

Form **990-PF**Department of the Treasury
Internal Revenue Service

EXTENDED TO MAY 15, 2019

Return of Private Foundation

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

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

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning **JUL 1, 2017**, and ending **JUN 30, 2018**

Name of foundation THE POWERS FAMILY FOUNDATION C/O RAICH ENDE MALTER & CO LLP		A Employer identification number 13-3637704
Number and street (or P O box number if mail is not delivered to street address) 1375 BROADWAY, 15TH FLOOR	Room/suite	B Telephone number 212-944-4433
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10018		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) \$ 12,820,627.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I 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		1,784.	1,784.		STATEMENT 1
4 Dividends and interest from securities		300,845.	300,845.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		453,803.			
b Gross sales price for all assets on line 6a		1,571,074.			
7 Capital gain net income (from Part IV, line 2)			453,803.		
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		-102.	-102.		STATEMENT 3
12 Total. Add lines through 11		756,330.	756,330.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		4,500.	2,250.		2,250.
c Other professional fees					
17 Interest					
18 Taxes		9,410.	410.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		65,333.	64,583.		750.
24 Total operating and administrative expenses. Add lines 13 through 23		79,243.	67,243.		3,000.
25 Contributions, gifts, grants paid		570,500.			570,500.
26 Total expenses and disbursements. Add lines 24 and 25		649,743.	67,243.		573,500.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		106,587.			
b Net investment income (if negative, enter -0-)			689,087.		
c Adjusted net income (if negative, enter -0-)				N/A	

THE POWERS FAMILY FOUNDATION

Form 990-PF (2017)

C/O RAICH ENDE MALTER & CO LLP

13-3637704

Page **2**

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	201,216.	183,438.	183,438.
	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	7,933,694.	7,829,055.	8,140,592.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10		2,866,410.	3,095,267.	4,496,597.
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)		11,001,320.	11,107,760.	12,820,627.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	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.		
Foundations that follow SFAS 117, check here ☐				
24 Unrestricted				
25 Temporarily restricted				
26 Permanently restricted				
Foundations that do not follow SFAS 117, check here ☒				
27 Capital stock, trust principal, or current funds	11,001,320.	11,107,760.		
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	11,001,320.	11,107,760.		
31 Total liabilities and net assets/fund balances	11,001,320.	11,107,760.		

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	11,001,320.
2 Enter amount from Part I, line 27a	2	106,587.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	11,107,907.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	147.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,107,760.

Form **990-PF** (2017)

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 STATEMENTS			
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 1,571,074.		1,117,271.	453,803.

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			453,803.

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	453,803.
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	477,000.	12,261,237.	.038903
2015	550,500.	11,848,369.	.046462
2014	1,157,280.	12,508,902.	.092517
2013	701,731.	12,877,125.	.054494
2012	600,078.	11,844,881.	.050661

2 Total of line 1, column (d)	2	.283037
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	.056607
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	12,815,793.
5 Multiply line 4 by line 3	5	725,464.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,891.
7 Add lines 5 and 6	7	732,355.
8 Enter qualifying distributions from Part XII, line 4	8	573,500.

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

THE POWERS FAMILY FOUNDATION
C/O RAICH ENDE MALTER & CO LLP

Form 990-PF (2017)

13-3637704

Page 4

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	13,782.
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	13,782.
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	13,782.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a 12,962.		
b Exempt foreign organizations - tax withheld at source	6b 0.		
c Tax paid with application for extension of time to file (Form 8868)	6c 14,620.		
d Backup withholding erroneously withheld	6d 0.		
7 Total credits and payments. Add lines 6a through 6d		7	27,582.
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	13,800.
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax 13,800. Refunded 0.		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?	1a	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.	1b	X
c Did the foundation file Form 1120-POL for this year?	1c	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.	2	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	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	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?	6	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	7	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	8b	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	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

2

Form 990-PF (2017)

THE POWERS FAMILY FOUNDATION
C/O RAICH ENDE MALTER & CO LLP

13-3637704

Page 5

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 N/A	X	
14 The books are in care of RAICH ENDE MALTER & CO LLP Telephone no. 212-944-4433 Located at 1375 BROADWAY, 15TH FLOOR, NEW YORK, NY ZIP+4 10018		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A		
16 At any time during calendar year 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	N/A	
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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? If "Yes," list the years	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 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.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

Form 990-PF (2017)

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
JOHN J. POWERS	TRUSTEE - AS	NEEDED		
49 OX PASTURE ROAD	0.00	0.	0.	0.
SOUTHAMPTON, NY 11968				
LINDA E. POWERS	TRUSTEE - AS	NEEDED		
49 OX PASTURE ROAD	0.00	0.	0.	0.
SOUTHAMPTON, NY 11968				
CHARLES A. DAVIS	TRUSTEE - AS	NEEDED		
49 OX PASTURE ROAD	0.00	0.	0.	0.
SOUTHAMPTON, NY 11968				

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

THE POWERS FAMILY FOUNDATION
C/O RAICH ENDE MALTER & CO LLP

Form 990-PF (2017)

13-3637704 Page 7

Part VIII 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."

(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 PLEASE NOTE, THE FOUNDATION IS NOT INVOLVED IN ANY DIRECT CHARITABLE ACTIVITIES. ITS PRIMARY PURPOSE IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS EXEMPT UNDER INTERNAL REVENUE CODE SECTION 501 (C)(3).	0.
2	0.
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.

Form 990-PF (2017)

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	12,866,751.
b	Average of monthly cash balances	1b	144,206.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	13,010,957.
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	13,010,957.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	195,164.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,815,793.
6	Minimum investment return. Enter 5% of line 5	6	640,790.

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	640,790.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	13,782.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	13,782.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	627,008.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	627,008.
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	627,008.

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	573,500.
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	573,500.
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	573,500.

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.

THE POWERS FAMILY FOUNDATION
C/O RAICH ENDE MALTER & CO LLP

Form 990-PF (2017)

13-3637704 Page 9

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				627,008.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			45,898.	
b Total for prior years.		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: ▶ \$ 573,500.				
a Applied to 2016, but not more than line 2a			45,898.	
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				527,602.
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:	0.			
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 instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				99,406.
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	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				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]

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

THE POWERS FAMILY FOUNDATION
C/O RAICH ENDE MALTER & CO LLP

Form 990-PF (2017)

13-3637704 Page 11

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				
BOSTON COLLEGE 140 COMMONWEALTH AVENUE CHESTNUT HILL, MA 02467	N/A	EXEMPT	SEE STATEMENT #7	412,500.
CHURCH OF SACRED HEARTS OF JESUS AND MARY 168 HILL STREET SOUTHAMPTON, NY 11968	N/A	EXEMPT	SEE STATEMENT #7	22,000.
FIBROLAMELLAR CANCER FOUNDATION 20 HORSENECK LANE GREENWICH, CT 06830	N/A	EXEMPT	SEE STATEMENT #7	10,000.
JONAS VETERANS FOUNDATION 107 EAST 70TH STREET NEW YORK, NY 10021	N/A	EXEMPT	SEE STATEMENT #7	5,000.
MOUNTAIN MISSION SCHOOL 1760 EDGEWATER DRIVE GRUNDY, VA 24614	N/A	EXEMPT	SEE STATEMENT #7	100,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				570,500.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

Form 990-PF (2017)

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

[illegible]

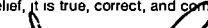
Part XVII Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | | |
|---|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | Yes | No |
| | | | |
| 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.				May the IRS discuss this return with the preparer shown below? See instr. ☒ Yes ☐ No
	 Signature of officer or trustee	11/20/18 Date	TRUSTEE Title		
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	MICHAEL J. ROMEO	MICHAEL J. ROMEO	11/12/18		P00482624
	Firm's name ▶ RAICH ENDE MALTER & CO, LLP			Firm's EIN ▶ 11-2336434	
	Firm's address ▶ 1375 BROADWAY NEW YORK, NY 10018			Phone no 212-944-4433	

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 DYNAMIC EQUITY MANAGERS: PORTFOLIO 2		P	VARIOUS	VARIOUS
b DYNAMIC EQUITY MANAGERS: PORTFOLIO 2		P	VARIOUS	VARIOUS
c 444 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE		P	05/31/17	05/10/18
d 474 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE		P	06/30/17	05/10/18
e 472 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE		P	07/31/17	05/10/18
f 453 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE		P	08/31/17	05/10/18
g 441 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE		P	09/29/17	05/10/18
h 442 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE		P	10/31/17	05/10/18
i 448 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE		P	11/30/17	05/10/18
j 465 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE		P	12/29/17	05/10/18
k 460 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE		P	01/31/18	05/10/18
l 471 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE		P	02/28/18	05/10/18
m 407 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE		P	03/29/18	05/10/18
n 435 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE		P	04/30/18	05/10/18
o 7,800 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHA		P	09/28/10	03/05/18

(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 2,587.			2,587.
b 203,750.			203,750.
c 2,836.		2,947.	-111.
d 3,025.		3,120.	-95.
e 3,009.		3,127.	-118.
f 2,890.		2,985.	-95.
g 2,815.		2,917.	-102.
h 2,821.		2,918.	-97.
i 2,861.		2,942.	-81.
j 2,968.		3,042.	-74.
k 2,937.		3,011.	-74.
l 3,004.		3,032.	-28.
m 2,599.		2,587.	12.
n 2,774.		2,774.	0.
o 50,000.		55,747.	-5,747.

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			2,587.
b			203,750.
c			-111.
d			-95.
e			-118.
f			-95.
g			-102.
h			-97.
i			-81.
j			-74.
k			-74.
l			-28.
m			12.
n			0.
o			-5,747.

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	
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	

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	15,649 SHS - GS HIGH YIELD FUND INSTITUTIONAL SH	P	09/28/10	04/24/18
b	468 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE	P	06/30/16	05/10/18
c	460 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE	P	07/29/16	05/10/18
d	448 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE	P	08/31/16	05/10/18
e	457 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE	P	09/30/16	05/10/18
f	460 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE	P	10/31/16	05/10/18
g	469 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE	P	11/30/16	05/10/18
h	445 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE	P	12/30/16	05/10/18
i	452 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE	P	01/31/17	05/10/18
j	450 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE	P	02/28/17	05/10/18
k	491 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE	P	03/31/17	05/10/18
l	467 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE	P	04/28/17	05/10/18
m	18,728 SHS - GS HIGH YIELD FUND INSTITUTIONAL SH	P	09/28/10	05/10/18
n	4,749 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHA	P	09/29/10	05/10/18
o	679 SHS - GS HIGH YIELD FUND INSTITUTIONAL SHARE	P	11/30/10	05/10/18

(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 100,000.		111,844.	-11,844.
b 2,989.		2,914.	75.
c 2,934.		2,915.	19.
d 2,861.		2,893.	-32.
e 2,913.		2,950.	-37.
f 2,936.		2,973.	-37.
g 2,993.		3,012.	-19.
h 2,838.		2,891.	-53.
i 2,883.		2,969.	-86.
j 2,872.		2,989.	-117.
k 3,133.		3,232.	-99.
l 2,979.		3,086.	-107.
m 119,484.		133,845.	-14,361.
n 30,297.		33,985.	-3,688.
o 4,335.		4,863.	-528.

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			-11,844.
b			75.
c			19.
d			-32.
e			-37.
f			-37.
g			-19.
h			-53.
i			-86.
j			-117.
k			-99.
l			-107.
m			-14,361.
n			-3,688.
o			-528.

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
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

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	671 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	12/31/10	05/10/18
b	660 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	01/31/11	05/10/18
c	676 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	02/28/11	05/10/18
d	726 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	03/31/11	05/10/18
e	717 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	08/31/11	05/10/18
f	728 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	09/30/11	05/10/18
g	653 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	10/31/12	05/10/18
h	674 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	11/30/12	05/10/18
i	208 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	12/12/12	05/10/18
j	671 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	10/31/11	05/10/18
k	706 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	02/28/14	05/10/18
l	666 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	04/29/11	05/10/18
m	1,983 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHA		P	12/12/12	05/10/18
n	690 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	12/31/12	05/10/18
o	682 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	01/31/13	05/10/18

(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	4,279.	4,880.	-601.
b	4,213.	4,871.	-658.
c	4,315.	5,023.	-708.
d	4,630.	5,353.	-723.
e	4,573.	4,958.	-385.
f	4,647.	4,812.	-165.
g	4,164.	4,782.	-618.
h	4,303.	4,955.	-652.
i	1,325.	1,515.	-190.
j	4,284.	4,691.	-407.
k	4,505.	5,117.	-612.
l	4,252.	4,963.	-711.
m	12,649.	14,467.	-1,818.
n	4,400.	5,025.	-625.
o	4,351.	5,011.	-660.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			-601.
b			-658.
c			-708.
d			-723.
e			-385.
f			-165.
g			-618.
h			-652.
i			-190.
j			-407.
k			-612.
l			-711.
m			-1,818.
n			-625.
o			-660.

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	
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	

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	690 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	03/31/14	05/10/18
b	668 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	05/31/11	05/10/18
c	603 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	04/30/14	05/10/18
d	694 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	02/28/13	05/10/18
e	664 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	03/28/13	05/10/18
f	664 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	04/30/13	05/10/18
g	683 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	06/30/11	05/10/18
h	390 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	05/30/14	05/10/18
i	677 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	07/29/11	05/10/18
j	668 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	05/31/13	05/10/18
k	683 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	06/28/13	05/10/18
l	680 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	07/31/13	05/10/18
m	641 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	02/29/12	05/10/18
n	401 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	06/30/14	05/10/18
o	659 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	03/30/12	05/10/18

(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	4,400.	4,984.	-584.
b	4,263.	4,962.	-699.
c	3,849.	4,360.	-511.
d	4,426.	5,097.	-671.
e	4,235.	4,910.	-675.
f	4,239.	4,975.	-736.
g	4,358.	4,984.	-626.
h	2,487.	2,821.	-334.
i	4,318.	4,952.	-634.
j	4,263.	4,949.	-686.
k	4,358.	4,895.	-537.
l	4,338.	4,940.	-602.
m	4,089.	4,593.	-504.
n	2,560.	2,916.	-356.
o	4,206.	4,691.	-485.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			-584.
b			-699.
c			-511.
d			-671.
e			-675.
f			-736.
g			-626.
h			-334.
i			-634.
j			-686.
k			-537.
l			-602.
m			-504.
n			-356.
o			-485.

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	
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	

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	689 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	08/30/13	05/10/18
b	678 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	09/30/13	05/10/18
c	677 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	10/31/13	05/10/18
d	413 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	07/31/14	05/10/18
e	666 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	05/31/12	05/10/18
f	397 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	09/30/14	05/10/18
g	665 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	11/29/13	05/10/18
h	3,745 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHA		P	12/12/13	05/10/18
i	959 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	12/12/13	05/10/18
j	628 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	06/29/12	05/10/18
k	407 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	10/31/14	05/10/18
l	655 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	08/31/12	05/10/18
m	306 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	12/11/14	05/10/18
n	648 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	09/28/12	05/10/18
o	1,465 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHA		P	12/11/14	05/10/18

(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	4,398.	4,954.	-556.
b	4,329.	4,889.	-560.
c	4,317.	4,978.	-661.
d	2,633.	2,941.	-308.
e	4,247.	4,664.	-417.
f	2,536.	2,789.	-253.
g	4,245.	4,895.	-650.
h	23,894.	26,616.	-2,722.
i	6,117.	6,814.	-697.
j	4,008.	4,464.	-456.
k	2,597.	2,876.	-279.
l	4,179.	4,740.	-561.
m	1,952.	2,040.	-88.
n	4,136.	4,731.	-595.
o	9,345.	9,766.	-421.

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			-556.
b			-560.
c			-661.
d			-308.
e			-417.
f			-253.
g			-650.
h			-2,722.
i			-697.
j			-456.
k			-279.
l			-561.
m			-88.
n			-595.
o			-421.

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	
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	

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	439 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	12/31/14	05/10/18
b	422 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	01/30/15	05/10/18
c	398 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	02/27/15	05/10/18
d	405 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	03/31/15	05/10/18
e	420 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	04/30/15	05/10/18
f	421 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	05/29/15	05/10/18
g	435 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	06/30/15	05/10/18
h	446 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	07/31/15	05/10/18
i	459 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	08/31/15	05/10/18
j	473 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	09/30/15	05/10/18
k	463 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	10/30/15	05/10/18
l	484 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	11/30/15	05/10/18
m	498 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	12/31/15	05/10/18
n	498 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	01/29/16	05/10/18
o	490 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	02/29/16	05/10/18

(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	2,804.	2,956.	-152.
b	2,690.	2,841.	-151.
c	2,540.	2,727.	-187.
d	2,586.	2,757.	-171.
e	2,677.	2,875.	-198.
f	2,688.	2,878.	-190.
g	2,776.	2,907.	-131.
h	2,845.	2,957.	-112.
i	2,926.	2,977.	-51.
j	3,018.	2,962.	56.
k	2,953.	2,963.	-10.
l	3,090.	3,018.	72.
m	3,176.	3,003.	173.
n	3,180.	2,944.	236.
o	3,124.	2,871.	253.

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			-152.
b			-151.
c			-187.
d			-171.
e			-198.
f			-190.
g			-131.
h			-112.
i			-51.
j			56.
k			-10.
l			72.
m			173.
n			236.
o			253.

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

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

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	451 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	03/31/16	05/10/18
b	468 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	04/29/16	05/10/18
c	467 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	05/31/16	05/10/18
d	726 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	12/31/13	05/10/18
e	689 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	01/31/14	05/10/18
f	687 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	11/30/11	05/10/18
g	1,145 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHA		P	12/14/11	05/10/18
h	670 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	12/30/11	05/10/18
i	647 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	01/31/12	05/10/18
j	663 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	04/30/12	05/10/18
k	393 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	08/29/14	05/10/18
l	626 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	07/31/12	05/10/18
m	414 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	11/28/14	05/10/18
n	651 SHS - GS HIGH YIELD FUND	INSTITUTIONAL SHARE		P	10/29/10	05/10/18
o	148.595 SHS - GS U.S. EQUITY	DIVIDEND AND PREMIU		P	06/29/17	05/10/18

(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	2,878.	2,725.	153.
b	2,986.	2,906.	80.
c	2,979.	2,895.	84.
d	4,633.	5,169.	-536.
e	4,397.	4,912.	-515.
f	4,383.	4,656.	-273.
g	7,302.	7,745.	-443.
h	4,276.	4,589.	-313.
i	4,131.	4,549.	-418.
j	4,230.	4,739.	-509.
k	2,508.	2,829.	-321.
l	3,997.	4,515.	-518.
m	2,639.	2,886.	-247.
n	4,151.	4,741.	-590.
o	1,954.	1,886.	68.

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			153.
b			80.
c			84.
d			-536.
e			-515.
f			-273.
g			-443.
h			-313.
i			-418.
j			-509.
k			-321.
l			-518.
m			-247.
n			-590.
o			68.

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
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

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	165.799 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	09/28/17	05/10/18
b	1,118.67 SHS - GS U.S. EQUITY DIVIDEND AND PREMI	P	12/11/17	05/10/18
c	143.888 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	12/22/17	05/10/18
d	169.061 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	03/28/18	05/10/18
e	251.549 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	12/11/17	05/10/18
f	290.764 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	06/27/14	05/10/18
g	296.342 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	09/29/14	05/10/18
h	280.046 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	12/09/14	05/10/18
i	423.377 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	12/09/14	05/10/18
j	1,625.59 SHS - GS U.S. EQUITY DIVIDEND AND PREMI	P	12/09/14	05/10/18
k	288.618 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	03/30/15	05/10/18
l	246.369 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	06/29/15	05/10/18
m	283.422 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	03/30/17	05/10/18
n	271.203 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	09/29/15	05/10/18
o	438.322 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	12/10/15	05/10/18

(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	2,180.	2,172.	8.
b	14,711.	14,699.	12.
c	1,892.	1,892.	0.
d	2,223.	2,142.	81.
e	3,308.	3,305.	3.
f	3,824.	3,419.	405.
g	3,897.	3,506.	391.
h	3,683.	3,288.	395.
i	5,567.	4,970.	597.
j	21,377.	19,084.	2,293.
k	3,795.	3,452.	343.
l	3,240.	2,932.	308.
m	3,727.	3,557.	170.
n	3,566.	2,972.	594.
o	5,764.	4,997.	767.

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			8.
b			12.
c			0.
d			81.
e			3.
f			405.
g			391.
h			395.
i			597.
j			2,293.
k			343.
l			308.
m			170.
n			594.
o			767.

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	
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	

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	1,813.02 SHS - GS U.S. EQUITY DIVIDEND AND PREMI	P	12/10/15	05/10/18
b	353.119 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	12/23/15	05/10/18
c	287.823 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	03/30/16	05/10/18
d	297.923 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	06/29/16	05/10/18
e	270.594 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	09/29/16	05/10/18
f	396.793 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	12/09/16	05/10/18
g	1,743.98 SHS - GS U.S. EQUITY DIVIDEND AND PREMI	P	12/09/16	05/10/18
h	913.086 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	06/28/12	05/10/18
i	955.065 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	09/27/12	05/10/18
j	1,624.65 SHS - GS U.S. EQUITY DIVIDEND AND PREMI	P	12/05/12	05/10/18
k	1,447.94 SHS - GS U.S. EQUITY DIVIDEND AND PREMI	P	12/05/12	05/10/18
l	7,330.63 SHS - GS U.S. EQUITY DIVIDEND AND PREMI	P	12/05/12	05/10/18
m	144.81 SHS - GS U.S. EQUITY DIVIDEND AND PREMIUM	P	12/28/12	05/10/18
n	939.775 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	03/27/13	05/10/18
o	710.836 SHS - GS U.S. EQUITY DIVIDEND AND PREMIU	P	06/27/13	05/10/18

(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	23,841.	20,668.	3,173.
b	4,644.	4,018.	626.
c	3,785.	3,342.	443.
d	3,918.	3,480.	438.
e	3,558.	3,277.	281.
f	5,218.	4,845.	373.
g	22,933.	21,294.	1,639.
h	12,007.	8,839.	3,168.
i	12,559.	9,856.	2,703.
j	21,364.	15,402.	5,962.
k	19,040.	13,726.	5,314.
l	96,398.	69,494.	26,904.
m	1,904.	1,367.	537.
n	12,358.	9,605.	2,753.
o	9,347.	7,521.	1,826.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			3,173.
b			626.
c			443.
d			438.
e			281.
f			373.
g			1,639.
h			3,168.
i			2,703.
j			5,962.
k			5,314.
l			26,904.
m			537.
n			2,753.
o			1,826.

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
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

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	732.823 SHS - GS U.S. EQUITY DIVIDEND AND PREMIUM	P	09/27/13	05/10/18
b	4,310.97 SHS - GS U.S. EQUITY DIVIDEND AND PREMIUM	P	12/05/13	05/10/18
c	1,107.33 SHS - GS U.S. EQUITY DIVIDEND AND PREMIUM	P	12/05/13	05/10/18
d	755.797 SHS - GS U.S. EQUITY DIVIDEND AND PREMIUM	P	12/05/13	05/10/18
e	873.854 SHS - GS U.S. EQUITY DIVIDEND AND PREMIUM	P	03/28/14	05/10/18
f	290.36 SHS - GS U.S. EQUITY DIVIDEND AND PREMIUM	P	12/22/16	05/10/18
g	CAPITAL GAINS DIVIDENDS			
h				
i				
j				
k				
l				
m				
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 9,637.		7,995.	1,642.
b 56,689.		47,033.	9,656.
c 14,561.		12,081.	2,480.
d 9,939.		8,246.	1,693.
e 11,491.		9,770.	1,721.
f 3,818.		3,528.	290.
g 237,259.			237,259.
h			
i			
j			
k			
l			
m			
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			1,642.
b			9,656.
c			2,480.
d			1,693.
e			1,721.
f			290.
g			237,259.
h			
i			
j			
k			
l			
m			
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	453,803.
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

THE POWERS FAMILY FOUNDATION
C/O RAICH ENDE MALTER & CO LLP

13-3637704

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
SHINNECOCK HILLS EDUCATIONAL FUND 200 TUCKAHOE ROAD SOUTHAMPTON, NY 11968	N/A	EXEMPT	SEE STATEMENT #7	1,000.
ST. SIMONS LAND TRUST PO BOX 24615 ST. SIMONS ISLAND, GA 31522	N/A	EXEMPT	SEE STATEMENT #7	2,500.
HARLEM ACADEMY 1330 FIFTH AVENUE NEW YORK, NY 10026	N/A	EXEMPT	SEE STATEMENT #7	2,000.
ATTLEBORO SCHOLARSHIP FOUNDATION 89 NORTH MAIN STREET ATTLEBORO, MA 02703	N/A	EXEMPT	SEE STATEMENT #7	500.
NYU LANGONE HEALTH 25 WEST 4TH STREET, 4TH FL NEW YORK, NY 10012	N/A	EXEMPT	SEE STATEMENT #7	5,000.
COASTAL GEORGIA HISTORICAL SOCIETY 610 BEACHVIEW DRIVE ST. SIMONS ISLAND, GA 31522	N/A	EXEMPT	SEE STATEMENT #7	10,000.
Total from continuation sheets				21,000.

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
GOLDMAN SACHS #251-5	937.	937.	
GOLDMAN SACHS #764-4	847.	847.	
TOTAL TO PART I, LINE 3	1,784.	1,784.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DYNAMIC EQUITY MANAGERS: PORTFOLIO 2	56,512.	0.	56,512.	56,512.	
GOLDMAN SACHS #251-5	252,926.	68,816.	184,110.	184,110.	
GOLDMAN SACHS #764-4	228,666.	168,443.	60,223.	60,223.	
TO PART I, LINE 4	538,104.	237,259.	300,845.	300,845.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
SECTION 988 GAIN/LOSS THRU DYNAMIC EQUITY MANAGERS: PORTFOLIO 2	-102.	-102.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-102.	-102.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,500.	2,250.		2,250.
TO FORM 990-PF, PG 1, LN 16B	4,500.	2,250.		2,250.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	9,000.	0.		0.
FOREIGN TAXES THRU DYNAMIC EQUITY MANAGERS: PORTFOLIO 2	410.	410.		0.
TO FORM 990-PF, PG 1, LN 18	9,410.	410.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	31,253.	31,253.		0.
PORTFOLIO DEDUCTIONS THRU DYNAMIC EQUITY MANAGERS: PORTFOLIO 2	33,330.	33,330.		0.
NYS FILING FEE	750.	0.		750.
TO FORM 990-PF, PG 1, LN 23	65,333.	64,583.		750.

FOOTNOTES	STATEMENT	7
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FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
NON-DEDUCTIBLE EXPENSES THRU DYNAMIC EQUITY MANAGERS: PORTFOLIO 2	147.
TOTAL TO FORM 990-PF, PART III, LINE 5	147.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GS CORE FIXED INCOME FUND	2,054,106.	2,148,757.
GS INVESTMENT GRADE CREDIT FUND	1,500,524.	1,433,150.
GS HIGH YIELD FLOATING RATE FUND	2,069,431.	2,001,823.
GS SMALL CAP VALUE FUND	618,228.	871,813.
WISDOMTREE EUROPE HEDGED EQUITY INDEX FUND	519,806.	577,100.
GS GROWTH OPPORTUNITIES FUND	597,176.	671,036.
GS MID CAP VALUE FUND	469,784.	436,913.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,829,055.	8,140,592.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
DYNAMIC EQUITY II PORTFOLIO - HEDGE	COST	3,095,267.	4,496,597.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,095,267.	4,496,597.
