

990-PF

EXTENDED TO MAY 15, 2018
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

Department of the Treasury
Internal Revenue Service

For calendar year 2016 or tax year beginning

JUL 1, 2016

, and ending

JUN 30, 2017

Name of foundation

THE LONGHILL CHARITABLE FOUNDATION

A Employer identification number

23-7149847

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

MAZARS USA LLP, 135 WEST 50TH ST

Room/suite

B Telephone number

212-812-7000

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

NEW YORK, NY 10020

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

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE 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)

\$ 24,883,659.

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

(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))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received

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

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 10,599,064.

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)

11 Other income

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

STMT 4

c Other professional fees

17 Interest

18 Taxes

STMT 5

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

STMT 6

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid

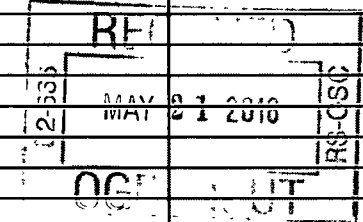
26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)



Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	485,981.	44,628.	44,628.
	2 Savings and temporary cash investments	4,418,954.	1,014,552.	1,014,552.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 7	4,050,184.	3,348,630.	3,345,407.
	b Investments - corporate stock STMT 8	11,258,442.	11,641,485.	13,529,878.
	c Investments - corporate bonds STMT 9	3,284,992.	6,502,114.	6,548,716.
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶ 375,000.				
Less: accumulated depreciation ▶	375,000.	375,000.	375,000.	
15 Other assets (describe ▶ INVESTMENT IN ARTWI)	23,531.	25,478.	25,478.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	23,897,084.	22,951,887.	24,883,659.	
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			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	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	23,839,315.	23,839,315.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	57,769.	<887,428.>	
30 Total net assets or fund balances	23,897,084.	22,951,887.		
31 Total liabilities and net assets/fund balances	23,897,084.	22,951,887.		

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	23,897,084.
2 Enter amount from Part I, line 27a	2	<913,651.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	22,983,433.
5 Decreases not included in line 2 (itemize) ▶ UNREALIZED GAIN(LOSS)	5	31,546.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	22,951,887.

Form 990-PF (2016)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES				
b CAPITAL GAINS DIVIDENDS				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 10,569,056.		10,535,588.	33,468.
b 30,008.			30,008.
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			33,468.
b			30,008.
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	63,476.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	1,073,615.	23,093,821.	.046489
2014	998,327.	19,389,692.	.051488
2013	185,760.	8,775,897.	.021167
2012	173,850.	4,294,895.	.040478
2011	258,312.	4,432,134.	.058282

2 Total of line 1, column (d)	2	.217904
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	.043581
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	23,672,119.
5 Multiply line 4 by line 3	5	1,031,655.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,519.
7 Add lines 5 and 6	7	1,035,174.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	1,249,530.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	3,519.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,519.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,519.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	5,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	5,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	90.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,391.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax	11	1,391.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions)		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	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 ► MAZARS USA LLP Telephone no. ► 212-812-7000
 Located at ► 135 WEST 50TH ST, NEW YORK, NY ZIP+4 ► 10020-1299

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐
 and enter the amount of tax-exempt interest received or accrued during the year 15 N/A

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

See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	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)? Organizations relying on a current notice regarding disaster assistance check here	<u>1b</u>	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	<u>1c</u>	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	<u>N/A</u>	<u>2b</u>
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)	<u>N/A</u>	<u>3b</u>
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<u>4a</u>	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?	<u>4b</u>	X

Form 990-PF (2016)

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)?

N/A

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?

N/A

☐ 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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
FRED COWETT	PRESIDENT			
C/O MAZARS USA LLP, 135 WEST 50TH STR	1.00	0.	0.	0.
NEW YORK, NY 10020				
ANNE F. COWETT	VICE-PRESIDENT			
C/O MAZARS USA LLP, 135 WEST 50TH STR	1.00	0.	0.	116.
NEW YORK, NY 10020				
PETER NUSSBAUM	TREASURER			
C/O MAZARS USA LLP, 135 WEST 50TH STR	1.00	0.	0.	0.
NEW YORK, NY 10020				

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

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

Total number of other employees paid over \$50,000

0

Form 990-PF (2016)

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	20,030,531.
b	Average of monthly cash balances	1b	3,977,978.
c	Fair market value of all other assets	1c	24,099.
d	Total (add lines 1a, b, and c)	1d	24,032,608.
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	24,032,608.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	360,489.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,672,119.
6	Minimum investment return. Enter 5% of line 5	6	1,183,606.

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	1,183,606.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	3,519.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,519.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,180,087.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,180,087.
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	1,180,087.

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	1,249,530.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,249,530.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	3,519.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,246,011.

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.

Form 990-PF (2016)

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				1,180,087.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			430,931.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 1,249,530.				
a Applied to 2015, but not more than line 2a			430,931.	
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				818,599.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				361,488.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

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

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

b 85% of line 2a

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

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

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

Subtract line 2d from line 2c

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

- a "Assets" alternative test - enter:

- (1) Value of all assets

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

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

- c "Support" alternative test - enter:**

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

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

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income**

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

- ### 1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

- c Any submission deadlines:**

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED SCHEDULE	NONE	501(C)(3)	SOCIAL	1,237,000.
Total			3a	1,237,000.
b Approved for future payment				
NONE				
Total			3b	0.

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FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
J.P. MORGAN CHASE - CHECKING	7.	7.	
J.P. MORGAN CHASE - SAVINGS	2,992.	2,992.	
JP MORGAN INVESTMENT MGMT #36007	1,191.	1,191.	
MORGAN STANLEY	16.	16.	
TOTAL TO PART I, LINE 3	4,206.	4,206.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CHARLES SCHWAB	226,524.	0.	226,524.	226,524.	
CHARLES SCHWAB - US INTEREST	32,531.	0.	32,531.	32,531.	
JP MORGAN INVESTMENT MGMT #36007	176,001.	29,782.	146,219.	146,219.	
MORGAN STANLEY	37,653.	226.	37,427.	37,427.	
TO PART I, LINE 4	472,709.	30,008.	442,701.	442,701.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INCOME FROM PARTNERSHIP	6,950.	6,950.	
TOTAL TO FORM 990-PF, PART I, LINE 11	6,950.	6,950.	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MAZARS USA LLP	14,500.	2,900.		11,600.
TO FORM 990-PF, PG 1, LN 16B	14,500.	2,900.		11,600.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	144.	144.		0.
PY EXCISE TAX	2,178.	0.		0.
REAL ESTATE TAXES	13,873.	0.		0.
TO FORM 990-PF, PG 1, LN 18	16,195.	144.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NYS DEPT OF LAW	750.	0.		750.
ADVISOR FEES - CHARLES SCHWAB	103,981.	103,981.		0.
ADR FEES - CHARLES SCHWAB	347.	347.		0.
REIMBURSEMENT TO OFFICER	180.	0.		180.
ADVISOR FEES - JPMORGAN INVESTMENT	44,956.	44,956.		0.
ADVISOR FEES - MORGAN STANLEY	12,525.	12,525.		0.
APPRAISAL FEE	550.	550.		0.
TO FORM 990-PF, PG 1, LN 23	163,289.	162,359.		930.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS		STATEMENT 7	
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT OBLIGATIONS	X		3,348,630.	3,345,407.
TOTAL U.S. GOVERNMENT OBLIGATIONS			3,348,630.	3,345,407.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,348,630.	3,345,407.

FORM 990-PF	CORPORATE STOCK		STATEMENT 8	
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK			11,641,485.	13,529,878.
TOTAL TO FORM 990-PF, PART II, LINE 10B			11,641,485.	13,529,878.

FORM 990-PF	CORPORATE BONDS		STATEMENT 9	
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
JP MORGAN FIXED INCOME			995,151.	996,827.
BOND AND EQUITY FUNDS			5,506,963.	5,551,889.
TOTAL TO FORM 990-PF, PART II, LINE 10C			6,502,114.	6,548,716.

FORM 990-PF	OTHER ASSETS		STATEMENT 10	
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE	
INVESTMENT IN ARTWIL AND COMPANY	23,531.	25,478.	25,478.	
TO FORM 990-PF, PART II, LINE 15	23,531.	25,478.	25,478.	

THE LONGHILL CHARITABLE FOUNDATION

EIN 23-7149847

FYE 6/30/2017

PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT

NAME	FOUNDATION STATUS DESCRIPTION	PURPOSE OF GRANT	RELATIONSHIP OF RECIPIENT	AMOUNT
ADIRONDACK COUNCIL	501(C)(3)	SOCIAL	NONE	10,000
92ND STREET Y	501(C)(3)	SOCIAL	NONE	10,000
ACLU FOUNDATION	501(C)(3)	SOCIAL	NONE	25,000
ADIRONDACK MEDICAL CENTER	501(C)(3)	SOCIAL	NONE	5,000
ADIRONDACK MUSEUM	501(C)(3)	SOCIAL	NONE	5,000
AMERICAN RED CROSS	501(C)(3)	SOCIAL	NONE	10,000
ANTI-DEFAMATION LEAGUE	501(C)(3)	SOCIAL	NONE	25,000
AS YOU SOW	501(C)(3)	SOCIAL	NONE	5,000
ASPCA	501(C)(3)	SOCIAL	NONE	5,000
BREAST CANCER RESEARCH FOUNDATION	501(C)(3)	SOCIAL	NONE	15,000
CANCER RESEARCH INSTITUTE	501(C)(3)	SOCIAL	NONE	15,000
CENTER FOR DEMOCRACY & TECHNOLOGY	501(C)(3)	SOCIAL	NONE	10,000
CENTER FOR REPRODUCTIVE RIGHTS	501(C)(3)	SOCIAL	NONE	10,000
CENTRAL PARK CONSERVANCY	501(C)(3)	SOCIAL	NONE	10,000
CHILDREN'S AID SOCIETY	501(C)(3)	SOCIAL	NONE	10,000
COLLEGIATE SCHOOL	501(C)(3)	SOCIAL	NONE	50,000
COLTON FIRE DEPARTMENT	501(C)(3)	SOCIAL	NONE	1,000
CORNELL UNIVERSITY	501(C)(3)	SOCIAL	NONE	25,000
CROTON FALLS VOLUNTEER FIRE DEPARTMENT	501(C)(3)	SOCIAL	NONE	1,000
DE LA SALLE ACADEMY	501(C)(3)	SOCIAL	NONE	5,000
DOCTORS WITHOUT BORDERS	501(C)(3)	SOCIAL	NONE	25,000
ENVIRONMENTAL DEFENSE FUND	501(C)(3)	SOCIAL	NONE	15,000
FACING HISTORY & OURSELVES	501(C)(3)	SOCIAL	NONE	5,000
FEEDING AMERICA	501(C)(3)	SOCIAL	NONE	20,000
FLORENCE PROJECT	501(C)(3)	SOCIAL	NONE	10,000
FOOD BANK FOR NEW YORK CITY	501(C)(3)	SOCIAL	NONE	10,000
FOOD BANK OF WESTERN MASSACHUSETTS	501(C)(3)	SOCIAL	NONE	10,000
FRIENDS OF STEWART PARK	501(C)(3)	SOCIAL	NONE	25,000
FRIENDS OF THE CLEARWATER	501(C)(3)	SOCIAL	NONE	10,000
FRIENDS OF THE ITHACA YOUTH BUREAU	501(C)(3)	SOCIAL	NONE	10,000
GLAUCOMA FOUNDATION	501(C)(3)	SOCIAL	NONE	15,000
HARVARD BUSINESS SCHOOL FUND	501(C)(3)	SOCIAL	NONE	25,000
HARVARD COLLEGE FUND	501(C)(3)	SOCIAL	NONE	50,000
HARVARD CRIMSON	501(C)(3)	SOCIAL	NONE	10,000
HARVARD HILLEL	501(C)(3)	SOCIAL	NONE	10,000
HARVARD U CENTER FOR JEWISH STUDIES	501(C)(3)	SOCIAL	NONE	5,000
HARVARD UNIVERSITY	501(C)(3)	SOCIAL	NONE	50,000
HOPKINTON-FT JACKSON VOLUNTEER FIRE DEPT	501(C)(3)	SOCIAL	NONE	1,000
HOSPITAL FOR SPECIAL SURGERY	501(C)(3)	SOCIAL	NONE	25,000
HUMAN RIGHTS FIRST	501(C)(3)	SOCIAL	NONE	15,000
INTERNATIONAL RESCUE COMMITTEE	501(C)(3)	SOCIAL	NONE	10,000
KIVUNIM	501(C)(3)	SOCIAL	NONE	10,000
LADY BIRD JOHNSON WILDFLOWER CENTER	501(C)(3)	SOCIAL	NONE	15,000
LIGHTHOUSE INTERNATIONAL	501(C)(3)	SOCIAL	NONE	10,000
LYMPHOMA RESEARCH FOUNDATION	501(C)(3)	SOCIAL	NONE	5,000
MACULA VISION RESEARCH FOUNDATION	501(C)(3)	SOCIAL	NONE	15,000
MASORTU FOUNDATION	501(C)(3)	SOCIAL	NONE	5,000
METROPOLITAN MUSEUM OF ART	501(C)(3)	SOCIAL	NONE	10,000
MUSEUM OF AMERICAN FINANCE	501(C)(3)	SOCIAL	NONE	5,000
MUSEUM OF THE CITY OF NEW YORK	501(C)(3)	SOCIAL	NONE	10,000
NATIONAL CENTER FOR SCIENCE EDUCATION	501(C)(3)	SOCIAL	NONE	10,000
NATIONAL RESOURCES DEFENSE COUNCIL	501(C)(3)	SOCIAL	NONE	15,000
NEW ISRAEL FUND	501(C)(3)	SOCIAL	NONE	35,000
NEW YORK PUBLIC LIBRARY	501(C)(3)	SOCIAL	NONE	10,000
NEW YORK RESTORATION PROJECT	501(C)(3)	SOCIAL	NONE	10,000
NEW YORK WEILL CORNELL MED CENTER	501(C)(3)	SOCIAL	NONE	25,000
NEW YORK WEILL CORNELL MED CENTER	501(C)(3)	SOCIAL	NONE	25,000
NEXT STOP TUPPER LAKE	501(C)(3)	SOCIAL	NONE	1,000
NORTH COUNTRY LIFE FLIGHT	501(C)(3)	SOCIAL	NONE	2,500
NORTH COUNTRY PUBLIC RADIO	501(C)(3)	SOCIAL	NONE	2,500
NORTH SALEM VOLUNTEER AMBULANCE CORPS	501(C)(3)	SOCIAL	NONE	1,000
NORTHWELL HEALTH FOUNDATION MEETH OPTH	501(C)(3)	SOCIAL	NONE	25,000
PARISHVILLE VOLUNTEER FIRE DEPARTMENT	501(C)(3)	SOCIAL	NONE	1,000
PLANNED PARENTHOOD FEDERATION OF AMERICA	501(C)(3)	SOCIAL	NONE	25,000
PLANNED PARENTHOOD NORTH COUNTRY NY	501(C)(3)	SOCIAL	NONE	5,000
PROPUBLICA	501(C)(3)	SOCIAL	NONE	15,000
SAMUEL WAXMAN CANCER RESEARCH FOUNDATION	501(C)(3)	SOCIAL	NONE	15,000
SIERRA CLUB FOUNDATION	501(C)(3)	SOCIAL	NONE	15,000
SOLOMON R GUGGENHEIM MUSEUM ANNUAL FUND	501(C)(3)	SOCIAL	NONE	10,000
SOUTHERN PVERTY LAW CENTER	501(C)(3)	SOCIAL	NONE	30,000
SWARTHMORE COLLEGE	501(C)(3)	SOCIAL	NONE	100,000
THIRTEEN	501(C)(3)	SOCIAL	NONE	5,000
TUPPER LAKE FIRE DEPT	501(C)(3)	SOCIAL	NONE	1,000
UJA-FEDERATION	501(C)(3)	SOCIAL	NONE	20,000
UNICEF	501(C)(3)	SOCIAL	NONE	10,000
UNION OF CONCERNED SCIENTISTS	501(C)(3)	SOCIAL	NONE	10,000
UNITED NEGRO COLLEGE FUND	501(C)(3)	SOCIAL	NONE	10,000
UNITED NEIGHBORHOOD HOUSES OF NY	501(C)(3)	SOCIAL	NONE	5,000
UNITED STATES HOLOCAUST MEMORIAL MUSEUM	501(C)(3)	SOCIAL	NONE	10,000
WHARTON STUDIO MUSEUM	501(C)(3)	SOCIAL	NONE	10,000
WILD CENTER	501(C)(3)	SOCIAL	NONE	20,000
WNYC NY PUBLIC RADIO	501(C)(3)	SOCIAL	NONE	5,000
YALE LAW SCHOOL	501(C)(3)	SOCIAL	NONE	50,000
YELLOWSTONE FOREVER	501(C)(3)	SOCIAL	NONE	10,000
TOTAL CONTRIBUTIONS FOR YEAR END 6/30/2017				1,237,000