

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.
 Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning

, 2017, and ending

, 20

Name of foundation HOEHL FAMILY FOUNDATION		A Employer identification number 03-0354374
Number and street (or P O box number if mail is not delivered to street address) 1560 GULF BLVD. PH4, C/O R.F. HOEHL		B Telephone number (see instructions) (802) 448-0629
City or town, state or province, country, and ZIP or foreign postal code CLEARWATER, FL 33767		C If exemption application is pending, check here ☐
G Check all that apply	☐ Initial return ☐ Final return ☒ Address change	☐ Initial return of a former public charity ☒ Amended return ☐ Name change
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 77,520,555.		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
J Accounting method ☒ 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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☐ if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,880,168.	1,845,825.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	6,256,391.			
	b Gross sales price for all assets on line 6a 43,654,670.				
	7 Capital gain net income (from Part IV, line 2)		6,256,391.		
	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) ATCH 2	-663,288.	136,709.			
12 Total. Add lines 1 through 11	7,473,271.	8,238,925.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	326,907.	260,907.		66,000.
	d Interest (attach schedule)	2,612.	2,612.		
	e Taxes (attach schedule) (see instructions)	83,751.	39,102.		
	f Depreciation (attach schedule) and depletion				
	g Occupancy				
	h Travel, conferences, and meetings				
	i Printing and publications				
	j Other expenses (attach schedule) ATCH 6	625,631.	482,662.		408.
	24 Total operating and administrative expenses. Add lines 13 through 23.	1,038,901.	785,283.		66,408.
	25 Contributions, gifts, grants paid	3,333,758.			3,333,758.
26 Total expenses and disbursements. Add lines 24 and 25	4,372,659.	785,283.		3,400,166.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	3,100,612.				
b Net investment income (if negative, enter -0-)		7,453,642.			
c Adjusted net income (if negative, enter -0-)					

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2

Part II Balance Sheets

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

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

Assets

Liabilities

Net Assets or Fund Balances

1	Cash - non-interest-bearing	8,206,588.	9,186,294.	9,186,294.
2	Savings and temporary cash investments			
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule) ATCH 7	34,691,553.	51,225,901.	56,961,375.
c	Investments - corporate bonds (attach schedule)			
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) ATCH 8	22,557,251.	8,051,608.	11,372,886.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	65,455,392.	68,463,803.	77,520,555.
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0.	0.	
	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			
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	65,455,392.	68,463,803.	
30	Total net assets or fund balances (see instructions)	65,455,392.	68,463,803.	
31	Total liabilities and net assets/fund balances (see instructions)	65,455,392.	68,463,803.	

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	65,455,392.
2	Enter amount from Part I, line 27a	2	3,100,612.
3	Other increases not included in line 2 (itemize) ▶ ATCH 9	3	818.
4	Add lines 1, 2, and 3	4	68,556,822.
5	Decreases not included in line 2 (itemize) ▶ ATCH 10	5	93,019.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	68,463,803.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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 SEE PART IV SCHEDULE

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

b

c

d

e

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

(i) FMV 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

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

6,256,391.

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

0.

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 doesn't 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))
2016	2,696,285.	46,244,076.	0.058306
2015	2,317,481.	40,245,927.	0.057583
2014	1,575,251.	42,054,989.	0.037457
2013	2,038,461.	39,490,084.	0.051620
2012	1,466,224.	23,905,260.	0.061335

2 Total of line 1, column (d)

2

0.266301

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years

3

0.053260

4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5

4

73,966,056.

5 Multiply line 4 by line 3.

5

3,939,432.

6 Enter 1% of net investment income (1% of Part I, line 27b).

6

74,536.

7 Add lines 5 and 6.

7

4,013,968.

8 Enter qualifying distributions from Part XII, line 4

8

3,400,166.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	149,073.
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	149,073.
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	149,073.
6 Credits/Payments			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	61,025.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	82,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d. TAX PAID W/ O.R.	7	6,048.	149,073.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2018 estimated tax ☐ 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition		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?		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?		X
If "Yes," attach a detailed description of the activities		
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?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T.		
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 ☐ VT, _____		
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. ATCH 11		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 2017 or the tax year beginning in 2017? See the 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

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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? Website address <u>WWW.HOEHLFAMILYFOUNDATION.ORG</u>	13	X
14 The books are in care of <u>EIDEARD GROUP LLC</u> Telephone no <u>603 471-9909</u> Located at <u>360 RTE 101 SUITE 13C BEDFORD, NH</u> ZIP+4 <u>03110-5046</u>		
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. <u>15</u>		
16 At any time during calendar year 2017, 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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country <u></u>	16	X

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 ☐	1b	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 2017?	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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? If "Yes," list the years <u></u> ☐ 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)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
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 2017 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 2017)	3b	X
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 2017?	4b	X

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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.		
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		
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?		

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
ATCH 12		0.	0.	0.

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

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

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

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
ATCH 13		487,842.

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

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 N/A	
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 ▶	

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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	66,396,002.
b	Average of monthly cash balances	1b	8,696,441.
c	Fair market value of all other assets (see instructions).	1c	
d	Total (add lines 1a, b, and c)	1d	75,092,443.
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	
3	Subtract line 2 from line 1d	3	75,092,443.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions).	4	1,126,387.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	73,966,056.
6	Minimum investment return. Enter 5% of line 5	6	3,698,303.

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	3,698,303.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	149,073.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	149,073.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,549,230.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	3,549,230.
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	3,549,230.

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	3,400,166.
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	
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	3,400,166.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,400,166.

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				3,549,230.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			265,226.	
b Total for prior years 20 <u>15</u> , 20 <u>14</u> , 20 <u>13</u>				
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>3,400,166.</u>				
a Applied to 2016, but not more than line 2a			265,226.	
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2017 distributable amount.				3,134,940.
e Remaining amount distributed out of corpus.				
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018.				414,290.
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)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

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

NOT APPLICABLE

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 2017, 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

Tax year	Prior 3 years				(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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).)

N/A

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.

N/A

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., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

a The name, address, and telephone number or email address of the person to whom applications should be addressed

ATCH 14

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

ATCH 15

c Any submission deadlines

ATCH 16

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

ATCH 17

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year ATCH 18				
Total			▶ 3a	3,333,758.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	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	1,880,168.	
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	6,256,391.	
9 Net income or (loss) from special events . . .					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a _____					
b ATCH 19 _____		-799,997.		136,709.	
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e)		-799,997.		8,273,268.	
13 Total. Add line 12, columns (b), (d), and (e)					7,473,271.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

FORM 990-PF - PART IV **CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					47,780.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					272,748.	
374,735.		MORGAN STANLEY - 92 PROPERTY TYPE: SECURITIES 367,152.				P	VARIOUS	VARIOUS
							7,583.	-
299,047.		MORGAN STANLEY - 85 PROPERTY TYPE: SECURITIES 260,951.				P	VARIOUS	VARIOUS
							37,595.	
198,687.		UBS - 13188 PROPERTY TYPE: SECURITIES 207,362.				P	VARIOUS	VARIOUS
							-8,675.	
337,373.		UBS - 13188 PROPERTY TYPE: SECURITIES 349,700.				P	VARIOUS	VARIOUS
							-12,056.	
111.		UBS - 13188 PROPERTY TYPE: SECURITIES 111.				P	VARIOUS	VARIOUS
256,365.		UBS - 16359 PROPERTY TYPE: SECURITIES 257,501.				P	VARIOUS	VARIOUS
							-1,136.	
5,102,573.		BNY MELLON - 000 PROPERTY TYPE: SECURITIES 5,129,439.				P	VARIOUS	VARIOUS
							-25,701.	
3,073,179.		BNY MELLON - 000 PROPERTY TYPE: SECURITIES 3,034,789.				P	VARIOUS	VARIOUS
							37,864.	
69,920.		BNY MELLON - 000 PROPERTY TYPE: SECURITIES 69,802.				P	VARIOUS	VARIOUS
							118.	
166,213.		BNY MELLON - 000 PROPERTY TYPE: SECURITIES 210,499.				P	VARIOUS	VARIOUS
							-44,286.	

FORM 990-PF - PART IV **CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj. basis		Gain or (loss)	
183,111.		BNY MELLON - 300 PROPERTY TYPE: SECURITIES 171,827.				P	VARIOUS 11,284.	VARIOUS
823,354.		BNY MELLON - 500 PROPERTY TYPE: SECURITIES 878,842.				P	VARIOUS -55,488.	VARIOUS
364,775.		BNY MELLON - 600 PROPERTY TYPE: SECURITIES 338,732.				P	VARIOUS 26,043.	VARIOUS
708,602.		BNY MELLON - 110 PROPERTY TYPE: SECURITIES 639,990.				P	VARIOUS 68,612.	VARIOUS
758,620.		BNY MELLON - 110 PROPERTY TYPE: SECURITIES 477,446.				P	VARIOUS 281,174.	VARIOUS
498,100.		JP MORGAN - 008 PROPERTY TYPE: SECURITIES 570,193.				P	VARIOUS -72,093.	VARIOUS
7,878,808.		JP MORGAN - 008 PROPERTY TYPE: SECURITIES 6,776,818.				P	VARIOUS 1,101,990.	VARIOUS
2,735,479.		JP MORGAN - 008 PROPERTY TYPE: SECURITIES 2,422,033.				P	VARIOUS 313,446.	VARIOUS
817,883.		JP MORGAN - 008 PROPERTY TYPE: SECURITIES 624,253.				P	VARIOUS 193,630.	VARIOUS
5,254,578.		STATE STREET - 380A PROPERTY TYPE: SECURITIES 4,897,114.				P	VARIOUS 357,464.	VARIOUS
7,775,908.		STATE STREET - 380A PROPERTY TYPE: SECURITIES 5,257,918.				P	VARIOUS 2,517,990.	VARIOUS
1,973,594.		STATE STREET - 380A PROPERTY TYPE: SECURITIES 805,679.				P	VARIOUS 1,167,915.	VARIOUS

FORM 990-PF - PART IV **CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,499,950.		RBC - 979 PROPERTY TYPE: SECURITIES 3,498,757.				P	VARIOUS 1,193.	VARIOUS
163,776.		RBC - 979 PROPERTY TYPE: SECURITIES 151,464.				P	VARIOUS 11,996.	VARIOUS
3,062.		ADJUSTMENT FOR SALE OF PTP - BNY PROPERTY TYPE: SECURITIES				P	VARIOUS 3,062.	VARIOUS
16,339.		ADJUSTMENT FOR SALE OF PTP - BNY PROPERTY TYPE: SECURITIES				P	VARIOUS 16,339.	VARIOUS
TOTAL GAIN (LOSS)							<u>6,256,391.</u>	

AMENDED

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS	874,074.	874,074.
OTHER INTEREST	891,908.	891,908.
NET ACCRETION/AMORTIZATION OF BONDS	8,151.	8,151.
U.S. GOVERNMENT INTEREST	510.	510.
ACCRUED INTEREST PAID	-64,604.	-64,604.
EXEMPT INTEREST DIVIDENDS	24,843.	
ACCRUED INTEREST RECEIVED	135,786.	135,786.
TAX-EXEMPT INTEREST	9,500.	
TOTAL	<u>1,880,168.</u>	<u>1,845,825.</u>

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INCOME (LOSS) FROM PASS-THROUGH ENTITIES	-875,979.	-26,146.
ORDINARY GAIN FROM PASS-THROUGH ENTITIES	95,626.	95,626.
SEC 1231 G/L FROM PASS-THROUGH ENTITIES	114,702.	114,702.
OTHER INCOME/LOSS	20,175.	20,175.
ROYALTIES	1,284.	1,284.
NET RENTAL ACTIVITY FROM PASS-THROUGH	-68,932.	-68,932.
DEBT FINANCED INCOME	49,836.	
TOTALS	-663,288.	136,709.

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
ASSET MANAGEMENT FEES PHILANTHROPIC ADVISORY FEE	260,907. 66,000.	260,907.	66,000.
TOTALS	<u>326,907.</u>	<u>260,907.</u>	<u>66,000.</u>

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT INTEREST EXPENSE	2,612.	2,612.
TOTALS	2,612.	2,612.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX WITHHELD	39,102.	39,102.
FEDERAL TAX PAID	40,000.	
STATE TAX PAID	4,649.	
TOTALS	<u>83,751.</u>	<u>39,102.</u>

AMENDED

ATTACHMENT 6FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER DEDUCTIONS FROM PASS- THROUGH ENTITIES	54,448.	54,448.	
NON DEDUCTIBLE EXPENSES FROM PASS-THROUGH ENTITIES	140,832.		
CHARITABLE CONTRIBUTIONS FROM PASS-THROUGH ENTITIES	408.		408.
INVESTMENT EXPENSES FROM PASS-THROUGH ENTITIES	428,214.	428,214.	
INSURANCE EXPENSE	1,729.		
TOTALS	<u>625,631.</u>	<u>482,662.</u>	<u>408.</u>

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 7

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
UBS - TEIG 13188 SEE ATTACHED	2,827,178.	2,821,440.
MORGAN STANLEY 92 SEE ATTACHED		
MORGAN STANLEY 85 SEE ATTACHED		
BNY - COMBINED SEE ATTACHED	23,350,374.	25,081,776.
JP MORGAN - 08 SEE ATTACHED	5,664,464.	7,631,560.
BNY - COMBINED SEE ATTACHED	13,165,103.	14,865,033.
RBC - 319-06979 SEE ATTACHED	3,155,892.	3,291,402.
RBC - 319-06980 SEE ATTACHED	125,000.	124,000.
UBS -LONDON 16359 SEE ATTACHED	2,937,890.	3,146,164.
TOTALS	51,225,901.	56,961,375.

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ROCKEFELLER ALT STRATEGIES FD	89,031.	9,011.
ROCKEFELLER GLOBAL EQUITY FUND		
5500 FUND	3,216,411.	4,788,766.
SATURN PARTNERS LP III	1,553,861.	2,102,805.
BNY - STEELPATH	953,309.	1,438,427.
EIDEARD VC 1	165,443.	71,242.
BPG PROPERTIES IX	494,225.	556,693.
XPRESS NATURAL GAS LLC	-93,019.	568,312.
EIDEARD VC II	99,276.	99,421.
EQUUS INV PART X	558,161.	572,774.
ICAPITAL-TEP ACCESS FUND	334,679.	485,204.
G FORM LLC	430,231.	430,231.
NOTE RECEIVABLE	250,000.	250,000.
TOTALS	<u>8,051,608.</u>	<u>11,372,886.</u>

AMENDED

ATTACHMENT 9FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNTADDITIONAL INCREASE TO BOOK AND TAX
BASIS FOR MARKET DISCOUNTS

818.

TOTAL

818.

ATTACHMENT 10FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

K-1 SUSPENDED LOSS CARRYOVER DUE TO
BASIS LIMITATION-XPRESS NATURAL GAS

93,019.

TOTAL

93,019.

ATTACHMENT 11

FORM 990PF, PART VII-A, LINE 8B - EXPLANATION OF NON-FILING

NO FILING REQUIRED.

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

ATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	CONTRIBUTIONS		EXPENSE ACCT AND OTHER ALLOWANCES
		TO EMPLOYEE BENEFIT PLANS	COMPENSATION	

KRYSTIN B. DOWNES
1259 NORTH ROAD
TULLY, NY 13159

TRUSTEE - AS REQUIRED

ROBERT F. HOEHL
1560 GULF BOULEVARD #PH4
CLEARWATER, FL 33767

PRESIDENT/TRUSTEE-AS REQUIRED

JOHN M. HOEHL
1535 SPEAR STREET
SOUTH BURLINGTON, VT 05403

TRUSTEE - AS REQUIRED

RONALD L. ROBERTS
360 ROUTE 101, SUITE 13C
BEDFORD, NH 03110

TREASURER/TRUSTEE-AS REQUIRED

PETER T. HOEHL
799 RIDGEFIELD ROAD
SHELBURNE, VT 05482

TRUSTEE - AS REQUIRED

KATHARINE H. KOSTIN
92 HICKORY LANE
YARMOUTH, ME 04096

TRUSTEE - AS REQUIRED

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

ATTACHMENT 12 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
NICHOLAS H. HOEHL W288 S560 ELMHURST ROAD WAUKESHA, WI 53188	TRUSTEE - AS REQUIRED			
GRAND TOTALS		0.	0.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
EIDEARD GROUP LLC 360 ROUTE 101, SUITE 13C BEDFORD, NH 03110 INVESTMENT MANAGEMENT FEES AND PHILANTHROPIC ADVISORY FEES.		326,907.
BNY MELLON 225 LIBERTY STREET NEW YORK, NY 10286 INVESTMENT MANAGEMENT FEES.		160,935.
TOTAL COMPENSATION		<u>487,842.</u>

AMENDED

ATTACHMENT 14FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

LAURA LATKA
P.O. BOX 4589
BURLINGTON, VT 05406
802 448-0629

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

LAURA LATKA

NO SPECIFIC FORM IS REQUIRED. A WRITTEN GRANT PROPOSAL SHOULD BE
SUBMITTED BY MAIL.

990PF, PART XV - SUBMISSION DEADLINES

LAURA LATKA

APPLICATIONS ARE ACCEPTED AT ANY TIME.

ATTACHMENT 17990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

LAURA LATKA

QUALIFIED CHARITABLE, RELIGIOUS, EDUCATIONAL AND/OR SCIENTIFIC
ORGANIZATIONS.

AMENDED

FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AGE WELL 76 PEARL STREET #201 ESSEX JUNCTION, VT 05452	NO RELATIONSHIP PC		GENERAL SUPPORT	10,000
HOLY CROSS SCHOOL 436 BROADWAY SOUTH PORTLAND, ME 04106	NO RELATIONSHIP PC		GENERAL SUPPORT	12,000.
STERN CENTER 183 TALCOTT ROAD, #101 WILLISTON, VT 05495	NO RELATIONSHIP PC		GENERAL SUPPORT	55,000.
AMERICAN RED CROSS 29 MANSFIELD AVENUE BURLINGTON, VT 05401	NO RELATIONSHIP PC		GENERAL SUPPORT	5,000
ANEW PLACE 89 NORTH STREET BURLINGTON, VT 05401	NO RELATIONSHIP PC		GENERAL SUPPORT	25,000
GREATER BURLINGTON YMCA 266 COLLEGE STREET BURLINGTON, VT 05401	NO RELATIONSHIP PC		GENERAL SUPPORT	267,500

AMENDED

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BARRE AREA SENIOR CENTER 131 SOUTH MAIN STREET BARRE, VT 05641	NO RELATIONSHIP PC		GENERAL SUPPORT	5,000
CAMP DAYBREAK 100 STATE STREET, SUITE 352 MONTPELIER, VT 05602	NO RELATIONSHIP PC		GENERAL SUPPORT	11,500
BIXBY LIBRARY 258 MAIN STREET VERGENNES, VT 05491	NO RELATIONSHIP PC		GENERAL SUPPORT	69,933.
CASTLETON COMMUNITY SENIORS 2108 MAIN STREET CASTLETON, VT 05735	NO RELATIONSHIP PC		GENERAL SUPPORT	5,000
CATHEDRAL SQUARE 412 FARRELL STREET, SUITE 100 BURLINGTON, VT 05401	NO RELATIONSHIP PC		GENERAL SUPPORT	100,000
SPECIAL OLYMPICS 16 GREGORY DR #2 SOUTH BURLINGTON, VT 05403	NO RELATIONSHIP PC		GENERAL SUPPORT	7,500

AMENDED

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ADDISON COUNTY HOME HEALTH-HOSPICE CARE 254 ETHAN ALLEN HWY NEW HAVEN, VT 05472	NO RELATIONSHIP PC		GENERAL SUPPORT	75,000.
HUNGER FREE VERMONT 38 EASTWOOD DRIVE SOUTH BURLINGTON, VT 05403	NO RELATIONSHIP PC		GENERAL SUPPORT	40,000.
CENTRAL VERMONT ADULT BASIC ED 100 STATE STREET #3 MONTPELIER, VT 05602	NO RELATIONSHIP PC		GENERAL SUPPORT	15,000
CHARTER HOUSE COALITION 27 NORTH PLEASANT STREET MIDDLEBURY, VT 05753	NO RELATIONSHIP PC		GENERAL SUPPORT	10,000.
KING STREET CENTER 87 KING STREET BURLINGTON, VT 05401	NO RELATIONSHIP PC		GENERAL SUPPORT	50,000.
BOYS & GIRLS CLUB 17 FLAT STREET BRATTLEBORO, VT 05301	NO RELATIONSHIP PC		GENERAL SUPPORT	57,975

AMENDED

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	NO RELATIONSHIP	PC		
FAITH IN ACTION 3339 MAIN STREET CABOT, VT 05647			GENERAL SUPPORT	65,000
COLLEGE OF ST JOSEPH'S 71 CLEMENT ROAD RUTLAND, VT 05701			GENERAL SUPPORT	140,000
COMMON ROOTS 1100 DORSET STREET SOUTH BURLINGTON, VT 05403			GENERAL SUPPORT	5,000
COMMUNITY CUPBOARD 65 RIVER STREET RUTLAND, VT 05701			GENERAL SUPPORT	24,000.
ECHO 1 COLLEGE STREET BURLINGTON, VT 05401			GENERAL SUPPORT	30,000.
BURLINGTON CHILDREN'S SPACE 241 NO WINOOSKI AVENUE BURLINGTON, VT 05401			GENERAL SUPPORT	20,000.

AMENDED

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
ELDERLY SERVICES PO BOX 581 MIDDLEBURY, VT 05753	NO RELATIONSHIP	PC	GENERAL SUPPORT	25,000
ESSEX CHIPS TEEN CENTER 2 LINCOLN STREET ESSEX JUNCTION, VT 05452	NO RELATIONSHIP	PC	GENERAL SUPPORT	20,000.
CAMP TA-KUM-TA 77 SUNSET VIEW ROAD SOUTH HERO, VT 05486	NO RELATIONSHIP	PC	GENERAL SUPPORT	50,000.
FROM THE GROUND UP 2130 WEBBER ROAD NEW WOODSTOCK, NY 13122	NO RELATIONSHIP	PC	GENERAL SUPPORT	50,000
HOMESHARE NOW 105 NORTH MAIN STREET BARRE, VT 05641	NO RELATIONSHIP	PC	GENERAL SUPPORT	15,000.
HOMESHARE VERMONT 412 FARRELL STREET, SUTIE 300 SOUTH BURLINGTON, VT 05403	NO RELATIONSHIP	PC	GENERAL SUPPORT	20,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARAMENDEDATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
RONALD McDONALD HOUSE 16 SOUTH WINOOSKI AVENUE BURLINGTON, VT 05401	NO RELATIONSHIP	PC	GENERAL SUPPORT	20,000
CANCER PATIENT SUPPORT FOUNDATION 5399 WILLISTON ROAD WILLISTON, VT 05495	NO RELATIONSHIP	PC	GENERAL SUPPORT	30,000.
CASCO BAY YMCA 14 OLD S FREEPORT ROAD FREEPORT, ME 04032	NO RELATIONSHIP	PC	GENERAL SUPPORT	5,000
CHITTENDEN EMERGENCY FOOD SHELF 228 NORTH WINOOSKI AVENUE BURLINGTON, VT 05401	NO RELATIONSHIP	PC	GENERAL SUPPORT	52,500.
INTERNATIONAL RESCUE COMM 122 EAST 42ND STREET NEW YORK, NY 10168	NO RELATIONSHIP	PC	GENERAL SUPPORT	10,000.
UPPER VALLEY HAVEN 713 HARTFORD AVENUE WHITE RIVER JUNCTION, VT 05001	NO RELATIONSHIP	PC	GENERAL SUPPORT	13,500

AMENDED

ATTACHMENT 18 (CONT'D)

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

JOHN GRAHAM SHELTER 69 NORTH MAIN STREET VERGENNES, VT 05491	NO RELATIONSHIP PC	GENERAL SUPPORT	25,000.
LAMOILLE COMMUNITY FOOD STORE 197 HARREL STREET MORRISTOWN, VT 05661	NO RELATIONSHIP PC	GENERAL SUPPORT	6,000
CHAMPLAIN VALLEY HEAD START 431 PINE STREET BURLINGTON, VT 05401	NO RELATIONSHIP PC	GENERAL SUPPORT	27,237.
COMMUNITY COLLEGE OF VERMONT 660 ELM STREET MONTPELIER, VT 05602	NO RELATIONSHIP PC	GENERAL SUPPORT	35,000.
MAINE GIRLS ACADEMY 631 STEVENS AVENUE PORTLAND, ME 04103	NO RELATIONSHIP PC	GENERAL SUPPORT	20,000.
MAKE A WISH VERMONT 431 PINE STREET, #214 BURLINGTON, VT 05401	NO RELATIONSHIP PC	GENERAL SUPPORT	50,000.

AMENDED

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
MARTHA'S KITCHEN 86 NORTH MAIN STREET ST. ALBANS CITY, VT 05478	NO RELATIONSHIP PC		GENERAL SUPPORT	5,000
FAIRBANKS MUSEUM & PLANETARIUM 1302 MAIN STREET ST. JOHNSBURY, VT 05819	NO RELATIONSHIP PC		GENERAL SUPPORT	50,000.
MONTPELIER FOOD PANTRY 137 MAIN STREET MONTPELIER, VT 05602	NO RELATIONSHIP PC		GENERAL SUPPORT	13,500.
MONTPELIER SENIOR ACTIVITY CENTER 58 BARRE STREET MONTPELIER, VT 05602	NO RELATIONSHIP PC		GENERAL SUPPORT	10,000.
NORTHWEST FAMILY FOODS 5 LEMNAH DRIVE ST. ALBANS, VT 05478	NO RELATIONSHIP PC		GENERAL SUPPORT	33,500.
GROUNDWORKS COLLABORATIVE 60 SOUTH MAIN STREET BRATTLEBORO, VT 05302	NO RELATIONSHIP PC		GENERAL SUPPORT	30,500

AMENDED

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
RANDOLPH FOOD PANTRY 12 PRINCE STREET #3 RANDOLPH, VT 05060	NO RELATIONSHIP PC		GENERAL SUPPORT	7,500.
HOPE 282 BOARDMAN STREET MIDDLEBURY, VT 05753	NO RELATIONSHIP PC		GENERAL SUPPORT	9,000
SAFELINE 6 MAPLE AVENUE CHELSEA, VT 05038	NO RELATIONSHIP PC		GENERAL SUPPORT	25,000
RICK MARCOTTE PLAYGROUND 10 MARKET STREET SOUTH BURLINGTON, VT 05403	NO RELATIONSHIP PC		GENERAL SUPPORT	5,000.
SANGHA STUDIO 120 PINE STREET BURLINGTON, VT 05401	NO RELATIONSHIP PC		GENERAL SUPPORT	5,000
SHELburne FARMS 1611 HARBOR ROAD SHELburne, VT 05482	NO RELATIONSHIP PC		GENERAL SUPPORT	20,000.

AMENDED

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SHELBURNE POLICE DEPARTMENT 5420 SHELBURNE ROAD SHELBURNE, VT 05482	NO RELATIONSHIP PC		GENERAL SUPPORT	5,000
SPECTRUM YOUTH & FAMILY SERVICES 31 ELMWOOD AVENUE BURLINGTON, VT 05401	NO RELATIONSHIP PC		GENERAL SUPPORT	45,000.
LAKE CHAMPLAIN MARITIME MUSEUM 4472 BASIN HARBOR ROAD VERGENNES, VT 05491	NO RELATIONSHIP PC		GENERAL SUPPORT	620,000
TURNING POINT CENTER 191 BANK STREET #2 BURLINGTON, VT 05401	NO RELATIONSHIP PC		GENERAL SUPPORT	171,250.
SOUTH HERO LIBRARY FOUNDATION 75 SOUTH STREET SOUTH HERO, VT 05486	NO RELATIONSHIP PC		GENERAL SUPPORT	100,000
VERMONT ALZHEIMER'S ASSOCIATION 300 CORNERSTONE DRIVE WILLISTON, VT 05495	NO RELATIONSHIP PC		GENERAL SUPPORT	25,000

AMENDED

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PARISH OF THE HOLY EUCHARIST 266 FORESIDE ROAD FALMOUTH, ME 04105	NO RELATIONSHIP PC	GENERAL SUPPORT	20,000.
VERMONT CHILDREN'S TRUST FOUNDATION 95 ST PAUL STREET BURLINGTON, VT 05401	NO RELATIONSHIP PC	GENERAL SUPPORT	2,500
PREBLE STREET RESOURCE CENTER 38 PREBLE STREET PORTLAND, ME 04101	NO RELATIONSHIP PC	GENERAL SUPPORT	15,000.
VERMONT LAW SCHOOL 164 CHELSEA STREET SOUTH ROYALTON, VT 05068	NO RELATIONSHIP PC	GENERAL SUPPORT	86,363.
VERMONT MOZART FESTIVAL PO BOX 5489 BURLINGTON, VT 05401	NO RELATIONSHIP PC	GENERAL SUPPORT	10,000
SAMARITAN HOUSE 20 KINGMAN STREET #1 ST ALBANS, VT 05478	NO RELATIONSHIP PC	GENERAL SUPPORT	10,000

AMENDEDFORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SARA HOLBROOK COMMUNITY CENTER 66 NORTH AVENUE BURLINGTON, VT 05401	NO RELATIONSHIP PC		GENERAL SUPPORT	100,000
WINDHAM CHILD CARE ASSOCIATION 130 BIRGE STREET BRATTLEBORO, VT 05301	NO RELATIONSHIP PC		GENERAL SUPPORT	5,000
SHELburne NURSERY SCHOOL PO BOX 243 SHELburne, VT 05482	NO RELATIONSHIP PC		GENERAL SUPPORT	5,000
SWEETSER SCHOOL 50 MOODY ROAD SACO, ME 04072	NO RELATIONSHIP PC		GENERAL SUPPORT	20,000
TULLY COUNCIL FOR THE ARTS 5 ELM STREET CORTLAND, NY 13045	NO RELATIONSHIP PC		GENERAL SUPPORT	100,000
UNITED WAY OF LAMOILLE COUNTY 20 MORRISVILLE PLAZA MORRISVILLE, VT 05661	NO RELATIONSHIP PC		GENERAL SUPPORT	50,000

AMENDEDFORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
VERMONT FOOD BANK 22 BROWNE COURT #108 BRATTLEBORO, VT 05301	NO RELATIONSHIP PC		GENERAL SUPPORT	15,000.
VERMONT FOUNDATION OF RECOVERY 19 EAST STREET WATERBURY, VT 05676	NO RELATIONSHIP PC		GENERAL SUPPORT	60,000.
VERMONT TECHNICAL COLLEGE 124 ADMIN DRIVE RANDOLPH CENTER, VT 05061	NO RELATIONSHIP PC		GENERAL SUPPORT	50,000.
VNA FAMILY ROOM 20 ALLEN STREET BURLINGTON, VT 05401	NO RELATIONSHIP PC		GENERAL SUPPORT	25,000.
TOTAL CONTRIBUTIONS PAID				<u>3,333,758</u>

AMENDED

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 19

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
OTHER INCOME FROM PASS-THROUGH ENTITIES	900099	-849,833.		-26,146.	
ORDINARY GAIN/LOSS FROM PASS-THROUGH ENTITIES	900099		01	95,626.	
NET SEC 1231 G/L FROM PASS-THROUGH ENTITIES	900099		01	114,702.	
OTHER INCOME	900099		01	20,175.	
ROYALTIES	900099		01	1,284.	
NET RENTAL ACTIVITY FROM PASS-THROUGH	900099		01	-68,932.	
DEBT FINANCED INCOME	900099	49,836.	01		
TOTALS		-799,997.		136,709.	