            |             |             |
| 10 Analysis of line 9.   |               |                            |             |             |
| a Excess from 2012 . . . . .   | NONE          |                            |             |             |
| b Excess from 2013 . . . . .   | NONE          |                            |             |             |
| c Excess from 2014 . . . . .   | NONE          |                            |             |             |
| d Excess from 2015 . . . . .   | NONE          |                            |             |             |
| e Excess from 2016 . . . . .   | NONE          |                            |             |             |

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

Table with columns: Tax year (a) 2016, Prior 3 years (b) 2015, (c) 2014, (d) 2013, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions from Part XII), 2d (Amounts included in line 2c), 2e (Qualifying distributions made directly for active conduct), 3 (Alternative tests: Assets, Endowment, Support).

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).)

SEE ATTACHED DETAIL

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.

SEE ATTACHED DETAIL

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

Check here [X] 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:

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<br>Name and address (home or business)                    | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount |
|---|--|--------------------------------------|-------------------------------------|--------|
| <b>a Paid during the year</b>                                       |  |                                      |                                     |        |
| MESSIAH COLLEGE<br>ONE COLLEGE AVENUE, SUITE 3011 MECHANICSBURG     | NONE   | PC                                   | EDUCATIONAL                         | 1,500. |
| ELIZABETHTOWN COLLEGE<br>ONE ALPHA DRIVE ELIZABETHTOWN PA 17022     | NON  | PC                                   | EDUCATION                           | 1,500. |
| HARRISBURG AREA COMMUNITY COLLEGE<br>PO BOX 7480 LANCASTER PA 17604 | NONE   | PC                                   | EDUCATION                           | 660.   |
| <b>Total</b> . . . . . ▶ <b>3a</b>                                  |  |                                      |                                     | 3,660. |
| <b>b Approved for future payment</b>                                |  |                                      |                                     |        |
| <b>Total</b> . . . . . ▶ <b>3b</b>                                  |  |                                      |                                     |        |

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue (a-f), 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities (14, 3,457), 5 Net rental income or (loss) from real estate (a-b), 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory (18, 1,100), 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue (a-e), 12 Subtotal (4,557), 13 Total (4,557).

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

Table with 2 columns: 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.) Row 11 is present.

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code... [ ] Yes [X] No

Table with 3 columns: (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. Signature of officer or trustee: Diane M. Bimer, Date: 05/08/2017, Title: Vice President.

Paid Preparer Use Only Print/Type preparer's name: ERIC W COURSEY, Date: 05/08/2017, Firm's name: ERNST & YOUNG U.S. LLP, Firm's address: 2100 E CARY ST. SUITE 201 RICHMOND, VA 23223, Phone no.: 804-344-4548.

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

| DESCRIPTION<br>-----   | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS<br>----- | NET<br>INVESTMENT<br>INCOME<br>----- |
|------------------------|--|--------------------------------------|
| DIVIDENDS AND INTEREST | 3,457.   | 3,475.                               |
| TOTAL                  | 3,457.   | 3,475.                               |

FORM 990PF, PART I - TAXES  
=====

| DESCRIPTION<br>-----           | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS<br>----- | NET<br>INVESTMENT<br>INCOME<br>----- |
|--------------------------------|--|--------------------------------------|
| FEDERAL ESTIMATED TAX DEPOSITS | 184.   |                                      |
| FOREIGN TAXES ON QUALIFIED FOR | 71.  | 71.                                  |
| FOREIGN TAXES ON NONQUALIFIED  | 1.   | 1.                                   |
| TOTALS                         | 256.   | 72.                                  |
|                                | =====  | =====                                |

FORM 990PF, PART II - OTHER INVESTMENTS

| DESCRIPTION                    | COST/<br>FMV<br>C OR F | ENDING<br>BOOK VALUE | ENDING<br>FMV |
|--------------------------------|------------------------|----------------------|---------------|
| T ROWE PRICE LGE CAP GRWTH FD  | C                      | 10,012.              | 13,209.       |
| HARBOR INT'L FD #11            | C                      |                      |               |
| RIDGEWORTH                     | C                      |                      |               |
| WILMINGTON BROAD MKT BD FD     | C                      | 47,160.              | 46,051.       |
| WILMINGTON SHT TRM CORP BD FD  | C                      |                      |               |
| WILMINGTON MUL MGR REAL ASSET  | C                      | 14,851.              | 14,383.       |
| WILMINGTON MUL MGR INTL        | C                      | 23,179.              | 23,085.       |
| MFS INTERNATIONAL NEW DISCV    | C                      |                      |               |
| DIAMOND HILL LG CAP FD         | C                      | 13,561.              | 13,433.       |
| MORGAN STANLEY INSTL FD INC GR | C                      | 9,262.               | 8,916.        |
| WILMINGTON LG CAP STRATEGY FD  | C                      | 23,320.              | 23,367.       |
| WILMINGTON MUL MGR ALT FD      | C                      | 12,707.              | 11,962.       |
| ISHARES RUSSELL 2000 GROWTH    | C                      |                      |               |
| ISHARES RUSSELL 2000 VALUE     | C                      | 6,821.               | 7,100.        |
| FIDELITY FOCUSED HIGH INCOME F | C                      |                      |               |
| VANGUARD INFLATION PROTECTED S | C                      |                      |               |
| ISHARES CURRENCY HEDGED MSCI   | C                      |                      |               |
| WISDOMTREE JAPAN HEDGED EQUITY | C                      |                      |               |
| FEDERATED TOTAL RTRN BD FD CL  | C                      | 18,643.              | 18,310.       |
| JPMORGAN US SMALL CO FD        | C                      | 7,828.               | 9,939.        |
| LSV VAL EQUITY FD STRATEGY     | C                      | 11,164.              | 13,713.       |
| TPUCHSTONE SM/C GR FD CL Y     | C                      | 3,277.               | 3,745.        |
| VICTORY INTEGRITY SM/C VAL     | C                      | 3,261.               | 4,486.        |
| ISHARES CORE MSCI EMERGING MAR | C                      | 3,454.               | 3,354.        |
| WCM FOCUSED INTL GR FD         | C                      | 5,747.               | 6,012.        |
| CAMBIAR INTL EQUITY FD         | C                      | 5,870.               | 6,144.        |
| VAN ECK EMERGING MARKETS FD    | C                      | 5,229.               | 5,031.        |
| TOTALS                         |                        | 225,346.             | 232,240.      |

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

| MONTH       | LINE 1a-FMV<br>SECURITIES | LINE 1b-FMV<br>CASH BALANCES | LINE 1c-FMV<br>OTHER ASSETS |
|-------------|---------------------------|------------------------------|-----------------------------|
| JANUARY     | 205,873.                  | 14,745.                      |                             |
| FEBRUARY    | 199,078.                  | 20,809.                      |                             |
| MARCH       | 209,571.                  | 19,492.                      |                             |
| APRIL       | 211,200.                  | 19,338.                      |                             |
| MAY         | 212,562.                  | 19,008.                      |                             |
| JUNE        | 225,703.                  | 5,607.                       |                             |
| JULY        | 231,845.                  | 4,848.                       |                             |
| AUGUST      | 232,969.                  | 3,417.                       |                             |
| SEPTEMBER   | 234,113.                  | 3,439.                       |                             |
| OCTOBER     | 229,906.                  | 3,305.                       |                             |
| NOVEMBER    | 231,210.                  | 3,053.                       |                             |
| DECEMBER    | 232,238.                  | 3,889.                       |                             |
| TOTAL       | 2,656,268.                | 120,950.                     |                             |
| AVERAGE FMV | 221,356.                  | 10,079.                      |                             |