

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.

2017

Open to Public
Inspection

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

Name of foundation WILLIAM AND DIANE HEIN FOUNDATION	A Employer identification number 16-1484562		
	B Telephone number (see instructions) (716) 633-6500		
C If exemption application is pending, check here ► <input type="checkbox"/>			
D 1. Foreign organizations, check here ► <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>			
E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>			
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>			
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 11,014,541		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
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))			
Revenue	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income
1 Contributions, gifts, grants, etc., received (attach schedule)	750,000	0	0
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B	0	0	0
3 Interest on savings and temporary cash investments	0	0	0
4 Dividends and interest from securities	343,675	268,522	0
5a Gross rents	7,718	0	0
b Net rental income or (loss)	-1,807	0	0
6a Net gain or (loss) from sale of assets not on line 10	0	0	0
b Gross sales price for all assets on line 6a	60,000	0	0
7 Capital gain net income (from Part IV, line 2)	0	0	0
8 Net short-term capital gain	0	0	0
9 Income modifications	0	0	0
10a Gross sales less returns and allowances	0	0	0
b Less Cost of goods sold	0	0	0
c Gross profit or (loss) (attach schedule)	0	0	0
11 Other income (attach schedule)	270,030	0	0
12 Total. Add lines 1 through 11	1,371,423	268,522	0
Operating and Administrative Expenses	(d) Disbursements for charitable purposes (cash basis only)	0	0
13 Compensation of officers, directors, trustees, etc	0	0	0
14 Other employee salaries and wages	0	0	0
15 Pension plans, employee benefits	0	0	0
16a Legal fees (attach schedule)	11,362	9,362	0
b Accounting fees (attach schedule)	0	0	0
c Other professional fees (attach schedule)	0	0	0
17 Interest	0	0	0
18 Taxes (attach schedule) (see instructions)	99,586	0	0
19 Depreciation (attach schedule) and depletion	41,062	0	0
20 Occupancy	0	0	0
21 Travel, conferences, and meetings	0	0	0
22 Printing and publications	0	0	0
23 Other expenses (attach schedule)	10,747	9,525	0
24 Total operating and administrative expenses.	162,757	18,887	0
Add lines 13 through 23	0	0	0
25 Contributions, gifts, grants paid	398,000	0	398,000
26 Total expenses and disbursements. Add lines 24 and 25	560,757	18,887	398,000
27 Subtract line 26 from line 12	0	0	0
a Excess of revenue over expenses and disbursements	810,666	0	0
b Net investment income (if negative, enter -0-)	0	249,635	0
c Adjusted net income (if negative, enter -0-)	0	0	0

	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash—non-interest-bearing		215,040	344,465	344,464
	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)		1,901,136	1,901,136	2,185,593
	b Investments—corporate stock (attach schedule)		1,328,991	1,317,146	1,537,827
	c Investments—corporate bonds (attach schedule)		4,349,115	5,093,427	5,421,182
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	12 Investments—mortgage loans		122,821	117,450	117,450
	13 Investments—other (attach schedule)				
	14 Land, buildings, and equipment basis ►	1,917,640			
	Less accumulated depreciation (attach schedule) ►	509,615			
	15 Other assets (describe ►)		1,448,941	1,408,025	1,408,025
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		9,366,044	10,181,649	11,014,541
	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 ►)		0	0	
	23 Total liabilities (add lines 17 through 22)		0	0	
	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted		9,366,044	10,181,649	
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> 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)		9,366,044	10,181,649	
	31 Total liabilities and net assets/fund balances (see instructions)		9,366,044	10,181,649	

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	9,366,044
2 Enter amount from Part I, line 27a	2	810,666
3 Other increases not included in line 2 (itemize) ►	3	4,939
4 Add lines 1, 2, and 3	4	10,181,649
5 Decreases not included in line 2 (itemize) ►	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,181,649

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a LLOYDS TSB BK PLC MEDIUM TERM 5 000%				2012-04-05	2017-04-12
b NEW YORK ST DORM AUTH REV NON ST 5 000%				2016-08-12	2017-11-14
c NEW YORK ST DORM AUTH REV NON ST 5 000%				2016-08-12	2017-11-14
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 50,000		50,000	0		
b 5,000		5,000	0		
c 5,000		5,000	0		
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) 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			0		
b			0		
c			0		
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	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	2	0	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			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

 Yes No

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

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	415,979	8,497,701	0 048952
2015	359,131	7,820,582	0 045921
2014	209,520	6,761,626	0 030987
2013	210,597	6,320,751	0 033318
2012	210,434	6,332,844	0 033229
2 Total of line 1, column (d)			0 192407
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			0 038481
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			9,070,005
5 Multiply line 4 by line 3			349,023
6 Enter 1% of net investment income (1% of Part I, line 27b)			2,496
7 Add lines 5 and 6			351,519
8 Enter qualifying distributions from Part XIII, line 4			398,000

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 ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	2,496
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2.	3	2,496
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	2,496
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	3,600
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	0
7	Total credits and payments Add lines 6a through 6d.	7	3,600
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,104
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ►	1,104	Refunded ►
		11	0

Part VII-A Statements Regarding Activities

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?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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</i>	1b	No
1c	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 ► \$ _____ 0 (2) On foundation managers ► \$ _____ 0		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____ 0		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► NY		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

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? Website address ►N/A	13	Yes
14	The books are in care of ►WILLIAM S HEIN	Telephone no ►(716) 633-6500	
Located at ►6500 MAIN STREET WILLIAMSVILLE NY			ZIP+4 ►142215854
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	► 15	
16	At any time during calendar year 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 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 ►	16	Yes No

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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.	► <input type="checkbox"/>
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 <input type="checkbox"/> 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? If "Yes," list the years ► 20____, 20____, 20____, 20____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input type="checkbox"/>
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input type="checkbox"/>
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a <input type="checkbox"/> 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 <input type="checkbox"/> 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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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. ►	<input type="checkbox"/>		5b
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? <i>If "Yes," attach the statement required by Regulations section 53 4945-5(d)</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>	<input type="checkbox"/>		6b No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/>		7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors
1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
WILLIAM S HEIN 6500 MAIN STREET WILLIAMSVILLE, NY 14221	DIRECTOR 3 00	0	0	0
DIANE HEIN 6500 MAIN STREET WILLIAMSVILLE, NY 14221	DIRECTOR 1 00	0	0	0
WILLIAM C MORAN 6500 MAIN STREET WILLIAMSVILLE, NY 14221	DIRECTOR 1 00	0	0	0
JAMEY MORAN 6500 MAIN STREET WILLIAMSVILLE, NY 14221	DIRECTOR 1 00	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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				

Total number of other employees paid over \$50,000. ► 0
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services. ► 0
Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

Expenses

1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1	
2	
3	

All other program-related investments. See instructions

3	

Total. Add lines 1 through 3 ► 0

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	8,904,407
b	Average of monthly cash balances.	1b	303,720
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	9,208,127
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	9,208,127
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	138,122
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,070,005
6	Minimum investment return. Enter 5% of line 5.	6	453,500

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign**Part XI** organizations check here ► and do not complete this part)

1	Minimum investment return from Part X, line 6.	1	453,500
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	2,496
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	68,828
c	Add lines 2a and 2b.	2c	71,324
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	382,176
4	Recoveries of amounts treated as qualifying distributions.	4	10,371
5	Add lines 3 and 4.	5	392,547
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	392,547

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	398,000
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	398,000
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	2,496
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	395,504
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				392,547
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			384,212	
b Total for prior years 20____, 20____, 20____		0		
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 ► \$ 398,000				
a Applied to 2016, but not more than line 2a			384,212	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				13,788
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				378,759
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)	0			
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)

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 <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
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

WILLIAM S HEIN
2350 N FOREST ROAD
GETZVILLE, NY 14068
(716) 882-2600

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

WRITTEN GRANT REQUESTS ONLY

c Any submission deadlines

OCTOBER 15TH

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

NONE

Part XV Supplementary Information (continued)

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

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.					
5 Net rental income or (loss) from real estate					
a Debt-financed property.	511130	571	14	253,896	89,208
b Not debt-financed property.			16		-1,807
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	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a <u>WILLIAM S HEIN & CO INC - BUSINESS INCOME</u>	511130	264,816			
b <u>WILLIAM S HEIN & CO INC - RENTAL INCOME</u>	511130	5,211			
c <u>WILLIAM S HEIN & CO INC - CAPITAL GAIN</u>	511130	3			
d					
e					
12 Subtotal Add columns (b), (d), and (e).		270,601		252,089	89,208
13 Total. Add line 12, columns (b), (d), and (e).					611,898
(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)
4	INTEREST INCOME FROM MORTGAGE LOAN TO EXEMPT SCHOOL - \$5,518
4	TAX-EXEMPT MUNICIPAL BOND INTEREST - \$82,899
4	TAX-EXEMPT INTEREST FROM S CORP - 791

Part XVII

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

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?

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

a Transfers from the reporting foundation to a noncharitable exempt organization of

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.

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.

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

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.

* * * * *

2018-05-11

* * * * *

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

Signature of officer or trustee

Date

✓ Title

**Sign
Here**

**Paid
Preparer
Use Only**

(see instr?) <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No				
Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ► <input type="checkbox"/>
	RAYMOND P CRANE		2018-05-10	PTIN P00289311
	Firm's name ► BROCK SCHECHTER & POLAKOFF LLP			Firm's EIN ► 16-1003516
Firm's address ► 726 EXCHANGE STREET SUITE 822 BUFFALO, NY 14210			Phone no (716) 854-5034	

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ATHLETES IN ACTION 54 CROWNVIEW TERRACE HAMBURG, NY 14221		PC	CHARITABLE	4,000
BILLY GRAHAM EVANGELISTIC ASSOCIATION 1 BILLY GRAHAM PARKWAY CHARLOTTE, NC 282010001		PC	RELIGIOUS	3,000
BUFFALO CITY MISSION 100 E TUPPER STREET BUFFALO, NY 14203		PC	CHARITABLE	3,000
BUFFALO DREAM CENTER PO BOX 394 BUFFALO, NY 142010934		PC	CHARITABLE	5,000
CHRISTIAN CENTRAL ACADEMY 39 ACADEMY WILLIAMSVILLE, NY 14221		PC	EDUCATIONAL AND RELIGIOUS	25,000
Total				398,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CHRISTIAN CENTRAL ACADEMY 39 ACADEMY WILLIAMSVILLE, NY 14221		PC	EDUCATIONAL AND RELIGIOUS	30,000
CHRISTIAN COUNSELING MINISTRIES 9070 MAIN STREET CLARENCE, NY 14031		PC	RELIGIOUS	6,000
CIRCLE C RANCH 10451 ASHCRAFT ROAD DELEVAN, NY 14042		PC	CHARITABLE	35,000
COMMUNITY OF GRACE 1407 NORTH FOREST ROAD WILLIAMSVILLE, NY 14221		PC	RELIGIOUS	10,000
COMPASSION INTERNATIONAL COMPASSION INTERNATIONAL COLORADO SPRINGS, CO 80997		PC	CHARITABLE	2,000
Total				398,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CORNER STONE MINISTRIES 150 EAST NORTH STREET BUFFALO, NY 14203		PC	RELIGIOUS	2,000
CROSS-TRAINING FOOTBALL PO BOX 156 BOWMANSVILLE, NY 14026		PC	CHARITABLE	2,000
CROSS-TRAINING FOOTBALL PO BOX 156 BOWMANSVILLE, NY 14026		PC	CHARITABLE	5,000
EDUNATIONSPO BOX 233 INGOMAR, PA 15127		PC	EDUCATIONAL	3,000
ENGINEERING MINISTRIES INTERNATIONAL 130 E KIOWA ST STE 200 COLORADO SPRINGS, CO 80903		PC	RELIGIOUS	6,000
Total				398,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
FAITH TO THE NATIONSP O BOX 3817 BROKEN ARROW, OK 74013		PC	RELIGIOUS	2,000
GLIDING STARS 1307 MILITARY ROAD BUFFALO, NY 14217		PC	CHARITABLE	2,500
GOOD NEIGHBORS HEALTH CENTER 8113 LEACH COURT WILLIAMSVILLE, NY 14221		PC	CHARITABLE	5,000
HARVEST HOUSE MINISTRIES 1782 SENECA STREET BUFFALO, NY 14210		PC	RELIGIOUS	15,000
HEARTS FOR THE HOMELESS PO BOX 437 BUFFALO, NY 14223		PC	CHARITABLE	4,000
Total	►			398,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
HOSPICE BUFFALO 225 COMO PARK BLVD BUFFALO, NY 142271480		PC	CHARITABLE	2,000
HOUGHTON COLLEGE ONE WILLARD AVENUE HOUGHTON, NY 14744		PC	EDUCATIONAL	16,000
ILIO DIPAOLO SCHOLARSHIP FUND 3785 SOUTH PARK AVENUE BLASDELL, NY 14219		PC	CHARITABLE	3,000
IMAGINE COMMUNITY GARDENS 7071 TRANSIT ROAD EAST AMHERST, NY 14051		PC	CHARITABLE	5,000
IN FAITH145 JOHN ROBERT THOMAS EXTON, PA 19341		PC	RELIGIOUS	6,000
Total				398,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
INTERNATIONAL FRIENDSHIPS INC PO BOX 82416 COLUMBUS, OH 432020416		PC	CHARITABLE	4,000
JERICHO ROAD MINISTRIES 184 BARTON STREET BUFFALO, NY 14213		PC	RELIGIOUS	3,000
JERICHO ROAD MINISTRIES 184 BARTON STREET BUFFALO, NY 14213		PC	RELIGIOUS	5,000
KEVIN LEMAN SCHOOL OF EXCELLENCE 7720 NORTH SILVERBELL ROAD TUSCON, AZ 85743		PC	EDUCATIONAL	25,000
KINGDOM BOUND MINISTRIES 8550 SHERIDAN DRIVE WILLIAMSVILLE, NY 14221		PC	RELIGIOUS	5,000
Total				398,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
LIFE WITHOUT LIMBSPO BOX 2430 AGOURA HILLS, CA 91376		PC	RELIGIOUS	25,000
MARIAN E WADE CENTER 501 COLLEGE AVENUE WHEATON, IL 60187		PC	EDUCATIONAL	10,000
NCCC WRESTLING 3111 SAUNDERS SETTLEMENT ROAD SANBORN, NY 14132		PC	CHARITABLE	3,000
OPERATION SERVE INTERNATIONAL PO BOX 1870 FAIRFIELD, OH 450180070		PC	RELIGIOUS	3,000
RESOURCE COUNCIL OF WNY 347 EAST FERRY STREET BUFFALO, NY 14208		PC	CHARITABLE	7,500
Total				398,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SAMARITANS PURSEPO BOX 3000 BOONE, NC 28607		PC	CHARITABLE	1,000
SAVINGS GRACE MINISTRIES INC PO BOX 1013 WILLIAMSVILLE, NY 14231		PC	RELIGIOUS	7,500
SCORE INTERNATIONALPO BOX 9994 CHATTANOOGA, TN 37412		PC	CHARITABLE	2,500
SET FREE INCPO BOX 407 BUFFALO, NY 14215		PC	CHARITABLE	5,000
SET FREE INCPO BOX 407 BUFFALO, NY 14215		PC	CHARITABLE	5,000
Total			►	398,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SEVEN MILE ROAD CHURCH 84 GREEN STREET MELROSE, MA 02176		PC	CHARITABLE	4,000
SONRAYS MINISTRIES 327 NORTH ELLICOTT CREEK ROAD AMHERST, NY 14228		PC	RELIGIOUS	5,000
SOUTH NIAGARA LIFE CENTRE MINISTRIES 143 GILMORE ROAD FORT ERIE, ONTARIO L2A 2L9 CA		PC	RELIGIOUS	5,000
THE CHAPEL500 CROSSPOINT PARKWAY GETZVILLE, NY 14068		PC	RELIGIOUS	1,000
THE CHAPEL500 CROSSPOINT PARKWAY GETZVILLE, NY 14068		PC	RELIGIOUS	10,000
Total				398,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
THE CHRISTIAN BROADCASTING NETWORK 977 CENTERVILLE TURNPIKE VIRGINIA BEACH, VA 23463		PC	RELIGIOUS	3,000
UB FOUNDATION 916 KIMBALL TOWER BUFFALO, NY 14214		PC	EDUCATIONAL	10,000
UB FOUNDATION 916 KIMBALL TOWER BUFFALO, NY 14214		PC	EDUCATIONAL	20,000
UNIVERSITY OF BUFFALO WRESTLING 175-D ALUMNI AVENUE BOX 605000 BUFFALO, NY 142605000		PC	CHARITABLE	3,000
WESTSIDE MINISTRIES INC 301 114TH STREET BUFFALO, NY 14213		PC	RELIGIOUS	8,000
Total				398,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
WINGS OF COMPASSION PO BOX 338 BUFFALO, NY 14205		PC	CHARITABLE	3,000
WYCLIFFE BIBLE TRANSLATORS PO BOX 628200 ORLANDO, FL 32862		PC	RELIGIOUS	5,000
YOUTH FOR CHRIST 195 GLENWOOD AVENUE BUFFALO, NY 14208		PC	RELIGIOUS	8,000
Total				398,000
3a				

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2017 Depreciation Schedule

Name: WILLIAM AND DIANE HEIN FOUNDATION

EIN: 16-1484562

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
BUILDING - 327 N ELLICOTT CREEK ROAD, AMHERST, NY	1997-01-01	400,000	200,000	SL	40 000000000000	10,000	0		
BUILDING - 5830 MAIN STREET WILLIAMSVILLE, NY	2006-06-01	813,097	213,438	SL	40 000000000000	20,327	0		
UNIT 421 II, ELLICOTTVILLE, NEW YORK	2010-01-01	202,332	35,830	SL	40 000000000000	5,058	0		
BUILDING - 36 NORTHHAMPTON STREET, BUFFALO, NY	2013-08-08	227,065	19,285	SL	40 000000000000	5,677	0		
LAND - 36 NORTHHAMPTON STREET, BUFFALO, NY	2013-08-08	25,000		L		0	0		
LAND - 327 N ELLICOTT CREEK ROAD, AMHERST, NY		250,146		L		0	0		

TY 2017 Investments Corporate Bonds Schedule**Name:** WILLIAM AND DIANE HEIN FOUNDATION**EIN:** 16-1484562**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AT&T INC FIXED RT NT 5.55% 8/15/41 B/E	151,217	163,022
BERKSHIRE HATHAWAY FIN CORP GTD SR NT 4.4% 5/15/42	303,915	338,061
BERKSHIRE HATHAWAY INC DEL FIXED RATE 4.5% 2/11/43	196,680	230,476
BERKSHIRE HATHAWAY FIN CORP GTD FXD RT 4.3% 5/15/43	224,438	251,548
BERKSHIRE HATHAWAY ENERGY CO SR NT 4.5% 02/01/45	225,000	251,534
COCA COLA ENTERPRISES INC DEB 6.75% 9/15/2023	100,000	119,528
DISNEY WALT CO NEW MEDIUM TERM NOTES 4.125% 12/01/41	248,813	269,148
GEN ELEC CAP CORP LNTERNOTES 3.55% 01/15/33	100,000	97,656
GEN ELEC CAP CORP LNTERNOTES SR 4.125% 05/15/34	350,000	348,331
GEN ELEC CAP CORP LNTERNOTES 3.8% 02/15/33	50,000	49,185
GOLDMAN SACHS GROUP INC MEDIUM TERM NTS 4.65% 12/15/19	125,000	129,153
GOLDMAN SACHS GROUP INC MEDIUM TERM NTS 5% 8/15/33	125,000	133,879
GOLDMAN SACHS GROUP INC MEDIUM TERM NTS 4.75% 10/15/33	150,000	155,640
GOLDMAN SACHS GROUP INC MEDIUM TERM NTS 4.65% 6/15/42	100,000	98,920
HEWLETT PACKARD CO GLOBAL NT 4.050% 9/15/22	154,341	156,246
JP MORGAN CHASE & CO FIXED RT NT 4.950% 03/25/20	200,000	211,312
LOEWS CORP FXD RT 4.125% 5/15/43	354,099	361,151
ORACLE CORP FXD RT NT 4.125% 05/15/45	197,400	215,708
PEPSICO INC SR NT 4.0% 03/05/42 B/E NONCOVERED	242,623	265,010
PEPSICO INC SR NT 4.0% 03/05/42 B/E NONCOVERED	149,801	159,006

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
PEPSICO INC SR NT 4.0% 03/05/42 B/E COVERED	250,000	265,010
PFIZER INC FXD RT 4.3% 06/15/43	150,000	168,398
TARGET CORP NT 4.0% 07/01/42 B/E	150,791	155,192
FORD MTR CO DEL NT 4.750% 7/15/43 B/E	196,250	202,826
METLIFE INC SR NT 4.125% 8/13/42 B/E	250,000	264,643
TARGET CORP NT 4.125% 07/01/42 B/E	249,309	258,653
VERIZON COMMUNICATIONS INC. FIXED RT NT 4.750% 11/01/41	98,750	101,946

TY 2017 Investments Corporate Stock Schedule

Name: WILLIAM AND DIANE HEIN FOUNDATION

EIN: 16-1484562

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WILLIAM S. HEIN & CO., INC. NON-VOTING COMMON STOCK	42,063	415,128
M&T BK CORP CUM PERPETUAL PFD SER C 5% CALL 11 /15/18Q	100,083	102,500
OPPENHEIMERFUND - ROCHESTER AMT-FREE NEW YORK MUNICIPALFUND A - 94,462.833	1,175,000	1,020,199

TY 2017 Investments Government Obligations Schedule

Name: WILLIAM AND DIANE HEIN FOUNDATION

EIN: 16-1484562

**US Government Securities - End
of Year Book Value:**

921,783

**US Government Securities - End
of Year Fair Market Value:**

1,182,090

**State & Local Government
Securities - End of Year Book
Value:**

979,353

**State & Local Government
Securities - End of Year Fair
Market Value:**

1,003,503

**TY 2017 Land, Etc.
Schedule****Name:** WILLIAM AND DIANE HEIN FOUNDATION**EIN:** 16-1484562

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
BUILDING - 327 N. ELLICOTT CREEK ROAD, AMHERST, NY	400,000	210,000	190,000	190,000
BUILDING - 5830 MAIN STREET WILLIAMSVILLE, NY	813,097	233,765	579,332	579,332
UNIT 421 II, ELLICOTTVILLE, NEW YORK	202,332	40,888	161,444	161,444
BUILDING - 36 NORTHHAMPTON STREET, BUFFALO, NY	227,065	24,962	202,103	202,103
LAND - 36 NORTHHAMPTON STREET, BUFFALO, NY	25,000	0	25,000	25,000
LAND - 327 N. ELLICOTT CREEK ROAD, AMHERST, NY	250,146	0	250,146	250,146

TY 2017 Legal Fees Schedule

Name: WILLIAM AND DIANE HEIN FOUNDATION

EIN: 16-1484562

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	11,362	9,362		0

TY 2017 Other Expenses Schedule

Name: WILLIAM AND DIANE HEIN FOUNDATION
EIN: 16-1484562

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	16	0		0
INSURANCE	1,206	0		0
ELLIOTTVILLE MAINTENANCE FEE - EXEMPT PURPOSE	8,475	8,475		0
ELLIOTTVILLE OTHER EXPENSES - EXEMPT PURPOSE	1,050	1,050		0

TY 2017 Other Income Schedule

Name: WILLIAM AND DIANE HEIN FOUNDATION**EIN:** 16-1484562**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
WILLIAM S HEIN & CO INC - BUSINESS INCOME	264,816		264,816
WILLIAM S HEIN & CO INC - RENTAL INCOME	5,211		5,211
WILLIAM S HEIN & CO INC - CAPITAL GAIN	3		3

TY 2017 Other Increases Schedule

Name: WILLIAM AND DIANE HEIN FOUNDATION

EIN: 16-1484562

Description	Amount
TO ADJUST BEGINNING BOOK NET ASSETS TO TAX RETURN	4,939

TY 2017 Taxes Schedule

Name: WILLIAM AND DIANE HEIN FOUNDATION**EIN:** 16-1484562

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
990-PF - BALANCE DUE FOR PRIOR YEAR	887	0		0
990-PF - ESTIM TAX PMT	3,600	0		0
990-T - ESTIM TAX PMT	68,663	0		0
CT-13 - BALANCE DUE FOR PRIOR YEAR	22,698	0		0
PROPERTY TAX - ELLICOTT - EXEMPT PURPOSE	2,377	0		0
PROPERTY TAX - NOT ELLICOTT - EXEMPT PUR	1,361	0		0

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

OMB No 1545-0047

► Attach to Form 990, 990-EZ, or 990-PF
 ► Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at
www.irs.gov/form990

2017**Name of the organization**

WILLIAM AND DIANE HEIN FOUNDATION

Employer identification number

16-1484562

Organization type (check one)**Filers of:****Section:**

Form 990 or 990-EZ

501(c)() (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

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

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

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹ 3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II

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

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

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

Name of organization WILLIAM AND DIANE HEIN FOUNDATION		Employer identification number 16-1484562	
Part I Contributors (See instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WILLIAM S HEIN 2350 N FOREST ROAD	\$ 500,000	Person <input checked="" type="checkbox"/>
	WILLIAMSVILLE, NY14221		Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	2012 HEIN FOUNDATION TRUST	\$ 250,000	Person <input checked="" type="checkbox"/>
	2350 N FOREST ROAD		Payroll <input type="checkbox"/>
	WILLIAMSVILLE, NY14221		Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions)

Name of organization

WILLIAM AND DIANE HEIN FOUNDATION

Employer identification number

16-1484562

Part II**Noncash Property** (See instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	

Name of organization WILLIAM AND DIANE HEIN FOUNDATION			Employer identification number 16-1484562
Part III <i>Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____</i> Use duplicate copies of Part III if additional space is needed			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee