efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491058000178

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017 , and ending 12-31-2017

Name of foundation
BERKSHIRE BANK FOUNDATION INC

A Employer identification number
04-3365869

Number and street (or P O box number if mail is not delivered to street address) Room/suite
PO BOX 1308

B Telephone number (see instructions)
(413) 236-3733

City or town, state or province, country, and ZIP or foreign postal code
PITTSFIELD, MA 01202

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 29,503,351

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	674,202	674,202		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,532,319			
	b	Gross sales price for all assets on line 6a 16,459,772				
	7	Capital gain net income (from Part IV, line 2)		1,532,319		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	2,206,521	2,206,521		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	176,846			176,846
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	13,500			13,500
	c	Other professional fees (attach schedule)	164,472	134,274		30,198
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	21,538	1,023		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	198,695			198,695
	24	**Total operating and administrative expenses.** Add lines 13 through 23	575,051	135,297		419,239
	25	Contributions, gifts, grants paid	2,420,217			1,993,497
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,995,268	135,297		2,412,736
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-788,747			
	b	**Net investment income** (if negative, enter -0-)		2,071,224		
	c	**Adjusted net income**(if negative, enter -0-)				

Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	500,357	1,058,550	1,058,550
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		27,288	27,288
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)			
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	24,169,982	23,178,540	28,315,764
14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	91,518	101,749	101,749
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	24,761,857	24,366,127	29,503,351
Liabilities 17	Accounts payable and accrued expenses	59,912	26,210	
18	Grants payable	22,017	448,737	
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)	81,929	474,947	
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	24,679,928	23,891,180	
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			
30	**Total net assets or fund balances** (see instructions)	24,679,928	23,891,180	
31	**Total liabilities and net assets/fund balances** (see instructions)	24,761,857	24,366,127	

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	24,679,928
2	Enter amount from Part I, line 27a	2	-788,747
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	23,891,181
5	Decreases not included in line 2 (itemize) ▶	5	1
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	23,891,180

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	1,532,319
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	2,217,974	25,839,763	0 08584
2015	1,995,248	22,713,843	0 08784
2014	1,155,446	15,393,921	0 07506
2013	1,373,983	15,559,213	0 08831
2012	1,218,550	15,564,412	0 07829

2 **Total** of line 1, column (d)	2	0 415336
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 083067
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	28,648,766
5 Multiply line 4 by line 3	5	2,379,767
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	20,712
7 Add lines 5 and 6	7	2,400,479
8 Enter qualifying distributions from Part XII, line 4	8	2,412,736

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	20,712
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	20,712
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	20,712
6	Credits/Payments				
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	48,000		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	48,000
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	27,288
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ 27,288 **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ DE, MA			
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*	8b	Yes	
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 taxable year beginning in 2017 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶BERKSHIREBANK COM

14 The books are in care of ▶LORI GAZZILLO Telephone no ▶(413) 236-3733

Located at ▶66 WEST STREET PITTSFIELD MA ZIP+4 ▶01201

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

			Yes	No
16	At any time during calendar year 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?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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

			Yes	No
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	1c		No

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? ☐ Yes ☑ No
If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____

			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		No

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here
▶ 20____ , 20____ , 20____ , 20____

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

			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		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☑ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?.	☐ Yes ☑ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☑ Yes ☐ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).	☐ Yes ☑ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?.	☐ Yes ☑ No		
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		**5b**	No
	Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?.	☐ Yes ☑ No		
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?.	☐ Yes ☑ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6b**	No
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☑ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**	No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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
GARY LEVANTE 66 WEST STREET PITTSFIELD, MA 01201	AVP COMM ENGAGE 40 00	66,577		

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

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
BERKSHIRE BANK INC PO BOX 1308 PITTSFIELD, MA 01202	CUSTODIAL / ADVISOR	471,706

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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities.		1a	28,080,170
b	Average of monthly cash balances.		1b	967,679
c	Fair market value of all other assets (see instructions).		1c	37,193
d	**Total** (add lines 1a, b, and c).		1d	29,085,042
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	
3	Subtract line 2 from line 1d.		3	29,085,042
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).		4	436,276
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	28,648,766
6	**Minimum investment return.** Enter 5% of line 5.		6	1,432,438

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	1,432,438
2a	Tax on investment income for 2017 from Part VI, line 5.	2a 20,712		
b	Income tax for 2017 (This does not include the tax from Part VI).	2b		
c	Add lines 2a and 2b.		2c	20,712
3	Distributable amount before adjustments Subtract line 2c from line 1.		3	1,411,726
4	Recoveries of amounts treated as qualifying distributions.		4	
5	Add lines 3 and 4.		5	1,411,726
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	1,411,726

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	2,412,736
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	2,412,736
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	20,712
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	2,392,024

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					1,411,726
2 Undistributed income, if any, as of the end of 2017					
a Enter amount for 2016 only.					
b Total for prior years 20___ , 20___ , 20___					
3 Excess distributions carryover, if any, to 2017					
a From 2012.	461,361				
b From 2013.	627,712				
c From 2014.	410,384				
d From 2015.	888,178				
e From 2016.	1,021,934				
f **Total** of lines 3a through e.		3,409,569			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 2,412,736					
a Applied to 2016, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2017 distributable amount.					1,411,726
e Remaining amount distributed out of corpus		1,001,010			
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		4,410,579			
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					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)					
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)		461,361			
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a		3,949,218			
10 Analysis of line 9					
a Excess from 2013.	627,712				
b Excess from 2014.	410,384				
c Excess from 2015.	888,178				
d Excess from 2016.	1,021,934				
e Excess from 2017.	1,001,010				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

LORI GAZZILLO EXECUTIVE DIRECTOR
66 WEST STREET PO BOX 1308
PITTSFIELD, MA 01202
(413) 447-1722
LGAZZILLO@BERKSHIREBANK COM

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

WRITTEN APPLICATION INCLUDING IRS DETERMINATION LETTER OF 501(C)(3) STATUS, CURRENT BOARD LIST, BOARD APPROVED OPERATING BUDGET AND MOST RECENT ANNUAL REPORT, FORM 990 AND FINANCIAL AUDIT REPORT

c Any submission deadlines

15TH OF DECEMBER, MARCH, JUNE AND SEPTEMBER

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

ONLY TAX EXEMPT ORGANIZATION THAT QUALIFY AS A SECTION 501(C)(3) PUBLIC CHARITY

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 LISTING VARIOUS PITTSFIELD, MA 01201	NONE	N/A	SEE ATTACHED LISTING	1,993,497
Total . . . . ▶ **3a**				1,993,497
b *Approved for future payment*				
SEE ATTACHED LISTING VARIOUS PITTSFIELD, MA 01201	NONE	N/A	SEE ATTACHED LISTING	448,737
Total . . . . ▶ **3b**				448,737

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	674,202	
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			14	1,532,319	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				2,206,521	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 2,206,521

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2018-02-27	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
BARRY J CLAIRMONT				P01259587
Firm's name ▶ Lombardi Clairmont & Keegan CPAs				Firm's EIN ▶04-2511474
Firm's address ▶ 35 Pearl Street Pittsfield, MA 012014718				Phone no (413) 499-3733

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
Abbvie Inc 2%	P	2016-01-01	2017-01-01
Amgen Inc 3 45%	P	2016-01-01	2017-01-01
Astrazeneca 1 95%	P	2016-01-01	2017-01-01
BB&T Corp 5 25%	P	2016-01-01	2017-01-01
Becton Dickinson 3 25%	P	2016-01-01	2017-01-01
Burlington Northern Santa Fe 3 05%	P	2016-01-01	2017-01-01
CME Group 3%	P	2016-01-01	2017-01-01
Dr Pepper Snapple Group 2 6%	P	2016-01-01	2017-01-01
100000 General Elec Cap Corp 5 625%	P	2016-01-01	2017-09-15
Home Depot Inc 2 25%	P	2016-01-01	2017-01-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
		51	-51
		949	-949
		395	-395
		4,186	-4,186
		915	-915
		221	-221
		304	-304
		845	-845
100,000		104,372	-4,372
		770	-770

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-51
			-949
			-395
			-4,186
			-915
			-221
			-304
			-845
			-4,372
			-770

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
Intel Corp 3 3%	P	2016-01-01	2017-01-01
100000 Laboratory Corp 2 2%	P	2016-01-01	2017-08-23
Nike Inc 2 25%	P	2016-01-01	2017-01-01
Northern TR Corp 3 45%	P	2016-01-01	2017-01-01
Philip Morris Intl Inc 1 875%	P	2016-01-01	2017-01-01
Smucker J M Co 3 5%	P	2016-01-01	2017-01-01
150000 Thermo Fisher Scientific 1 85%	P	2016-01-01	2017-03-22
Transcanada Corp	P	2016-01-01	2017-01-01
3400 Ishares U S Preferred Stock	P	2016-01-01	2017-02-07
2000 SPDR Bloomberg Barclays High Yield Bond	P	2016-01-01	2017-02-07

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
		591	-591
100,000		100,638	-638
		4	-4
		1,683	-1,683
		32	-32
		488	-488
150,771		150,394	377
		496	-496
129,282		133,112	-3,830
73,548		81,012	-7,464

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-591
			-638
			-4
			-1,683
			-32
			-488
			377
			-496
			-3,830
			-7,464

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
2875 Vanguard Short-term Corporate Bond	P	2016-01-01	2017-02-07
478 Amgen Inc	P	2016-01-01	2017-01-01
304 Apple Inc	P	2016-01-01	2017-01-01
73 Blackrock Inc	P	2016-01-01	2017-01-01
Brighthouse Finl Inc	P	2016-01-01	2017-08-30
26 Celgene Corp	P	2016-01-01	2017-08-30
171 Chubb Corp	P	2016-01-01	2017-02-08
508 CVS Health Corporation	P	2016-01-01	2017-02-08
29 Danaher Corp	P	2016-01-01	2017-02-08
19 Disney Walt Co	P	2016-01-01	2017-02-08

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
228,428		227,737	691
83,191		55,639	27,552
44,183		35,917	8,266
28,100		26,241	1,859
5		5	
3,383		3,279	104
22,449		21,619	830
38,549		53,468	-14,919
2,416		2,299	117
2,099		1,871	228

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			691
			27,552
			8,266
			1,859
			104
			830
			-14,919
			117
			228

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
723 Equifax Inc	P	2016-01-01	2017-01-01
263 Facebook Inc	P	2016-01-01	2017-01-01
190 FMC Corp	P	2016-01-01	2017-08-29
63 Fortive Corp	P	2016-01-01	2017-08-29
149 General Mills	P	2016-01-01	2017-02-08
882 Gilead Sciences Inc	P	2016-01-01	2017-02-08
196 Home Depot Inc	P	2016-01-01	2017-01-01
195 Juniper Networks Inc	P	2016-01-01	2017-08-29
354 Lyondellbasell Industries	P	2016-01-01	2017-02-08
1032 Lilly Eli & Co	P	2016-01-01	2017-01-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
79,056		94,863	-15,807
40,934		22,051	18,883
15,949		11,501	4,448
4,093		3,486	607
9,349		9,142	207
63,340		74,344	-11,004
27,186		25,516	1,670
5,344		5,815	-471
33,458		36,640	-3,182
83,256		61,228	22,028

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-15,807
			18,883
			4,448
			607
			207
			-11,004
			1,670
			-471
			-3,182
			22,028

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1100 LKQ Corp	P	2016-01-01	2017-01-01
146 McCormick & Co Inc	P	2016-01-01	2017-02-08
424 Metlife Inc	P	2016-01-01	2017-02-08
201 Micron Technology Inc	P	2016-01-01	2017-08-29
232 Microsoft Corp	P	2016-01-01	2017-02-08
14 Nextera Energy	P	2016-01-01	2017-02-08
289 Novartis AG Sponsored ADR	P	2016-01-01	2017-02-08
997 Palo Alto Networks Inc	P	2016-01-01	2017-01-01
14 Priceline GRP Inc	P	2016-01-01	2017-02-08
355 Procter & Gamble Co	P	2016-01-01	2017-02-08

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
35,196		29,925	5,271
14,028		13,352	676
22,067		19,836	2,231
6,065		5,358	707
16,308		14,036	2,272
1,743		1,597	146
21,312		27,625	-6,313
132,312		98,603	33,709
22,179		19,969	2,210
31,124		29,196	1,928

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			5,271
			676
			2,231
			707
			2,272
			146
			-6,313
			33,709
			2,210
			1,928

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
2616 Qualcomm Inc	P	2016-01-01	2017-01-01
430 State Street Corp	P	2016-01-01	2017-01-01
36 Union Pacific Corp	P	2016-01-01	2017-02-08
111 Valero Energy Corp	P	2016-01-01	2017-02-07
257 Verizon Communications	P	2016-01-01	2017-02-08
249 Visa Inc	P	2016-01-01	2017-01-01
536 Wells Fargo & Co	P	2016-01-01	2017-02-03
16 YUM Brands	P	2016-01-01	2017-02-08
680 YUM China Holdgs Inc	P	2016-01-01	2017-02-07
16799 Franklin International Smaller Companies	P	2016-01-01	2017-02-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
149,433		158,644	-9,211
36,054		33,664	2,390
3,905		4,143	-238
7,283		7,052	231
12,419		12,741	-322
25,294		19,287	6,007
30,517		29,656	861
1,060		999	61
19,394		14,902	4,492
288,447		285,703	2,744

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-9,211
			2,390
			-238
			231
			-322
			6,007
			861
			61
			4,492
			2,744

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
30 Ishares Russell Midcap Growth	P	2016-01-01	2017-08-29
24920 Vanguard FTSE Developed Markets	P	2016-01-01	2017-02-07
8169 Vanguard FTSE Emerging Markets	P	2016-01-01	2017-02-07
1135 Vanguard Index FDS REIT	P	2016-01-01	2017-03-28
7017 Virtus Classic SEIX Floating Rate High Income Fund	P	2017-07-17	2017-10-23
1065 Ishares 3-7 Year Treasury Bond	P	2016-01-01	2017-10-23
2000 Ishares 7-10 Year Treasury Bond	P	2016-01-01	2017-02-07
1945 Ishares MBS	P	2016-01-01	2017-10-25
3250 Ishares U S Preferred Stock	P	2016-01-01	2017-02-07
3000 SPDR Bloomberg Barclays High Yield Bond	P	2016-01-01	2017-02-07

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,239		1,912	1,327
946,316		932,035	14,281
310,539		328,734	-18,195
93,587		82,813	10,774
61,261		61,682	-421
131,224		130,040	1,184
209,486		216,074	-6,588
207,751		213,531	-5,780
123,579		122,784	795
110,323		105,315	5,008

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,327
			14,281
			-18,195
			10,774
			-421
			1,184
			-6,588
			-5,780
			795
			5,008

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
4600 Vanguard Short-term Corporate Bond	P	2016-01-01	2017-02-07
71 Allergan PLC	P	2016-01-01	2017-10-24
371 AMC Network Inc	P	2016-01-01	2017-10-24
243 Amgen Inc	P	2016-01-01	2017-01-01
463 Apple Inc	P	2016-01-01	2017-01-01
1167 Bank of America Corp	P	2016-01-01	2017-10-24
123 Blackrock Inc	P	2016-01-01	2017-01-01
85 Brighthouse Finl Inc	P	2016-01-01	2017-01-01
216 Celgene Corp	P	2016-01-01	2017-10-24
348 Chubb Corp	P	2016-01-01	2017-01-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
365,485		365,682	-197
13,443		15,209	-1,766
21,252		20,904	348
42,292		37,097	5,195
70,884		50,680	20,204
31,619		27,197	4,422
55,573		45,048	10,525
5,281		4,764	517
26,400		25,846	554
51,481		44,223	7,258

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-197
			-1,766
			348
			5,195
			20,204
			4,422
			10,525
			517
			554
			7,258

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
183 Cummins Inc	P	2016-01-01	2017-10-24
748 CVS Health Corporation	P	2016-01-01	2017-01-01
298 Danaher Corp	P	2016-01-01	2017-01-01
801 Delta Air Lines Inc	P	2016-01-01	2017-10-24
311 Dish Network Corp	P	2016-01-01	2017-10-24
241 Disney Walt Co	P	2016-01-01	2017-01-01
263 Dominion Energy, Inc	P	2016-01-01	2017-10-24
380 Equifax Inc	P	2016-01-01	2017-01-01
296 Exxon Mobil Corp	P	2016-01-01	2017-10-24
432 Facebook Inc	P	2016-01-01	2017-01-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
32,391		26,874	5,517
56,339		64,276	-7,937
27,005		23,226	3,779
42,320		35,675	6,645
15,390		17,632	-2,242
24,012		24,087	-75
20,944		19,398	1,546
41,673		43,281	-1,608
24,530		25,355	-825
73,120		50,220	22,900

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			5,517
			-7,937
			3,779
			6,645
			-2,242
			-75
			1,546
			-1,608
			-825
			22,900

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
307 FMC Corp	P	2016-01-01	2017-01-01
215 Fortive Corp	P	2016-01-01	2017-10-24
691 General Mills	P	2016-01-01	2017-01-01
865 Gilead Sciences Inc	P	2016-01-01	2017-01-01
31 Alphabet Inc	P	2016-01-01	2017-10-24
438 Halliburton Co	P	2016-01-01	2017-10-24
237 Home Depot Inc	P	2016-01-01	2017-01-01
1061 Juniper Networks Inc	P	2016-01-01	2017-01-01
506 Lyondellbasell Industries	P	2016-01-01	2017-01-01
525 Lilly Eli & Co	P	2016-01-01	2017-01-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
27,986		18,584	9,402
15,464		11,730	3,734
36,792		42,629	-5,837
66,019		68,431	-2,412
31,211		24,258	6,953
18,937		20,088	-1,151
36,403		30,932	5,471
27,785		30,582	-2,797
49,223		45,143	4,080
42,360		39,139	3,221

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			9,402
			3,734
			-5,837
			-2,412
			6,953
			-1,151
			5,471
			-2,797
			4,080
			3,221

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1179 LKQ Corp	P	2016-01-01	2017-01-01
284 Marathon Pete Corp	P	2016-01-01	2017-10-24
327 McCormick & Co Inc	P	2016-01-01	2017-01-01
799 Metlife Inc	P	2016-01-01	2017-01-01
975 Micron Technology Inc	P	2016-01-01	2017-10-24
818 Microsoft Corp	P	2016-01-01	2017-01-01
169 Nextera Energy	P	2016-01-01	2017-01-01
373 Novartis AG Sponsored ADR	P	2016-01-01	2017-01-01
382 Occidental Pete Corp	P	2016-01-01	2017-10-24
507 Palo Alto Networks Inc	P	2016-01-01	2017-01-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
40,900		36,377	4,523
16,371		13,757	2,614
32,199		30,183	2,016
42,272		38,806	3,466
41,013		24,331	16,682
63,560		47,843	15,717
25,745		19,537	6,208
29,810		29,017	793
25,019		26,558	-1,539
67,264		72,572	-5,308

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			4,523
			2,614
			2,016
			3,466
			16,682
			15,717
			6,208
			793
			-1,539
			-5,308

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
747 Pfizer Inc	P	2016-01-01	2017-10-24
20 Priceline GRP Inc	P	2016-01-01	2017-01-01
509 Procter & Gamble Co	P	2016-01-01	2017-01-01
1334 Qualcomm Inc	P	2016-01-01	2017-01-01
812 Quanta Svcs Inc	P	2016-01-01	2017-01-01
495 Schlumberger LTD	P	2016-01-01	2017-10-24
585 State Street Corp	P	2016-01-01	2017-01-01
435 TJX Cos Inc	P	2016-01-01	2017-10-24
195 T Mobile US Inc	P	2016-01-01	2017-10-24
608 Trimble Inc	P	2016-01-01	2017-01-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
27,115		24,427	2,688
36,303		29,129	7,174
44,718		42,936	1,782
76,202		77,448	-1,246
30,064		29,731	333
30,875		38,681	-7,806
54,512		43,838	10,674
31,274		32,921	-1,647
11,787		12,528	-741
24,762		20,940	3,822

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,688
			7,174
			1,782
			-1,246
			333
			-7,806
			10,674
			-1,647
			-741
			3,822

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
301 Union Pacific Corp	P	2016-01-01	2017-01-01
409 Valero Energy Corp	P	2016-01-01	2017-01-01
601 Verizon Communications	P	2016-01-01	2017-10-24
540 Visa Inc	P	2016-01-01	2017-01-01
588 Voya Finl Inc	P	2016-01-01	2017-10-24
1130 Wells Fargo & Co	P	2016-01-01	2017-01-01
434 YUM Brands	P	2016-01-01	2017-10-24
199 YUM China Holdgs Inc	P	2016-01-01	2017-02-07
8547 Franklin International Smaller Companies	P	2016-01-01	2017-02-03
10853 Johcm International Select Fund	P	2016-01-01	2017-10-23

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
33,942		30,115	3,827
31,073		24,279	6,794
29,620		29,689	-69
57,367		42,371	14,996
23,577		24,171	-594
61,629		59,980	1,649
33,011		27,165	5,846
5,676		4,680	996
146,744		153,960	-7,216
242,667		216,557	26,110

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,827
			6,794
			-69
			14,996
			-594
			1,649
			5,846
			996
			-7,216
			26,110

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
3475 MFS New Discovery Value Fund	P	2016-01-01	2017-10-23
163 Ishares Russell Midcap Value	P	2016-01-01	2017-10-25
45 Ishares Russell Midcap Growth	P	2016-01-01	2017-01-01
12675 Vanguard FTSE Developed Markets	P	2016-01-01	2017-02-07
4155 Vanguard FTSE Emerging Markets	P	2016-01-01	2017-02-07
562 Vanguard Intl Equity Index Fds All World EX US	P	2016-01-01	2017-10-25
577 Vanguard Index FDS REIT	P	2016-01-01	2017-03-28
Abbvie Inc 2%	P	2016-01-01	2017-01-01
Allergan 3 375%	P	2016-01-01	2017-01-01
Amgen Inc 3 45%	P	2016-01-01	2017-01-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
54,585		47,588	6,997
14,015		13,967	48
5,114		4,364	750
481,323		462,883	18,440
157,950		147,106	10,844
29,996		25,983	4,013
47,577		48,035	-458
		68	-68
		2,369	-2,369
		992	-992

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			6,997
			48
			750
			18,440
			10,844
			4,013
			-458
			-68
			-2,369
			-992

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
Astrazeneca 1 95%	P	2016-01-01	2017-01-01
BB&T Corp 5 25%	P	2016-01-01	2017-01-01
Becton Dickinson & Co 3 25%	P	2016-01-01	2017-01-01
100000 Boston PPTYS LTD 3 7%	P	2016-01-01	2017-12-18
Disney Walt Co 2 75%	P	2016-01-01	2017-01-01
Dr Pepper Snapple Group 2 6%	P	2016-01-01	2017-01-01
80000 General Electric 5 625%	P	2016-01-01	2017-09-15
Home Depot Inc 2 25%	P	2016-01-01	2017-01-01
Intel 3 3%	P	2016-01-01	2017-01-01
100000 Laboratory Corp 2 2%	P	2016-01-01	2017-08-23

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
		722	-722
		2,950	-2,950
		821	-821
101,493		100,160	1,333
		288	-288
		1,507	-1,507
80,000		79,730	270
		602	-602
		621	-621
100,000		100,638	-638

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-722
			-2,950
			-821
			1,333
			-288
			-1,507
			270
			-602
			-621
			-638

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
Nike 2 25%	P	2016-01-01	2017-01-01
Smucker J M Co 3 5%	P	2016-01-01	2017-01-01
100000 Thermo Fisher Scientific 1 85%	P	2016-01-01	2017-03-22
Transcanada Corp 3 8%	P	2016-01-01	2017-01-01
1400 Ishares MBS	P	2016-01-01	2017-05-23
975 Ishares Intermediate Credit Bond	P	2016-01-01	2017-05-02
3050 Ishares U S Preferred Stock ETF	P	2016-01-01	2017-02-07
4500 ETF SPDR Bloomberg Barclays High Yield Bond	P	2016-01-01	2017-02-07
1800 Vanguard Short-term Corporate Bond	P	2016-01-01	2017-02-07
10450 Franklin International Smaller Companies	P	2016-01-01	2017-02-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
		8	-8
		815	-815
100,514		100,395	119
		1,932	-1,932
150,098		149,326	772
106,736		105,119	1,617
115,974		117,845	-1,871
165,484		167,157	-1,673
143,016		142,583	433
179,419		152,244	27,175

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-8
			-815
			119
			-1,932
			772
			1,617
			-1,871
			-1,673
			433
			27,175

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
11510 Johcm International Select Fund	P	2016-01-01	2017-01-01
5092 MFS New Discovery Value Fund	P	2016-01-01	2017-01-01
25714 Ridgeworth Classic SEIX Floating Rate High Income Fund	P	2016-01-01	2017-01-01
1676 Virtus Classic SEIX Floating Rate High Income Fund	P	2016-01-01	2017-07-27
374 Ishares Russell Midcap Value	P	2016-01-01	2017-01-01
357 Ishares Russell Midcap Growth	P	2016-01-01	2017-01-01
31835 Vanguard FTSE Developed Markets	P	2016-01-01	2017-02-07
14000 Vanguard FTSE Emerging Markets	P	2016-01-01	2017-02-07
3819 Vanguard Intl Equity Index Fds All World EX US	P	2016-01-01	2017-09-25
1420 Vanguard Index FDS REIT	P	2016-01-01	2017-01-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
249,029		232,899	16,130
75,397		67,646	7,751
224,666		225,000	-334
14,650		14,666	-16
31,681		30,888	793
38,378		16,190	22,188
1,208,908		1,204,539	4,369
532,201		574,811	-42,610
201,391		176,323	25,068
117,086		77,907	39,179

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			16,130
			7,751
			-334
			-16
			793
			22,188
			4,369
			-42,610
			25,068
			39,179

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
152 Allergan PLC	P	2016-01-01	2017-01-01
685 AMC Networks Inc	P	2016-01-01	2017-01-01
611 Amgen Inc	P	2016-01-01	2017-01-01
1042 Apple Inc	P	2016-01-01	2017-01-01
2378 Bank of America Corp	P	2016-01-01	2017-01-01
282 Blackrock Inc	P	2016-01-01	2017-01-01
197 Brighthouse Finl Inc	P	2016-01-01	2017-01-01
472 Celgene Corp	P	2016-01-01	2017-01-01
777 Chubb Corp	P	2016-01-01	2017-01-01
379 Cummins Inc	P	2016-01-01	2017-01-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
31,270		35,169	-3,899
40,780		38,596	2,184
106,229		42,451	63,778
153,495		34,569	118,926
59,228		55,419	3,809
116,510		51,576	64,934
11,349		10,073	1,276
67,122		29,582	37,540
109,053		90,844	18,209
62,484		55,658	6,826

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-3,899
			2,184
			63,778
			118,926
			3,809
			64,934
			1,276
			37,540
			18,209
			6,826

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1878 CVS Health Corporation	P	2016-01-01	2017-01-01
699 Danaher Corp	P	2016-01-01	2017-01-01
1766 Delta Air Lines Inc	P	2016-01-01	2017-01-01
638 Dish Network Corp	P	2016-01-01	2017-09-25
503 Disney Walt Co	P	2016-01-01	2017-01-01
544 Dominion Energy, Inc	P	2016-01-01	2017-09-25
800 Equifax Inc	P	2016-01-01	2017-01-01
646 Exxon Mobil Corp	P	2016-01-01	2017-01-01
976 Facebook Inc	P	2016-01-01	2017-01-01
677 FMC Corp	P	2016-01-01	2017-01-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
147,435		181,778	-34,343
59,899		27,775	32,124
88,257		70,407	17,850
33,970		39,563	-5,593
50,301		24,870	25,431
42,097		31,076	11,021
88,984		107,313	-18,329
51,850		46,153	5,697
156,919		72,930	83,989
57,014		40,981	16,033

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-34,343
			32,124
			17,850
			-5,593
			25,431
			11,021
			-18,329
			5,697
			83,989
			16,033

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
462 Fortive Corp	P	2016-01-01	2017-01-01
1737 General Mills	P	2016-01-01	2017-01-01
1934 Gilead Sciences Inc	P	2016-01-01	2017-01-01
58 Alphabet Inc	P	2016-01-01	2017-09-25
912 Halliburton Co	P	2016-01-01	2017-01-01
548 Home Depot Inc	P	2016-01-01	2017-01-01
1992 Juniper Networks Inc	P	2016-01-01	2017-01-01
2657 LKQ Corp	P	2016-01-01	2017-01-01
1200 Lilly Eli & Co	P	2016-01-01	2017-01-01
1085 Lyondellbasell Industries	P	2016-01-01	2017-01-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
31,321		26,032	5,289
92,367		70,395	21,972
146,247		150,874	-4,627
55,131		22,690	32,441
39,593		42,304	-2,711
81,141		71,340	9,801
56,113		59,406	-3,293
89,557		71,092	18,465
97,145		47,041	50,104
103,276		115,168	-11,892

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			5,289
			21,972
			-4,627
			32,441
			-2,711
			9,801
			-3,293
			18,465
			50,104
			-11,892

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
587 Marathon Pete Corp	P	2016-01-01	2017-01-01
725 McCormick & Co Inc	P	2016-01-01	2017-01-01
1748 Metlife Inc	P	2016-01-01	2017-01-01
1813 Micron Technology Inc	P	2016-01-01	2017-01-01
1793 Microsoft Corp	P	2016-01-01	2017-01-01
373 Nextera Energy	P	2016-01-01	2017-01-01
827 Novartis AG Sponsored ADR	P	2016-01-01	2017-01-01
738 Occidental Pete Corp	P	2016-01-01	2017-01-01
1273 Palo Alto Networks Inc	P	2016-01-01	2017-01-01
1839 Pfizer Inc	P	2016-01-01	2017-01-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
32,115		28,435	3,680
70,447		59,454	10,993
89,085		75,890	13,195
63,972		44,314	19,658
129,971		94,525	35,446
53,780		24,030	29,750
66,343		45,692	20,651
46,779		73,040	-26,261
169,415		105,078	64,337
64,514		39,014	25,500

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,680
			10,993
			13,195
			19,658
			35,446
			29,750
			20,651
			-26,261
			64,337
			25,500

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
47 Priceline GRP Inc	P	2016-01-01	2017-01-01
1172 Procter & Gamble	P	2016-01-01	2017-01-01
3268 Qualcomm Inc	P	2016-01-01	2017-01-01
1316 Quanta Svcs Inc	P	2016-01-01	2017-01-01
997 Schlumberger LTD	P	2016-01-01	2017-01-01
1335 State Street Corp	P	2016-01-01	2017-01-01
999 TJX Cos Inc	P	2016-01-01	2017-01-01
348 T Mobile US Inc	P	2016-01-01	2017-09-25
1106 Trimble Inc	P	2016-01-01	2017-01-01
707 Union Pacific Corp	P	2016-01-01	2017-01-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
81,786		63,179	18,607
106,056		93,417	12,639
186,677		193,025	-6,348
48,343		48,184	159
67,862		74,810	-6,948
118,824		53,591	65,233
72,988		24,746	48,242
22,078		22,961	-883
43,342		38,092	5,250
80,329		31,791	48,538

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			18,607
			12,639
			-6,348
			159
			-6,948
			65,233
			48,242
			-883
			5,250
			48,538

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
800 Valero Energy Corp	P	2016-01-01	2017-01-01
1317 Verizon Communications	P	2016-01-01	2017-09-25
1204 Visa Inc	P	2016-01-01	2017-01-01
887 Voya Finl Inc	P	2016-01-01	2017-09-25
2838 Wells Fargo & Co	P	2016-01-01	2017-01-01
962 YUM Brands	P	2016-01-01	2017-01-01
1151 YUM China Hldgs Inc	P	2016-01-01	2017-02-07

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
57,531		48,726	8,805
64,433		41,723	22,710
120,810		62,693	58,117
34,585		36,728	-2,143
156,859		101,599	55,260
72,704		44,726	27,978
32,827		17,134	15,693

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			8,805
			22,710
			58,117
			-2,143
			55,260
			27,978
			15,693

Form 990PF Part VIII Line 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
MICHAEL J FERRY 66 WEST STREET PITTSFIELD, MA 01201	Chairman 0 00	0		
CATHERINE B MILLER 66 WEST STREET PITTSFIELD, MA 01201	VICE CHAIRMAN 0 00	0		
LORI GAZZILLO 66 WEST STREET PITTSFIELD, MA 01201	Secretary 40 00	176,846		
J WILLIAR DUNLAEVY 66 WEST STREET PITTSFIELD, MA 01201	Director 0 00	0		
MICHAEL P DALY 66 WEST STREET PITTSFIELD, MA 01201	Vice President 0 00	0		
JAMES MOSES 66 WEST STREET PITTSFIELD, MA 01201	Treasurer 0 00	0		
SEAN A GRAY 66 WEST STREET PITTSFIELD, MA 01201	Director 0 00	0		
D JEFFREY TEMPLETON 66 WEST STREET PITTSFIELD, MA 01201	Director 0 00	0		
ROBERT M CURLEY 66 WEST STREET PITTSFIELD, MA 01201	Director 0 00	0		
LINDA A JOHNSTON 66 WEST STREET PITTSFIELD, MA 01201	Director 0 00	0		
THOMAS R BARNEY 66 WEST STREET PITTSFIELD, MA 01201	Director 0 00	0		

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491058000178

TY 2017 Accounting Fees Schedule

Name: BERKSHIRE BANK FOUNDATION INC

EIN: 04-3365869

Software ID: 17005038

Software Version: 2017v2.2

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Audit	13,500	0	0	13,500

TY 2017 Investments - Other Schedule

Name: BERKSHIRE BANK FOUNDATION INC

EIN: 04-3365869

Software ID: 17005038

Software Version: 2017v2.2

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
INVESTMENTS IN MARKETABLE SECURITIES	AT COST	23,178,540	28,315,764

TY 2017 Other Assets Schedule

Name: BERKSHIRE BANK FOUNDATION INC

EIN: 04-3365869

Software ID: 17005038

Software Version: 2017v2.2

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
accrued income			64,556
Accrued income	54,325	64,556	
Collection - Popcorn Wagon	37,193	37,193	
COLLECTION - POPCORN WAGON			37,193

TY 2017 Other Expenses Schedule

Name: BERKSHIRE BANK FOUNDATION INC

EIN: 04-3365869

Software ID: 17005038

Software Version: 2017v2.2

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Filing fees	269			269
Management fees	160,586			160,586
Marketing	1,815			1,815
Membership fees	500			500
Office expense	7,515			7,515
Special projects expense	13,092			13,092
Travel	14,918			14,918

TY 2017 Other Professional Fees Schedule

Name: BERKSHIRE BANK FOUNDATION INC

EIN: 04-3365869

Software ID: 17005038

Software Version: 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bookkeeping	9,014	0	0	9,014
Investment fees	134,274	134,274	0	0
Other professional fees	21,184	0	0	21,184

TY 2017 Taxes Schedule

Name: BERKSHIRE BANK FOUNDATION INC

EIN: 04-3365869

Software ID: 17005038

Software Version: 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Federal excise tax	20,515			
Foreign taxes	1,023	1,023		