Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No. 1545-0052

2016

Open to Public Inspection

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

Name of foundation: ANN AND CARL MYERS CHARITABLE FOUNDATION, INC

A Employer identification number: 27-4272079

Number and street (or P O. box number if mail is not delivered to street address): PO BOX 319

Room/suite:

B Telephone number (see instructions): 314-342-4459

City or town, state or province, country, and ZIP or foreign postal code: HEMLOCK, NY 14466-0319

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 3,301,411.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

	Line	Description	(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)	1,000,000.			
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	77,178.	75,642.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-8,919.			
	b	Gross sales price for all assets on line 6a 2,205,370.				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	1,068,259.	75,642.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	24,267.	18,200.		6,067.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 7	975.	731.	NONE	244.
	c	Other professional fees (attach schedule) STMT 8	8,088.	6,066.		2,022.
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 9	854.	854.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 10	251.	251.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	34,435.	26,102.	NONE	8,333.
	25	Contributions, gifts, grants paid	1,005,000.			1,005,000.
	26	**Total expenses and disbursements** Add lines 24 and 25	1,039,435.	26,102.	NONE	1,013,333.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	28,824.			
	b	**Net investment income** (if negative, enter -0-)		49,540.		
	c	**Adjusted net income** (if negative, enter -0-)				

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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	149,264.	634,107.	634,107.
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶ NONE			
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) STMT 11	2,114,829.	1,723,303.	1,753,286.
c	Investments - corporate bonds (attach schedule) STMT 14	982,667.	916,877.	906,598.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule)			
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ ACCRUALS)	2,219.	741.	7,420.
16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,248,979.	3,275,028.	3,301,411.
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)		NONE	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27	Capital stock, trust principal, or current funds	3,248,979.	3,275,028.	
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)	3,248,979.	3,275,028.	
31	**Total liabilities and net assets/fund balances** (see instructions)	3,248,979.	3,275,028.	

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	3,248,979.
2	Enter amount from Part I, line 27a	2	28,824.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,277,803.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 18	5	2,775.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,275,028.

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)
1 a	PUBLICLY TRADED SECURITIES			
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	2,205,370.		2,214,289.	-8,919.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				-8,919.
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 -8,919.

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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	1,017,421.	3,152,410.	0.322744
2014	130,883.	2,001,234.	0.065401
2013	116,681.	1,996,582.	0.058440
2012	100,584.	1,968,582.	0.051095
2011	51,750.	1,434,959.	0.036064

2	**Total** of line 1, column (d)	2	0.533744
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	0.106749
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	2,705,820.
5	Multiply line 4 by line 3	5	288,844.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	495.
7	Add lines 5 and 6	7	289,339.
8	Enter qualifying distributions from Part XII, line 4	8	1,013,333.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1 . . . Date of ruling or determination letter 11/10/2011 (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	495.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	495.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	495.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a: 392.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	392.
8	Enter any **penalty** for underpayment of estimated tax Check here [ ] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	103.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ NONE **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation* STMT 19	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	X	

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ STIFEL TRUST COMPANY, N.A. Telephone no. ▶

Located at ▶ 501 NORTH BROADWAY, ST. LOUIS, MO ZIP+4 ▶ 63102

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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.

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) *Engage in the sale or exchange, or leasing of property with a disqualified person?* ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a *disqualified person?* ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	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			
	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			
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)*

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No *If "Yes," attach the statement required by Regulations section 53.4945-5(d)*			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870*	6b		X
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
SEE STATEMENT 20		24,267.		

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		-0-	-0-	-0-

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	
3 NONE	
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	2,747,025.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	2,747,025.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	2,747,025.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	41,205.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,705,820.
6	**Minimum investment return.** Enter 5% of line 5	6	135,291.

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	135,291.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	495.		
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	495.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	134,796.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	134,796.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	134,796.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,013,333.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,013,333.
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	495.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,012,838.

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				134,796.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			NONE	
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 2,833.				
d From 2014 34,025.				
e From 2015 861,362.				
f **Total** of lines 3a through e	898,220.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 1,013,333.				
a Applied to 2015, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c *Treated as distributions out of corpus* (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount				134,796.
e Remaining amount distributed out of corpus	878,537.			
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	1,776,757.			
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			NONE	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				NONE
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	1,776,757.			
10 Analysis of line 9				
a Excess from 2012 NONE				
b Excess from 2013 2,833.				
c Excess from 2014 34,025.				
d Excess from 2015 861,362.				
e Excess from 2016 878,537.				

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)

	Tax year (a) 2016	Prior 3 years (b) 2015	(c) 2014	(d) 2013	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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).)

CARLTON E MYERS

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

NONE

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

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

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

SEE STATEMENT 22

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ROCHESTER MELANOMA ACTION GROUP ATTN: THOMAS 22 RANDOM KNOLLS DRIVE PENFIELD NY 14526	NONE	CHARITABLE	GENERAL SUPPORT	5,000.
AQUINAS INSTITUTE OF ROCHESTER ATTN: LEARY SC 1127 DEWEY AVENUE ROCHESTER NY 14613	NONE	CHARITABLE	GENERAL SUPPORT	
UNIVERSITY OF ROCHESTER P.O. BOX 270332 300 EAST RIVER ROAD, G-100 ROCHESTER NY 1462	NONE	CHARITABLE	GENERAL SUPPORT	1,000,000.
Total . . . . ▶ 3a				1,005,000.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	77,178.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-8,919.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				68,259.	

13 **Total** Add line 12, columns (b), (d), and (e) . . . . . 13 68,259.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

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

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ [signature] 5/11/17 ▶ President

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
KEVIN DOBKE	[signature]	05/08/2017		P00472587

Firm's name ▶ BMO HARRIS BANK N.A. Firm's EIN ▶ 36-2085229

Firm's address ▶ 11270 W PARK PLACE MILWAUKEE, WI 53224 Phone no 414-815-3900

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	**Schedule of Contributors** ▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.** ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs gov/form990*	OMB No 1545-0047 **2016**

Name of the organization	Employer identification number
ANN AND CARL MYERS CHARITABLE FOUNDATION, INC	27-4272079

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note· Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

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

Name of organization: ANN AND CARL MYERS CHARITABLE FOUNDATION, INC

Employer identification number: 27-4272079

Part I **Contributors** (See instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CARLTON E MYERS 6050 BALD HILL ROAD SPRINGWATER, NY 14650	$ 1,000,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ABBVIE INC SR NT 3.20% DTD 05/14/2015 DU	266.	266.
ACTAVIS FUNDING SCS SR NT 3.80% DTD 03/1	240.	240.
ACUITY BRANDS INC COM	2.	2.
ALCOA INC	12.	12.
AMERICAN TOWER CORP NEW SR GLBL NT 3.375	99.	99.
ANHEUSER BUSCH INBEV FIN INC SR NT 3.65%	229.	229.
APPLE COMPUTER INC	406.	406.
APPLE INC SR GLBL NT 2.85% DTD 02/23/201	226.	226.
AUTOMATIC DATA PROCESSING INC SR NT 3.37	409.	409.
BANK AMER CORP SRNT L 5.625% DTD 06/22/2	258.	258.
BANK AMER CORP FR 3.875% DTD 07/30/2015	73.	73.
BERKSHIRE HATHAWAY INC DEL SR NT 3.125%	169.	169.
BORGWARNER INC SR NT 3.375% DTD 03/16/20	300.	300.
BRISTOL MYERS SQUIBB CO	250.	250.
BURLINGTON NORTHN SANTA FE CP SR DEB 6.1	573.	573.
CBOE HLDGS INC COM	124.	124.
CF INDS INC SR NT 7.125% DTD 04/23/2010	208.	208.
CF INDS INC SR NT 3.45% DTD 05/23/2013 D	41.	41.
CME GROUP INC COM	1,075.	1,075.
CVS CORP	151.	151.
CVS HEALTH CORP SR NT 4.00% DTD 12/05/20	224.	224.
CVS HEALTH CORP SR GLBL NT 5.125% DTD 07	18.	18.
CALIFORNIA ST GO BDS TAXABLE 7.55% DTD 0	829.	829.
CITIGROUP INC SR GLBL NT 2.05% DTD 12/07	70.	70.
COMCAST CORP NEW NT 7.05% DTD 03/14/2003	327.	327.
CONAGRA FOODS INC COMMON	329.	329.
CROWN CASTLE INTL CORP SR NT 5.25% DTD 1	70.	70.
CROWN CASTLE INTL CORP NEW COM	96.	86.
DARDEN RESTAURANTS INC COM	267.	267.
DISNEY (WALT) COMPANY HOLDING COMPANY CO	128.	128.
DU PONT (E.I.) DE NEMOURS & CO.	144.	144.
EOG RES INC	78.	78.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EATON VANCE INCOME FUND OF BOSTON - IN	5,327.	4,907.
EBAY INC SR NT 3.80% DTD 03/09/2016 DUE	118.	118.
ECOLAB INC COM	88.	88.
EXPRESS SCRIPTS HLDG CO SR NT 3.40% DTD	38.	38.
FEDERAL HOME LN MTG CORP PARTN GOLD GROU	30.	30.
FEDERAL HOME LN MTG CORP PARTN GOLD GROU	76.	76.
FEDERAL HOME LN MTG CORP PARTN GOLD GROU	834.	834.
FEDERAL HOME LN MTG CORP PARTN GOLD GROU	880.	880.
FEDERAL HOME LN MTG CORP PARTN GOLD GROU	1,147.	1,147.
FEDERAL HOME LN MTG CORP PARTN GOLD GROU	673.	673.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	19.	19.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	221.	221.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	93.	93.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	224.	224.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	63.	63.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	548.	548.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	147.	147.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	343.	343.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	19.	19.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	580.	580.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	520.	520.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	361.	361.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	49.	49.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	93.	93.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	3.	3.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	17.	17.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	313.	313.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	20.	20.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	509.	509.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	93.	93.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	289.	289.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	677.	677.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	501.	501.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	103.	103.
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF P	433.	433.
FIDELITY ADVISOR FLOATING RATE HIGH INCO	149.	149.
FIDELITY IMM GOV CLASS I FUND #57	302.	302.
FIDELITY IMM PRIME CLASS I FD #690	258.	258.
JPMORGAN MID CAP VALUE FUND CL L #758	1,193.	1,193.
FORD MTR CO DEL GLBL SEC 7.45% DTD 07/16	761.	761.
GENERAL ELEC CAP CORP MTN FR 6.00% DTD 0	165.	165.
GENERAL MTRS FINL CO INC SR NT 4.25% DTD	103.	103.
GEORGIA PAC CORP SR NT 8.00% DTD 12/11/2	289.	289.
GOLDMAN SACHS GRP INC COM	35.	35.
GOLDMAN SACHS GROUP INC SR NT 6.125% DTD	656.	656.
HENDERSON INTL OPPORTUNITIES FUND CLASS	4,746.	4,746.
HERSHEY FOODS CORP COMMON	53.	53.
HESS CORP COM	75.	75.
HOME DEPOT INC.	428.	428.
HONEYWELL INTERNATIONAL INC	285.	285.
HOST HOTELS & RESORTS LP SR C NT 4.75%	364.	364.
INTL PAPER CO SR NT 3.80% DTD 05/26/2015	331.	331.
ISHARES CORE HIGH DIVIDEND ETF	11,119.	11,119.
JPMORGAN CHASE & CO PERP SR S NT VAR RA	312.	312.
JOBSOHIO BEVERAGE SYS OHIO STA TAXABLE R	359.	359.
JOHNSON & JOHNSON	77.	77.
JOY GLOBAL INC COM	1.	1.
KRAFT HEINZ CO COM	31.	5.
LAM RESEARCH CORP COM	16.	16.
LEAR CORP COM NEW	23.	23.
LOCKHEED MARTIN CORP COM	503.	503.
LOCKHEED MARTIN CORP SR GLBL 2.50% DTD 1	3.	3.
LOS ANGELES CALIF UNI SCH DIST GO BDS 20	253.	253.
MARKETAXESS HLDGS INC COM	17.	17.
MARTIN MARIETTA MATLS INC COM	10.	10.
MASCO CORP COM	126.	126.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MCDONALDS CORP MED TERM NT FR 3.70% DTD	190.	190.
MEDTRONIC INC SR GLBL 3.50% DTD 09/01/20	72.	72.
METROPOLITAN TRANSN AUTH N Y R REV BDS 2	287.	287.
MICROSOFT CORP SR NT 3.75% DTD 02/12/201	6.	6.
MICROSOFT CORP SR NT 2.65% DTD 11/03/201	210.	210.
MICROCHIP TECHNOLOGY INC COM	267.	53.
MOHAWK INDS INC SR NT 3.85% DTD 01/31/20	367.	367.
MOODYS CORP COM	10.	10.
MORGAN STANLY DN WTTR DISCVR NEW	63.	63.
MORGAN STANLEY SR NT 5.50% DTD 07/28/201	319.	319.
NATIONAL RURAL UTILS COOP FIN COL TR 3.2	231.	231.
NEW JERSEY ST TRANSN TR FD AUT TRANSPORT	458.	458.
NEWELL BRANDS INC	114.	114.
NEWELL RUBBERMAID INC SR NT 3.85% DTD 03	135.	135.
NEXTERA ENERGY INC COM	371.	371.
NORTHROP GRUMMAN CORP COM	243.	243.
OMNICOM GROUP INC SR NT 3.60% DTD 04/06/	133.	133.
OPPENHEIMER DEVELOPING MARKETS FUND CL I	635.	635.
OWENS CORNING NEW SR NT 4.20% DTD 10/22/	272.	272.
PEPSICO INC SR GLBL 3.10% DTD 07/17/2015	162.	162.
PFIZER INC	673.	673.
PROLOGIS INC COM	31.	31.
QUAL COMM INC	160.	160.
ROGERS COMMUNICATIONS INC SR NT 3.625% D	144.	144.
S&P GLOBAL INC COM	9.	9.
SPDR INDEX SHS FDS DJ WILSHIRE INTL REAL	4,724.	4,724.
SCHLUMBERGER LTD	151.	151.
SEMPRA ENERGY COM	64.	64.
SHERWIN WILLIAMS CO COM	92.	92.
SNAP ON INC COM	34.	34.
SUNTRUST BKS INC COM	322.	322.
TECK RESOURCES LTD CL B	5.	5.
THERMO FISHER SCIENTIFIC INC SR NT 4.15%	187.	187.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
3M CO	38.	38.
TYSON FOODS INC SR NT 4.875% DTD 08/08/2	293.	293.
US BANCORP	187.	187.
UNDER ARMOUR INC SR GLBL NT 3.25% DTD 06	75.	75.
UNION PAC CORP	110.	110.
U S BANCORP MTN SUB NTS FR 2.95% DTD 07/	443.	443.
US TREASURY BOND 6.25% DTD 08/15/1993 DU	1,424.	1,424.
US TREASURY BOND 3.50% DTD 02/15/2009 DU	164.	164.
US TREASURY NOTE 2.25% DTD 11/15/2014 DU	359.	359.
US TREASURY NOTE 2.00% DTD 02/15/2015 DU	79.	79.
US TREASURY NOTE 2.00% DTD 11/30/2015 DU	308.	308.
US TREASURY NOTE 3.50% DTD 05/15/2010 DU	30.	30.
VANGUARD SPECIALIZED PORTFOLIO DIV APP E	4,947.	4,947.
VANGUARD FTSE DEVELOPED MARKETS ETF	4,957.	4,957.
VANGUARD INDEX FDS REIT ETF	2,418.	1,667.
VANGUARD INDEX FDS MID CAP ETF	146.	146.
VANGUARD INDEX FDS SMALL CP ETF	1,226.	1,226.
VERIZON COMMUNICATIONS INC NT 5.15% DTD	328.	328.
VERIZON COMMUNICATIONS INC SR NT 4.40% D	103.	103.
VIACOM INC SR DEB 6.875% DTD 04/12/2006	78.	78.
VIACOM INC NEW SR NT 4.25% DTD 08/19/201	43.	43.
VISA INC COM CL A	134.	134.
VISA INC SR GLBL NT 3.15% DTD 12/14/2015	254.	254.
VULCAN MATERIALS COMPANY	7.	7.
WALGREENS BOOTS ALLIANCE INC SR GLBL NT	40.	40.
WELLS FARGO & CO NEW COM	477.	477.
WELLS FARGO & CO NEW DEP SH CL A SR U VA	402.	402.
WEYERHAEUSER CO DEB 7.375% DTD 09/15/200	325.	325.
WYNDHAM WORLDWIDE CORP COM	90.	90.
ALLEGION PUB LTD CO ORD SHS	72.	72.
EATON CORP PLC SHS	115.	
LYONDELLBASELL INDUSTRIES N V SHS A	139.	139.
ROYAL CARIBBEAN CRUISES LTD	43.	43.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TOTAL	77,178.	75,642.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	975.	731.		244.
TOTALS	975.	731.	NONE	244.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
TRUSTEE FEES SUBJECT TO 2% FLO	4,044.	3,033.	1,011.
TRUSTEE FEES SUBJECT TO 2% FL	4,044.	3,033.	1,011.
TOTALS	8,088.	6,066.	2,022.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	1.	1.
FOREIGN TAXES ON QUALIFIED FOR	661.	661.
FOREIGN TAXES ON NONQUALIFIED	192.	192.
TOTALS	854.	854.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER NON-ALLOCABLE EXPENSE -	250.	250.
OTHER NONALLOCABLE EXPENSES -	1.	1.
TOTALS	251.	251.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ALLEGION PUB LTD CO ORD SHS	4,757.	4,864.
ALLERGAN PLC SHS	4,166.	3,150.
ALPHABET INC CAP STK CL A	8,495.	10,302.
AMAZON COM INC COM	7,101.	7,499.
APPLE INC COM	9,844.	10,308.
BANK OF AMERICA CORPORATION CO		
BRISTOL MYERS SQUIBB CO COM	3,163.	3,039.
CELGENE CORP COM		
CME GROUP INC COM	5,749.	7,267.
CONAGRA FOODS INC COM	6,475.	8,147.
CONCHO RES INC COM	3,159.	3,845.
CVS HEALTH CORPORATION		
DARDEN RESTAURANTS INC COM		
DISNEY WALT CO COM DISNEY	8,008.	7,608.
DU PONT E I DE NEMOURS & CO CO		
ECOLAB INC COM		
EDWARDS LIFESCIENCES CORRP COM	4,513.	4,779.
EOG RES INC COM	2,468.	3,539.
FACEBOOK INC CL A	3,841.	5,637.
HENDERSON INTL OPPORTUNITIES F	253,339.	225,844.
HERSHEY CO COM		
HOME DEPOT INC COM	4,289.	4,559.
HONEYWELL INTL INC COM	4,888.	5,677.
ISHARES CORE HIGH DIVIDEND ETF	359,309.	384,519.
JARDEN CORP COM		
LOCKHEED MARTIN CORP COM	5,817.	6,998.
MANHATTAN ASSOCS INC COM		
MASCO CORP COM	2,497.	3,004.
MICHAEL KORS HLDGS LTD SHS		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MICROCHIP TECHNOLOGY INC COM	5,010.	6,094.
MORGAN STANLEY COM NEW		
NEXTERA ENERGY INC COM	5,089.	5,854.
NORTHROP GRUMMAN CORP COM	6,195.	7,675.
NXP SEMICONDUCTORS N V COM		
O REILLY AUTOMOTIVE INC NEW CO		
OLD DOMINION FGHT LINES INC CO	4,546.	6,348.
PFIZER INC COM		
SEMPRA ENERGY COM		
SHERWIN WILLIAMS CO COM		
SNAP ON INC COM		
SPDR INDEX SHS FDS DJ WILSHIRE	65,450.	54,120.
SPLUNK INC COM		
SUNTRUST BKS INC COM	5,313.	7,624.
VANGUARD FTSE DEVELOPED MARKET	138,413.	132,092.
VANGUARD INDEX FDS REIT ETF	56,307.	56,533.
VANGUARD SPECIALIZED PORTFOLIO	238,780.	251,281.
VERISIGN INC COM	5,397.	5,249.
VISA INC COM CL A	8,829.	8,738.
WELLS FARGO & CO NEW COM		
ACCUITY BRANDS INC COM	3,958.	3,694.
BERKSHIRE HATHAWAY INC DEL	7,895.	9,779.
BRIGHT HORIZONS FAM SOL IN DEL	4,101.	4,481.
CBRE GROUP INC	2,511.	3,275.
CERNER CORP COM	5,726.	4,926.
COMERICA INC COM	6,104.	6,062.
CROWN CASTLE INTL CORP NEW COM	5,600.	4,946.
DOW CHEMICAL CO COM	4,601.	4,463.
FIFTH THIRD BANCORP COM	3,044.	3,102.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
F5 NETWORKS INC COM	4,121.	5,499.
GENERAL DYNAMICS CORP COM	1,590.	1,554.
HESS CORP COM	4,719.	4,796.
JOHNSON & JOHNSON COM	5,673.	5,530.
KRAFT HEINZ CO COM	4,463.	4,453.
LAM RESEARCH CORP COM	4,562.	5,498.
LAMB WESTON HLDGS INC COM	3,372.	4,201.
MARTIN MARIETTA MATLS INC COM	2,373.	2,658.
MOODYS CORP COM	3,057.	2,640.
NEWELL BRANDS INC	8,144.	7,769.
PROLOGIS INC COM	4,333.	4,487.
PRUDENTIAL FINL INC COM	4,563.	4,475.
QUALCOM INC COM	4,011.	4,694.
S&P GLOBAL INC COM	3,088.	2,689.
SCHLUMBERGER LTD COM	5,478.	6,464.
TECK RESOURCES LTD	2,898.	2,504.
UNION PAC CORP COM	5,745.	6,221.
UNITED RENTALS INC COM	2,741.	4,012.
US BANCORP DEL COM	7,206.	9,041.
VULCAN MTLS CO COM	2,231.	2,253.
3M CO COM	3,004.	3,036.
MARKETTAXESS HLDGS INC COM	5,726.	5,583.
JPMORGAN MID CAP VALUE FUND	120,000.	122,904.
VANGUARD INDEX FDS MID CAP	30,163.	29,617.
VANGUARD INDEX FDS SMALL CP	109,246.	122,512.
OPPENHEIMER DEVELOPING MARKETS	86,049.	81,275.
TOTALS	1,723,303.	1,753,286.

FORM 990PF, PART II - CORPORATE BONDS
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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ABBVIE INC SR NT 3.20% DTD 05/	6,027.	6,004.
ACTAVIS FUNDING SCS SR NT 3.80		
AUTOMATIC DATA PROCESSING INC	10,047.	10,254.
BANK AMER CORP SRNT L 5.625% D		
BORGWARNER INC SR NT 3.375% DT		
BURLINGTON NORTHN SANTA FE CP	12,759.	12,772.
CALIFORNIA ST GO BDS TAXABLE 7	15,346.	14,797.
CF INDS INC SR NT 7.125% DTD 0		
COMCAST CORP NEW NT 7.05% DTD	6,729.	6,712.
CVS HEALTH CORP SR NT 4.00% DT		
EATON VANCE INCOME FUND OF BOS	130,430.	131,286.
FEDERAL HOME LN MTG CORP PARTN	20,202.	19,869.
FEDERAL HOME LN MTG CORP PARTN	19,279.	18,848.
FEDERAL HOME LN MTG CORP PARTN	25,560.	25,033.
FEDERAL HOME LN MTG CORP PARTN	557.	556.
FEDERAL HOME LN MTG CORP PARTN	1,392.	1,391.
FEDERAL HOME LN MTG CORP PARTN		
FEDERAL NATL MTG ASSN GTD PASS	359.	345.
FEDERAL NATL MTG ASSN GTD PASS	1,932.	1,907.
FEDERAL NATL MTG ASSN GTD PASS	1,307.	1,293.
FEDERAL NATL MTG ASSN GTD PASS	10,512.	10,453.
FEDERAL NATL MTG ASSN GTD PASS		
FEDERAL NATL MTG ASSN GTD PASS	7,836.	7,794.
FEDERAL NATL MTG ASSN GTD PASS		
FEDERAL NATL MTG ASSN GTD PASS	15,207.	14,582.
FEDERAL NATL MTG ASSN GTD PASS	3,960.	3,920.
FEDERAL NATL MTG ASSN GTD PASS	11,165.	10,943.
FEDERAL NATL MTG ASSN GTD PASS		
FEDERAL NATL MTG ASSN GTD PASS	954.	930.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FEDERAL NATL MTG ASSN GTD PASS	66.	64.
FEDERAL NATL MTG ASSN GTD PASS	1,782.	1,729.
FEDERAL NATL MTG ASSN GTD PASS	323.	317.
FEDERAL NATL MTG ASSN GTD PASS		
FEDERAL NATL MTG ASSN GTD PASS	375.	365.
FEDERAL NATL MTG ASSN GTD PASS	10,034.	9,590.
FEDERAL NATL MTG ASSN GTD PASS	1,839.	1,843.
FEDERAL NATL MTG ASN GTD PASST	5,758.	5,706.
FEDERAL NATL MTG ASSN GTD PASS	12,882.	12,649.
FEDERAL NATL MTG ASSN GTD PASS	10,486.	10,111.
FEDERAL NATL MTG ASSN GTD PASS	9,070.	8,758.
FORD MTR CO DEL GLBL SEC 7.45%		
GENERAL ELEC CAP CORP MTN FR 6		
GENERAL MTRS FINL CO INC SR NT		
GEORGIA PAC CORP SR NT 8.00% D	5,082.	5,105.
GOLDMAN SACHS GROUP INC SR NT	17,253.	16,921.
HOST HOTELS & RESORTS LP SR C	6,358.	6,249.
INTL PAPER CO SR NT 3.80% DTD		
JOBSOHIO BEVERAGE SYS OHIO STA	10,515.	10,579.
JPMORGAN CHASE & CO PERP SR S	8,610.	8,620.
LOS ANGELES CALIF UNI SCH DIST	6,049.	6,175.
MCDONALDS CORP MED TERM NT FR	5,957.	6,109.
METROPOLITAN TRANSN AUTH N Y R	6,830.	6,631.
MICROSOFT CORP SR NT 2.65% DTD		
MOHAWK INDS INC SR NT 3.85% DT	6,000.	6,131.
MORGAN STANLEY SR NT 5.50% DTD	12,334.	12,190.
NATIONAL RUAL UTILS COOP FIN C	6,042.	6,085.
NEW JERSEY ST TRANS TR FD AUT	10,638.	10,443.
OWENS CORNING NEW SR NT 4.20%	6,232.	6,231.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PEPSICO INC SR GLBL 3.10% DTD		
ROGERS COMMUNICATIONS INC SR N		
THERMO FISHER SCIENTIFIC INC S		
TYSON FOODS INC SR NT 4.875% D	6,367.	6,114.
U S BANCORP MTN SUB NTS FR 2.9	12,083.	12,071.
US TREASURY BOND 6.25% DTD 08/	60,730.	60,024.
US TREASURY BOND 3.50% DTD 02/	8,923.	8,752.
US TREASURY NOTE 2.25% DTD 11/		
US TREASURY NOTE 2.00% DTD 02/	40,606.	39,737.
US TREASURY NOTE 3.50% DTD 05/		
VERIZON COMMUNICATIONS INC NT		
VIACOM INC NEW SR NT 4.25% DTD		
VIACOM INC SR DEB		
VISA INC SR GLBL NT 3.15% DTD	7,968.	8,035.
WELLS FARGO & CO NEW DEP SH CL	6,238.	6,299.
WEYERHAEUSER CO DEB 7.375% DTD	6,437.	6,332.
AMERICAN TOWER CORP NEW SR GLB	5,942.	5,680.
BANK AMER CORP FR 3.875% DTD 7	9,393.	9,151.
BERKSHIRE HATHAWAY INC DEL SR	9,078.	8,942.
CHARTER COMMUNICATIONS OPER SR	8,339.	8,431.
CITIGROUP INC SR GLBL NT 2.05%	17,110.	16,998.
CROWN CASTLE INTL CORP SR NT 5	8,890.	8,610.
CSX CORP SR GLBL 2.60% DTD 10/	5,633.	5,617.
CVS HEALTH CORP SR GLBL NT 5.1	6,075.	5,572.
EBAY INC SR NT 3.80% DTD 3/9/2	4,989.	5,166.
EXPRESS SCRIPTS HLDG CO SR NT	9,177.	8,432.
FEDERAL NATL MTG ASSN GTD PASS	25,189.	25,326.
FEDERAL NATL MTG ASSN GTD PASS	44,538.	44,969.
FEDERAL NATL MTG ASSN GTD PAS	6,152.	5,940.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FEDERAL NATL MTG ASSN GTD PASS	7,041.	7,056.
INTL PAPER CO SR GLBL NT 3.00%	12,715.	12,265.
LOCKHEED MARTIN CORP SR GLBL 2	9,115.	9,076.
MICROSOFT CORP SR NT 3.75% DTD	6,251.	5,627.
MOLSON COORS BREWING CO SR GLB	5,991.	5,672.
NEWELL RUBBERMAID INC SR NT 3.	6,087.	6,224.
OMNICOM GROUP INC SR NT 3.60%	8,015.	7,917.
UNDER ARMOUR INC SR GLBL NT 3.	8,925.	8,500.
VERIZON COMMUNICATIONS INC SR	9,537.	8,883.
WALGREENS BOOTS ALLICANCE INC	6,268.	5,890.
FIDELITY ADVISOR FLOATING RATE	65,000.	65,000.
TOTALS	916,877.	906,598.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
TIMING DIFFERENCES	1,629.
PRIOR YEAR ROC	1,146.
TOTAL	2,775.

990PF, PART VII-A LINE 8b - EXPLANATION OF NON-FILING WITH A.G. STMT.

YES

ANN AND CARL MYERS CHARITABLE FOUNDATION, INC 27-4272079

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
CARTLON E MYERS
ADDRESS:
6050 BAID HILL ROAD
SPRINGWATER, NY 14560
TITLE:
PRESIDENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:
ANN M MYERS
ADDRESS:
6050 BAID HILL ROAD
SPRINGWATER, NY 14560
TITLE:
VICE PRESIDENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:
JEANINE M BARBER
ADDRESS:
2 SUNSET DRIVE
LIVONIA, NY 14487
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:
TERRI L SHAFFER
ADDRESS:
8148 TABORS CORNERS
ROAD WAYLAND, NY 14572
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
STIFEL TRUST COMPANY, NATIONAL ASSO
ADDRESS:
501 NORTH BROADWAY
ST. LOUIS, MO 63102
TITLE:
MANAGER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 24,267.

TOTAL COMPENSATION: 24,267.

FORM 990PF, PART XV - LINES 2a - 2d
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RECIPIENT NAME:
CARL OR ANN MYERS
ADDRESS:
6050 BALD HILL ROAD
SPRINGWATER, NY 14560
FORM, INFORMATION AND MATERIALS:
GRANT DETAIL STATUS, STATUS AND PURPOSE
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
501(c)(3) ORGANIZATIONS

TRAN RHTI INVESTMENT REVIEW ACCOUNT TOTALS 10:54 05/08/17
BANK JE
ACCOUNT NO : MYERS ANN & CARL FOUNDATION INC
ASSETS FROZEN DATE: 12/31/2016 INCOME CASH : 0.00
PRINCIPAL CASH: 0.00

	UNITS	COST/ CARRYING VALUE	MARKET VALUE	ACCRUAL/ EST. ANN. INCOME
CASH EQUIVALENTS		634,106.71		151.09
	634,106.710	634,106.71	634,106.71	3,861.71
FIXED INCOME		1,376,267.41		6,878.08
	707,295.856	1,376,267.41	1,336,619.14	44,179.66
EQUITIES		1,263,916.05		390.64
	18,199.000	1,263,916.05	1,323,262.74	36,461.80
OTHER		0.00		0.00
	0.000	0.00	0.00	0.00
GRAND TOTAL		3,274,290.17		7,419.81
	1,359,601.566	3,274,290.17	3,293,988.59	84,503.17

PRESS CLEAR FOR INVESTMT REVIEW MENU; ENTER 'TERM' TO SIGN OFF TRAN ==> RHTI