

Form **990-PF**Department of the Treasury
Internal Revenue Service**EXTENDED TO NOVEMBER 15, 2018**
Return of Private Foundation

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

Do not enter social security numbers on this form as it may be made public.
Go to www.irs.gov/Form990PF for instructions and the latest information.**EXTENSION ATTACHED****2017**

Open to Public Inspection

For calendar year 2017 or tax year beginning , and ending

Name of foundation BROWNINGTON FOUNDATION, INC.		A Employer identification number 23-7043230
Number and street (or P.O. box number if mail is not delivered to street address) C/O MORRIS & MCVEIGH LLP, 767 THIRD AV	Room/suite	B Telephone number 212-418-0500
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10017		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) \$ 10,281,663.	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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
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		221,782.	226,195.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		591,536.			
b Gross sales price for all assets on line 6a 1,301,642.					
7 Capital gain net income (from Part IV, line 2)			591,536.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income			22,310.		STATEMENT 2
12 Total. Add lines 1 through 11		813,318.	840,041.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		10,000.	5,000.		5,000.
b Accounting fees STMT 4		7,025.	3,513.		3,512.
c Other professional fees STMT 5		33,262.	16,631.		16,631.
17 Interest					
18 Taxes STMT 6		8,000.	52.		52.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		830.	575.		573.
24 Total operating and administrative expenses. Add lines 13 through 23		59,117.	25,771.		25,768.
25 Contributions, gifts, grants paid		513,500.			513,500.
26 Total expenses and disbursements. Add lines 24 and 25		572,617.	25,771.		539,268.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		240,701.			
b Net investment income (if negative, enter -0-)			814,270.		
c Adjusted net income (if negative, enter -0-)				N/A	

g27

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end of year amounts only			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments	384,869.	205,347.	205,347.	
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock	STMT 9	5,111,145.	5,541,368.	10,076,316.
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other					
14 Land, buildings, and equipment: basis ▶					
Less: accumulated depreciation ▶					
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		5,496,014.	5,746,715.	10,281,663.	
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐				
	and complete lines 24 through 26, and lines 30 and 31				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒				
	and complete lines 27 through 31				
	27 Capital stock, trust principal, or current funds		0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds		5,496,014.	5,746,715.		
30 Total net assets or fund balances		5,496,014.	5,746,715.		
31 Total liabilities and net assets/fund balances		5,496,014.	5,746,715.		

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	1	5,496,014.
(must agree with end-of-year figure reported on prior year's return)		
2 Enter amount from Part I, line 27a	2	240,701.
3 Other increases not included in line 2 (itemize) ▶	3	10,000.
4 Add lines 1, 2, and 3	4	5,746,715.
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	5,746,715.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e	1,301,642.	710,106.	591,536.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			591,536.

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	591,536.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	535,356.	9,111,554.	.058756
2015	608,452.	10,032,256.	.060650
2014	571,582.	10,819,722.	.052828
2013	580,635.	8,997,541.	.064533
2012	380,557.	8,036,198.	.047355

2 Total of line 1, column (d)	2	.284122
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.056824
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	9,875,008.
5 Multiply line 4 by line 3	5	561,137.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,143.
7 Add lines 5 and 6	7	569,280.
8 Enter qualifying distributions from Part XII, line 4	8	539,268.

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	16,285.
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	16,285.
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	16,285.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	6,050.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	14,000.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	20,050.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ 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	3,765.	
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax ☐ 3,765. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. ☐ NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	X	
14 The books are in care of ► <u>MORRIS & MCVEIGH LLP</u> Telephone no. ► <u>212-418-0500</u> Located at ► <u>767 THIRD AVENUE, NEW YORK, NY</u> ZIP+4 ► <u>10017</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 <u>N/A</u>		
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance, check here ► <u>N/A</u>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ No If "Yes," list the years ► _____ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u> c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► _____	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No b If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017.) <u>N/A</u>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b	X

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

		Yes	No
5a During the year, did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	5b	
Organizations relying on a current notice regarding disaster assistance, check here ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
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?	N/A	7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, and 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
MARGOT T. EAGAN	PRES.			
C/O MORRIS & MCVEIGH, 767 THRID AVE.	1.00	0.	0.	0.
NEW YORK, NY 10017				
CLARE T. MCMORRIS	TREAS.			
C/O MORRIS & MCVEIGH, 767 THIRD AVE.	1.00	0.	0.	0.
NEW YORK, NY 10017				
MICHAEL D. SAVAGE	VICE PRES. & ASST. SEC'Y			
C/O MORRIS & MCVEIGH, 767 THIRD AVE.	1.00	0.	0.	0.
NEW YORK, NY 10017				
LEONARD B. BOEHNER	VICE PRES.			
C/O MORRIS & MCVEIGH, 767 THIRD AVE.	3.00	0.	0.	0.
NEW YORK, NY 10017				

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

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

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

0

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Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

[illegible]**Total** number of others receiving over \$50,000 for professional services

0

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

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B	Summary of Program-Related Investments
------------------	---

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

Amount

1	N/A	
2		
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	9,732,100.
b	Average of monthly cash balances	1b	293,289.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	10,025,389.
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	10,025,389.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	150,381.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,875,008.
6	Minimum investment return. Enter 5% of line 5	6	493,750.

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	493,750.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	16,285.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	16,285.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	477,465.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	477,465.
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	477,465.

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	539,268.
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	539,268.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	539,268.

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				477,465.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013	138,876.			
c From 2014	38,119.			
d From 2015	112,400.			
e From 2016	89,114.			
f Total of lines 3a through e	378,509.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ 539,268.				
a Applied to 2016, but not more than line 2a			0.	
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				477,465.
e Remaining amount distributed out of corpus	61,803.			
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:	440,312.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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 instr.			0.	
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)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	440,312.			
10 Analysis of line 9:				
a Excess from 2013	138,876.			
b Excess from 2014	38,119.			
c Excess from 2015	112,400.			
d Excess from 2016	89,114.			
e Excess from 2017	61,803.			

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				
ACADEMY OF MOUNT SAINT JOHN 135 KIRTLAND STREET DEEP RIVER, CT 06417	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	4,000.
AMERICAN ACADEMY OF CHILD & ADOLESCENT PSYCHIATRY (E. SCHLOSSER LEWIS FUND)	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
AMERICAN CIVIL LIBERTIES UNION FOUNDATION 125 BROAD STREET NEW YORK, NY 10004	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	3,000.
AMERICAN FOUNDATION FOR THE BLIND 2 PEEN PLAZA NEW YORK, NY 10121	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
ASIA SOCIETY 725 PARK AVENUE NEW YORK, NY 10021	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	25,000.
Total	SEE CONTINUATION SHEET(S)			3a 513,500.
b Approved for future payment				
NONE				
Total			3b	0.

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)(3) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

of which preparer has any knowledge.

ATTORNEY-IN-FACT
T FOR L BOEHNER

May the IRS discuss this return with the preparer shown below? See instr.

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

MASSIMO L.
BALLATORI

Preparer's signature

Preparer's signature
Men BLM

Date

Date
6/24/18

Check ☐ self-employed

PTIN

P00637781

Firm's name ► MORRIS & MCVEIGH LLP

Firm's EIN ► 13-5519786

Firm's address ► 767 THIRD AVENUE
NEW YORK, NY 10017

Phone no (212) 418-0500

BROWNINGTON FOUNDATION, INC.

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	400 SHS COSTCO WHOLESALE CORP	P	08/05/05	05/18/17
b	400 SHS JOHNSON & JOHNSON	P	12/02/95	05/18/17
c	400 SHS LOWES COS INC	P	10/26/11	05/18/17
d	.29 SH TRISURA GROUP LTD	P	01/06/10	05/30/17
e	35 SHS TRISURA GROUP LTD	P	01/06/10	06/28/17
f	101 SH ALPHABET INS CL C	P	06/11/12	12/06/17
g	200 SHS DOVER CORP	P	06/30/03	12/18/17
h	1,000 SHS MICROSOFT CORP	P	05/02/14	12/06/17
i	1,000 SHS NESTLE A SPDR ADR REPSTG REG SH	P	05/11/07	12/18/17
j	200 SHS PROCTOR & GAMBLE CO	P	05/22/98	12/18/17
k	400 SHS WAL MART STORES INC	P	05/13/11	12/18/17
l	10,000 SHS LEVEL 3 COMMUNICATIONS INC	P	01/06/10	11/01/17
m	CASH RECEIVED ON MERGER OF LEVEL 3 COMMUNICATIONS	P	01/06/10	11/01/17
n				
o				

(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 68,235.		17,655.	50,580.
b 50,943.		8,650.	42,293.
c 33,665.		8,618.	25,047.
d 5.		2.	3.
e 561.		155.	406.
f 102,171.		28,821.	73,350.
g 19,808.		5,020.	14,788.
h 82,068.		35,338.	46,730.
i 85,258.		39,604.	45,654.
j 18,494.		8,308.	10,186.
k 39,143.		21,644.	17,499.
l 536,291.		271,291.	265,000.
m 265,000.		265,000.	0.
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			50,580.
b			42,293.
c			25,047.
d			3.
e			406.
f			73,350.
g			14,788.
h			46,730.
i			45,654.
j			10,186.
k			17,499.
l			265,000.
m			0.
n			
o			

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	591,536.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
AUSTEN-RIGGS CENTER 25 MAIN STREET PO BOX 962 STOCKBRIDGE, MA 01262	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
BERKSHIRE TACONIC FOUNDATION STOCKBRIDGE LAND TRUST 800 NORTH MAIN STREET P.O. BOX 400 SHEFFIELD, MA 01257	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
BREARLEY SCHOOL, THE 610 EAST 83RD STREET NEW YORK, NY 10028	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	13,000.
CENTER FOR TRADITIONAL MUSIC AND DANCE 32 BROADWAY NEW YORK, NY 10004	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
CENTRAL PARK CONSERVANCY 14 EAST 60TH STREET NEW YORK, NY 10022	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
CHINA INSTITUTE IN AMERICA 125 EAST 65TH STREET NEW YORK, NY 10065	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	6,500.
CITY SQUASH P.O. BOX FORDHAM STATION NEW YORK, NY 10458	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,000.
COLUMBIA UNIVERSITY (CHARLES RUFF FUND) 435 WEST 116TH STREET NEW YORK, NY 10027	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
CONNECTICUT COLALITION TO END HOMELESSNESS, THE 257 LAWRENCE STREET HARTFORD, CT 06106	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	4,000.
DEERFILED ACADEMY P.O. BOX 306 DEERFIELD, MA 01342	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
Total from continuation sheets				471,500.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
DOCTORS WITHOUT BORDERS 333 SEVENTH AVENUE NEW YORK, NY 10001	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
EMMA WILLARD SCHOOL 285 PAWLING AVENUE TROY, NY 12180	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,500.
EPISCOPAL RELIEF & DEVELOPMENT P.O. BOX 7058 MERRIFIELD, VA 22116	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	7,500.
FEEDING AMERICA P.O. BOX 96749 WASHINGTON, DC 20090	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
FISHER HOUSE FOUNDATION INC 111 ROCKVILLE PIKE ROCKVILLE, MD 20850	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	3,000.
FRENCH AMERICAN FOUNDATION, THE 28 WEST 44TH STREET NEW YORK, NY 10036	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
GREEN BELT MOVEMENT 165 COURT STREET BROOKLYN, NY 11201	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
GROTON OPEN SPACE ASSOCIATION P.O. BOX 9187 GROTON, CT 06340	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,000.
GROTON PUBLIC LIBRARY 52 NEWTOWN ROAD GROTON, CT 06340	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	10,000.
HOMES FOR OUR TROOPS 6 MAIN STREET TAUNTON, MA 02780	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	3,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
HUMAN RIGHTS CAMPAIGN FOUNDATION 1640 RHODE ISLAND AVENUE NW WASHINGTON, DC 20036	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	500.
INNOCENCE PROJECT 40 WORTH STREET NEW YORK, NY 10013	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	3,000.
JAMES MERRILL HOUSE 107 WATER STREET STONINGTON, CT 06378	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,000.
KAUFMAN MUSIC CENTER 129 WEST 67TH STREET NEW YORK, NY 10023	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
LOOMIS SCHOOL THE 4 BATCHELDER ROAD WINDSOR, CT 06095	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
LYMAN ALLYN ART MUSEUM 625 WILLIAMS STREET NEW LONDON, CT 06320	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,000.
MASSACHUSETTS AUDUBON SOCIETY 208 SOUTH GREAT ROAD LINCOLN, MA 01773	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	500.
MAURICE C. LA GRUA FOUNDATION, INC. P.O. BOX 342 STONINGTON, CT 06378	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,000.
MIDDLEBURY COLLEGE 5 COURT STREET MIDDLEBURY, VA 05753	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	11,000.
MYSTIC AREA SHELTER & HOSPITALITY, INC 119 HIGH STREET MYSTIC, CT 06355	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	4,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
MYSTIC GARDEN CLUB P.O. BOX 326 WEST MYSTIC, CT 06388	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	3,000.
MYSTIC SEAPORT MUSEUM, INC 75 GREENMANVILLE AVE, BOX 6000 MYSTIC, CT 06355	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
NATIONAL OUTDOOR LEADERSHIP SCHOOL 284 LINCOLN STREET LANDER, WY 82520	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	500.
NEW YORK PUBLIC RADIO 160 VARICK STREET NEW YORK, NY 10013	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	10,000.
NEW ENGLAND SCIENCE & SAILING FOUNDATION P.O. BOX 733, 70 WATER STREET STONINGTON, CT 06378	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	50,000.
NEW YORK PRESBYTERIAN HOSPITAL CORNELL 525 EAST 68TH STREET NEW YORK, NY 10021	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
NEW YORK PRESBYTERIAN HOSPITAL FUND FOR MEDICINE 525 EAST 68TH STREET NEW YORK, NY 10065	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
NOANK GROUP HOMES & SUPPORT SERVICES, INC. 306 THAMES STREET GROTON, CT 06340	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	4,000.
OVARIAN CANCER RESEARCH FUND 14 PENNSYLVANIA PLAZA NEW YORK, NY 10122	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,750.
PLANNED PARENTHOOD P.O. BOX 96735 WASHINGTON, DC 20077-7525	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	10,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
PREP FOR PREP 328 WEST 71ST STREET NEW YORK, NY 10023	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,750.
PRINCETON UNIVERSITY P.O. BOX 46 PRINCETON, NJ 08543	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
PRINCETON CHILD DEVELOPMENT INSTITUTE 300 COLD SOIL ROAD PRINCETON, NJ 08540	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
PRINCETON DAY SCHOOL 650 GREAT ROAD PRINCETON, NJ 08540	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
PRINCETON HOSPICE PROGRAM 3626 US ROUTE ONE PRINCETON, NJ 08540	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
QUEBEC LABRADOR FOUNDATION 55 SOUTH MAIN STREET IPSWICH, MA 01938	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	55,000.
RIDING FOR THE DISABLED WEST FIRBOGS, PITCAPLE INVERURIE, UNITED KINGDOM	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	7,000.
RIVER FRONT CHILDRENS CENTER 476 THAMES STREET GROTON, CT 06340	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	22,000.
ROBERT COLLEGE OF ISTANBUL 520 EIGHT AVENUE NORTH TOWER NEW YORK, NY 10018	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
SAVE THE CHILDREN 501 KINGS HIGHWAY EAST FAIRFIELD, CA 06825	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
SEA TURTLE RESTORATION PROJECT P.O. BOX 370 FOREST KNOLLS, CA 94933	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
SIERRA CLUB 1350 BROADWAY NEW YORK, NY 10018	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
SLOAN-KETTERING CANCER CENTER 633 THIRD AVENUE NEW YORK, NY 10017	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
SOUTHEAST MISSOURI UNIVERSITY FOUNDATION ACADEMIC HALL ONE UNIVERSITY PLAZA CAPE GIRARDEAU, MO 63701	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
SQUASH SMARTS 3890 NORTH 10TH. STREET PHILADELPHIA, PA 19140	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
ST BERNARD'S SCHOOL 4 EAST 98TH STREET NEW YORK, NY 10029	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	500.
STONNINGTON HISTORICAL SOCIETY 40 PALMER STREET STONINGTON, CT 06378	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,000.
STOWE PERFORMING ARTS P.O. BOX 302 STOWE, VT 05672	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,000.
STOWE RESCUE SQUAD P.O. BOX 291 STOWE, VT 05672	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,000.
TAFT SCHOOL ANNUAL FUND, THE 110 WOODBURY ROAD WATERTOWN, CT 06795	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
TAFT SCHOOL, THE 110 WOODBURY ROAD WATERTOWN, CT 06795	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	3,000.
TEACH FOR AMERICA 519 EIGHT AVENUE NEW YORK, NY 10018	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	2,000.
TRAINING INSTITUTE FOR MENTAL HEALTH 115 WEST 27TH STREET NEW YORK, NY 10001	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
TRICKEL UP PROGRAM INC 104 WEST 27TH STREET NEW YORK, NY 10001	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
UNIVERSITY OF MASSACHUSETTS SCHOOL OF ENGINEERING 134 HICKS WAY AMHERST, MA 01003	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
VERMONT SKI MUSEUM P.O. 1511 STOWE, VT 05672	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
WELLESLEY COLLEGE 106 BATCHELDER ROAD WINDSOR, CT 06095	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
WESTMISTER CHOIR COLLEGE 101 WALNUT LANE PRINCETON, NJ 08540	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	10,000.
WILLIAM ALANSON WHITE INSTITUTE 20 WEST 74TH STREET NEW YORK, NY 10023	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	8,000.
WNYC RADIO 160 VARICK STREET NEW YORK, NY 10013	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
WORLD LEARNING INC 1 KIPLING ROAD, P.O. BOX 676 BRATTLEBORO, VT 05302	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	6,000.
YALE ALUMNI FUND 265 CHURCH STREET NEW HAVEN, CT 06521	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	10,000.
YALE LAW SCHOOL P.O. BOX 208341 NEW HAVEN, CT 06520	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	10,000.
YALE UNIVERSITY STERLING LIBRARY P.O. BOX 2038 NEW HAVEN, CT 06521	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	20,000.
YALE UNIVERSITY YALE COMMUNITY ROWING P.O. BOX 2038 NEW HAVEN, CT 06521	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
YALE UNIVERSITY- YALE CHILD STUDY CENTER P.O. BOX 207900 NEW HAVEN, CT 06520	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
YELLOWSTONE PARK FOUNDATION 222 EAST MAIN STREET BOZEMAN, MT 59715	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	500.
NAUSEA 555 EIGHT AVENUE SUIT 1102 NEW YORK, NY 10018	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	5,000.
THE SKY'S THE LIMIT FUND SOBRATO CENTER FOR NONPROFIT 510A VALLEY WAY MILPITAS, CA 95035	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	1,000.
THE PUTNEY SCHOOL ANNUAL FUND 418 HOUGHTON BROOK ROAD PUTNEY, VT 05346	NONE	CHARITABLE & EDUCATIONAL	GENERAL FUNDING	20,000.
Total from continuation sheets				

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
THRU FIDUCIARY TRUST - DIVIDENDS	220,559.	0.	220,559.	220,559.	
THRU FIDUCIARY TRUST - INTEREST	1,223.	0.	1,223.	1,223.	
TO PART I, LINE 4	221,782.	0.	221,782.	221,782.	

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
THE BLACKSTONE GROUP L.P.	0.	3,288.	
THE BLACKSTONE GROUP L.P.	0.	506.	
THE BLACKSTONE GROUP L.P.	0.	18,465.	
THE BLACKSTONE GROUP L.P.	0.	51.	
TOTAL TO FORM 990-PF, PART I, LINE 11	0.	22,310.	

FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MORRIS & MCVEIGH LLP, LEGAL FEE	10,000.	5,000.		5,000.
TO FM 990-PF, PG 1, LN 16A	10,000.	5,000.		5,000.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MORRIS & MCVEIGH LLP, TAX PREP.	7,025.	3,513.		3,512.
TO FORM 990-PF, PG 1, LN 16B	7,025.	3,513.		3,512.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVISORY FEES	33,262.	16,631.		16,631.
TO FORM 990-PF, PG 1, LN 16C	33,262.	16,631.		16,631.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	0.	52.		52.
IRS - EXCISE TAX	8,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	8,000.	52.		52.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NYS DEPT OF LAW - FILING FEE	250.	125.		125.
DELAWARE ANNUAL FEE	391.	196.		195.
THE BLACKSTONE GROUP L.P. ADR FEES	0.	159.		159.
	45.	23.		22.

ADMINISTRATION FEES	144.	72.	72.
TO FORM 990-PF, PG 1, LN 23	830.	575.	573.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 8

DESCRIPTION	AMOUNT
INTERPEACE 2016 GRANT - STOP PAYMENT	5,000.
NEW YORK PRESBYTERIAN HOSPITAL FUND 2016 GRANT- STOP PAYMENT	5,000.
TOTAL TO FORM 990-PF, PART III, LINE 3	10,000.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK -SEE SCHEDULE	5,541,368.	10,076,316.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,541,368.	10,076,316.