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Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
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 ▶ Information about Form 990-PF and its 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 ROBTJULIA JOHNSTON SCHOLARSHIP		A Employer identification number 25-6708312	
Number and street (or P O box number if mail is not delivered to street address) ONE M T PLAZA 7TH FLOOR		B Telephone number (see instructions) (716) 842-5081	
City or town, state or province, country, and ZIP or foreign postal code BUFFALO, NY 14203		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 1,145,742		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	17,136	17,225		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-18,765			
	b Gross sales price for all assets on line 6a 537,098				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	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)	225				
12 Total. Add lines 1 through 11	-1,404	17,225			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	19,879	19,879		
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule)				0
	b Accounting fees (attach schedule)				0
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	673	359		0
	19 Depreciation (attach schedule) and depletion	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	20,552	20,238	0	0
	25 Contributions, gifts, grants paid	64,520			64,520
26 Total expenses and disbursements. Add lines 24 and 25	85,072	20,238	0	64,520	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-86,476				
b Net investment income (if negative, enter -0-)		0			
c Adjusted net income (if negative, enter -0-)			0		

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	1,067		
	2 Savings and temporary cash investments	94,614	17,375	17,375
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	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 ▶ _____ 0			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,112,654	1,104,481	1,128,367
	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)	1,208,335	1,121,856	1,145,742	
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	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,208,335	1,121,856	
	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)	1,208,335	1,121,856		
31 Total liabilities and net assets/fund balances (see instructions) .	1,208,335	1,121,856		

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	1,208,335
2 Enter amount from Part I, line 27a	2	-86,476
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	1,121,859
5 Decreases not included in line 2 (itemize) ▶ _____	5	3
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	1,121,856

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					
(i) F M V as of 12/31/69			(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a 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 -18,765
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	73,335	1,229,570	0 059643
2014	58,010	1,287,107	0 04507
2013	74,169	1,251,779	0 059251
2012	54,000	1,199,019	0 045037
2011	55,000	1,201,161	0 045789
2 Total of line 1, column (d)			2 0 25479
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 050958
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 1,141,317
5 Multiply line 4 by line 3			5 58,159
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 0
7 Add lines 5 and 6			7 58,159
8 Enter qualifying distributions from Part XII, line 4			8 64,520

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)

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, domestic foundations, tax under section 511, subtitle A tax, and credits/payments. Total amount owed and overpaid are calculated.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, 'Yes', and 'No' responses. Questions cover political activities, unrelated business income, and asset requirements.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-13 regarding controlled entities, donor advised funds, and public inspection requirements.

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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

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? Includes instructions for FinCEN Form 114.

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.

Main table for Part VII-B with 3 columns: Question, Yes, No. Rows 1a-1c, 2a-2c, 3a-3b, 4a-4b regarding Form 4720 exceptions and requirements.

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here. Yes No

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? Yes No
 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? Yes No

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
MANUFACTURERS AND TRADERS BANK 1100 WEHRLE DRIVE 2ND FLOOR BUFFALO, NY 14221	TRUSTEE 1	19,879		

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. Yes No 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 ▶

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	1,104,640
b	Average of monthly cash balances.	1b	54,057
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,158,697
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	1,158,697
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	17,380
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,141,317
6	Minimum investment return. Enter 5% of line 5.	6	57,066

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	57,066
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	0
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	0
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	57,066
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	57,066
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	57,066

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	64,520
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	64,520
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	64,520

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				57,066
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 2014, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.	0			
b From 2012.	0			
c From 2013.	0			
d From 2014.	0			
e From 2015.	6,226			
f Total of lines 3a through e.	6,226			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>64,520</u>				
a Applied to 2015, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				57,066
e Remaining amount distributed out of corpus	7,454			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	13,680			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	13,680			
10 Analysis of line 9				
a Excess from 2012.	0			
b Excess from 2013.	0			
c Excess from 2014.	0			
d Excess from 2015.	6,226			
e Excess from 2016.	7,454			

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)

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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	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 <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				64,520
b <i>Approved for future payment</i>				
Total ▶ 3b				

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
92 77 DIAMOND HILL LARGE-CAP CL I		2015-08-18	2016-02-18
1755 678 DIAMOND HILL LARGE-CAP CL I		2014-12-17	2016-02-18
52 309 HARBOR INTERNATIONAL FUND #11		2015-12-17	2016-02-18
1714 918 HARBOR INTERNATIONAL FUND #11		2014-10-14	2016-02-18
25 883 HARBOR INTERNATIONAL FUND #11		2015-06-11	2016-02-18
9 ISHARES RUSSELL 2000 VALUE ETF		2015-08-18	2016-02-18
267 ISHARES RUSSELL 2000 VALUE ETF		2014-10-14	2016-02-18
281 ISHARES RUSSELL 2000 GROWTH ETF		2014-12-02	2016-02-18
754 19 MFS INTL NEW DISCOVERY CL I		2014-02-26	2016-02-18
2520 062 RIDGEWORTH SEIX FLTNG RT HI INC FD I		2014-02-26	2016-02-18

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)
1,882		2,194	-312
35,623		38,196	-2,573
2,924		3,086	-162
95,864		112,855	-16,991
1,447		1,869	-422
759		880	-121
22,513		25,271	-2,758
33,857		38,707	-4,850
20,099		21,666	-1,567
20,261		22,784	-2,523

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	
			-312
			-2,573
			-162
			-16,991
			-422
			-121
			-2,758
			-4,850
			-1,567
			-2,523

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)
217 152 RIDGEWORTH SEIX FLTNG RT HI INC FD I		2015-08-18	2016-02-18
467 173 VANGUARD INFLATION-PROTECTED CL ADML		2015-11-11	2016-02-18
36 994 WILMINGTON LARGE-CAP STRATEGY FUND-I		2014-10-14	2016-02-18
1482 073 WILMINGTON BROAD MARKET BOND FUND -I		2012-08-31	2016-02-18
901 422 WILMINGTON MULTI-MGR INTERNATIONAL-I		2012-08-31	2016-03-22
138 WISDOMTREE JAPAN HEDGED EQUITY ETF		2015-09-18	2016-03-22
20 WISDOMTREE JAPAN HEDGED EQUITY ETF		2016-02-18	2016-03-22
229 ISHARES CRNCY HDGD MSCI EUROZONE ETF		2015-09-15	2016-04-22
7 ISHARES CRNCY HDGD MSCI EUROZONE ETF		2016-02-18	2016-04-22
269 375 WILMINGTON SHORT TERM BOND FUND-I		2015-05-05	2016-05-05

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)
1,746		1,930	-184
11,936		11,866	70
576		637	-61
14,302		15,176	-874
6,238		5,742	496
6,050		7,860	-1,810
877		856	21
5,796		5,832	-36
177		165	12
2,715		2,718	-3

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	
			-184
			70
			-61
			-874
			496
			-1,810
			21
			-36
			12
			-3

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
751 153 WILMINGTON SHORT TERM BOND FUND-I		2016-02-18	2016-05-05
3386 751 WILMINGTON SHORT TERM BOND FUND-I		2014-12-04	2016-05-05
2510 414 WILMINGTON LARGE-CAP STRATEGY FUND-I		2014-10-14	2016-06-09
3480 699 WILMINGTON MULTI-MGR INTERNATIONAL-I		2012-08-31	2016-06-09
2367 058 FIDELITY FOCUSED HIGH INCOME FUND		2015-05-05	2016-07-12
532 499 FIDELITY FOCUSED HIGH INCOME FUND		2015-12-02	2016-07-12
2663 395 WILMINGTON BROAD MARKET BOND FUND -I		2012-08-31	2016-08-03
52 432 LSV VALUE EQUITY FUND STRATEGY		2016-02-18	2016-09-07
3 341 CAMBIAR INTL EQUITY FUND-INS		2016-02-18	2016-09-07
103 702 DIAMOND HILL LARGE-CAP CL I		2015-08-18	2016-09-07

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)
7,572		7,519	53
34,138		34,928	-790
43,631		43,204	427
24,887		22,172	2,715
19,931		20,688	-757
4,484		4,415	69
26,394		27,273	-879
1,283		1,107	176
83		77	6
2,437		2,453	-16

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	
			53
			-790
			427
			2,715
			-757
			69
			-879
			176
			6
			-16

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
66 816 FEDERATED TOTAL RETURN BOND CL I		2016-05-05	2016-09-07
38 425 FIDELITY FOCUSED HIGH INCOME FUND		2015-12-02	2016-09-07
84 693 T ROWE PRICE LRG CAP GROWTH FD INST		2011-02-04	2016-09-07
159 081 WCM FOCUSED INTL GROWTH FD		2016-02-18	2016-09-07
126 627 JPMORGAN US SMALL COMP-INST		2016-02-18	2016-09-07
36 892 MSIF GROWTH PORTFOLIO CL IS		2014-05-01	2016-09-07
115 026 TOUCHSTONE SMALL-CAP GR CL Y		2016-02-18	2016-09-07
135 892 VAN ECK EMERGING MARKETS FUND CL I		2016-06-09	2016-09-07
63 927 VICTORY INTEGRITY SM-CAP VAL CL Y		2016-02-18	2016-09-07
497 WILMINGTON GLOBAL ALPHA EQUITIES FD		2013-11-04	2016-09-07

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)
747		732	15
327		318	9
2,462		1,453	1,009
2,111		1,831	280
2,140		1,727	413
1,479		1,356	123
666		592	74
1,965		1,788	177
2,178		1,787	391
5		5	

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	
			15
			9
			1,009
			280
			413
			123
			74
			177
			391

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
149 639 WILMINGTON LARGE-CAP STRATEGY FUND-I		2014-10-14	2016-09-07
136 217 WILMINGTON MULTI-MGR REAL ASSET - I		2012-08-31	2016-09-07
553 451 WILMINGTON MULTI-MGR INTERNATIONAL-I		2012-08-31	2016-09-07
22 032 WILMINGTON BROAD MARKET BOND FUND -I		2012-08-31	2016-09-07
45 701 LSV VALUE EQUITY FUND STRATEGY		2016-02-18	2016-09-15
17 737 CAMBIAR INTL EQUITY FUND-INS		2016-02-18	2016-09-15
52 597 DIAMOND HILL LARGE-CAP CL I		2015-08-18	2016-09-15
297 019 FEDERATED TOTAL RETURN BOND CL I		2016-05-05	2016-09-15
148 161 FIDELITY FOCUSED HIGH INCOME FUND		2015-12-02	2016-09-15
49 826 T ROWE PRICE LRG CAP GROWTH FD INST		2011-02-04	2016-09-15

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)
2,698		2,575	123
1,952		1,993	-41
4,090		3,525	565
219		226	-7
1,095		965	130
428		406	22
1,215		1,244	-29
3,288		3,252	36
1,249		1,227	22
1,432		855	577

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	
			123
			-41
			565
			-7
			130
			22
			-29
			36
			22
			577

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
28 385 WCM FOCUSED INTL GROWTH FD		2016-02-18	2016-09-15
33 414 JPMORGAN US SMALL COMP-INST		2016-02-18	2016-09-15
37 88 MSIF GROWTH PORTFOLIO CL IS		2014-05-01	2016-09-15
41 725 TOUCHSTONE SMALL-CAP GR CL Y		2016-02-18	2016-09-15
15 804 VAN ECK EMERGING MARKETS FUND CL I		2016-06-09	2016-09-15
1 674 VICTORY INTEGRITY SM-CAP VAL CL Y		2016-02-18	2016-09-15
210 49 WILMINGTON GLOBAL ALPHA EQUITIES FD		2013-11-04	2016-09-15
109 661 WILMINGTON LARGE-CAP STRATEGY FUND-I		2014-10-14	2016-09-15
94 178 WILMINGTON MULTI-MGR REAL ASSET - I		2012-08-31	2016-09-15
158 414 WILMINGTON MULTI-MGR INTERNATIONAL-I		2012-08-31	2016-09-15

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)
369		327	42
550		456	94
1,508		1,392	116
237		215	22
223		208	15
55		47	8
2,107		2,280	-173
1,941		1,887	54
1,310		1,378	-68
1,139		1,009	130

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	
			42
			94
			116
			22
			15
			8
			-173
			54
			-68
			130

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
874 72 WILMINGTON BROAD MARKET BOND FUND -I		2012-08-31	2016-09-15
373 858 MSIF GROWTH PORTFOLIO CL IS		2014-05-01	2016-11-10
309 322 VAN ECK EMERGING MARKETS FUND CL I		2016-06-09	2016-11-10
540 966 WILMINGTON MULTI-MGR REAL ASSET - I		2012-08-31	2016-11-10
CAPITAL GAIN 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)
8,616		8,957	-341
14,352		13,739	613
4,170		4,071	99
7,249		7,914	-665
			11,044

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	
			-341
			613
			99
			-665

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 <i>Paid during the year</i>					
TEMPLE UNIVERSITY PO BOX 828799 PHILADELPHIA, PA 191828799	NONE	PC	SCHOLARSHIP GRANT	2,500	
SHIPPENSBURG UNIVERSITY 1871 OLD MAIN DRIVE SHIPPENSBURG, PA 17257	NONE	PC	SCHOLARSHIP GRANT	2,500	
PENN STATE UNIV 103 SHIELDS BUILDING UNIVERSITY PARK, PA 168021200	NONE	PC	SCHOLARSHIP GRANT	7,000	
YORK COLLEGE OF PA 441 COUNTRY CLUB RD YORK, PA 17403	NONE	PC	SCHOLARSHIP GRANT	9,000	
VIRGINIA MILITARY INSTITUTE 309 LETCHER AVE LEXINGTON, VA 24450	NONE	PC	SCHOLARSHIP GRANT	2,500	
GRANTHAM UNIVERSITY 16025 W 113TH ST LENEXA, KS 66219	NONE	PC	SCHOLARSHIP GRANT	1,020	
MOUNT ST MARY'S UNIVERSITY ACCOUNTING & FINANCE OFFICE 16300 OLD EMMTSBURG RD EMMTSBURG, MD 21727	NONE	PC	SCHOLARSHIP GRANT	5,000	
BUCKNELL UNIVERSITY CASHIER OFFICE 108 MARTS HALL 701 MOORE AVE LEWISBURG, PA 17837	NONE	PC	SCHOLARSHIP GRANT	4,500	
JOHNSON & WALES UNIVERSITY 801 WEST TRADE T CHARLOTTE, NC 28202	NONE	PC	SCHOLARSHIP GRANT	2,500	
GENEVA COLLEGE 3200 COLLEGE AVE BEAVER FALLS, PA 15010	NONE	PC	SCHOLARSHIP GRANT	2,500	
SHENANDOAH UNIVERSITY 1460 UNIVERSITY DR WINCHESTER, VA 22601	NONE	PC	SCHOLARSHIP GRANT	2,500	
PITTSBURGH TECHNICAL INSTITUTE 1111 MCKEE RD OAKDALE, PA 15071	NONE	PC	SCHOLARSHIP GRANT	2,500	
CAIRN UNIVERSITY 200 MANOR AVE LANGHORNE, PA 19047	NONE	PC	SCHOLARSHIP	4,500	
JUNIATA COLLEGE BURSARS OFFICE 1700 MOORE STREET HUNTINGDON, PA 16652	NONE	PC	SCHALORSHIP	4,500	
WILSON COLLEGE 1015 PHILADELPHIA AVE CHAMBERSBURG, PA 17201	NONE	PC	SCHOLARSHIP	4,500	
Total				64,520	
3a					

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 <i>Paid during the year</i>				
ALLEGANY COLLEGE 12401 WILLOWBROOK RD SE CUMBERLAND, MD 21502	NONE	PC	SCHOLARSHIP	4,500
LIBERTY UNIVERSITY 1971 UNIVERSITY BLVD LYCHBURG, VA 24515	NONE	PC	SCHOLARSHIP	2,500
Total 				64,520
3a				

TY 2016 Investments - Other Schedule**Name:** ROBTJULIA JOHNSTON SCHOLARSHIP**EIN:** 25-6708312

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
RIDGEWORTH SEIX			
T ROWE PRICE LGE CAP GROW INST	AT COST	52,953	63,005
HARBOR INT'L FD			
WILMINGTON BROAD MRKT	AT COST	231,249	226,288
WILMINGTON SHORT TERM			
WILMINGTON MULTI MNGR REAL ASE	AT COST	73,681	70,313
WILMINGTON MULTI MNGR INT'L	AT COST	116,672	112,864
DIAMOND HILL LARGE-CAP FD	AT COST	64,897	64,317
WILMINGTON MULTI MNGR ALT	AT COST	61,518	58,480
MFS INTL NEW DISCOVERY FUND			
ISHARES RUSSELL 2000 VALUE ETF			
MORGAN STANLEY INSTL FD INC GR	AT COST	44,707	43,594
WILMINGTON LG CAP STRATEGY FD	AT COST	114,054	113,674
ISHARES RUSSELL 2000 GROWTH			
FIDELITY FOCUSED HIGH INCOME F	AT COST	32,988	34,398
VANGUARD INFLATION PROTECTED S			
ISHARES CURRENCY HEDGED MSCI E			
WISDOMTREE JAPAN HEDGED EQUITY			
FEDERATED TOTAL RTRN BD FD CL	AT COST	90,509	88,883
JPMORGAN US SMALL CO FD	AT COST	37,491	47,450
LSV VAL EQUITY FD STRATEGY	AT COST	54,499	66,932
TOUCHSTONE SM/C GROWTH FD CL Y	AT COST	15,813	18,074
VICTORY INTEGRITY SM/C VAL FD	AT COST	14,710	20,237
ISHARES CORE MSCI EMERGINHG MA	AT COST	16,877	16,386
WCM FOCUSED INTL GROWTH FD	AT COST	26,958	28,201
CAMBIAR INTL EQUITY FD	AT COST	29,296	30,664
VAN ECK EMERGING MARKETS FD	AT COST	25,609	24,607

TY 2016 Other Decreases Schedule**Name:** ROBTJULIA JOHNSTON SCHOLARSHIP**EIN:** 25-6708312

Description	Amount
ROUNDING	3

TY 2016 Taxes Schedule**Name:** ROBTJULIA JOHNSTON SCHOLARSHIP**EIN:** 25-6708312

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL ESTIMATED TAX DEPOSITS	314	0		0
FOREIGN TAXES ON QUALIFIED FOR	353	353		0
FOREIGN TAXES ON NONQUALIFIED	6	6		0