Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 07-01-2017 , and ending 06-30-2018

Name of foundation
WALTER RICH CHARITABLE FOUNDATION

A Employer identification number
16-1515001

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 22
Room/suite

B Telephone number (see instructions)
(607) 829-2692

City or town, state or province, country, and ZIP or foreign postal code
FRANKLIN, NY 13775

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 1,890,394

J Accounting method ☐ Cash ☑ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	596,326			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	5	5		
	4	Dividends and interest from securities	8,350	8,350		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	18,207			
	b	Gross sales price for all assets on line 6a 236,234				
	7	Capital gain net income (from Part IV, line 2)		18,584		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	622,888	26,939		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	5,316	5,316		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)				
	19	Depreciation (attach schedule) and depletion	29,004			
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	250			250
	24	**Total operating and administrative expenses.** Add lines 13 through 23	34,570	5,316		250
	25	Contributions, gifts, grants paid	3,000			3,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	37,570	5,316		3,250
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	585,318			
	b	**Net investment income** (if negative, enter -0-)		21,623		
	c	**Adjusted net income**(if negative, enter -0-)				

Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing	67,274	16,675	16,674
2	Savings and temporary cash investments			
3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)		135,355	135,355
b	Investments—corporate stock (attach schedule)		302,714	302,714
c	Investments—corporate bonds (attach schedule)		122,819	122,819
11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)		90,303	90,303
14	Land, buildings, and equipment basis ▶ 1,181,358 Less accumulated depreciation (attach schedule) ▶ 341,671	868,691	839,687	839,687
15	Other assets (describe ▶)	382,842	382,842	382,842
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,318,807	1,890,395	1,890,394
Liabilities				
17	Accounts payable and accrued expenses	250	500	
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities**(add lines 17 through 22)	250	500	
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	1,318,557	1,639,895	
25	Temporarily restricted			
26	Permanently restricted		250,000	
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	1,318,557	1,889,895	
31	**Total liabilities and net assets/fund balances** (see instructions)	1,318,807	1,890,395	

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	1,318,557
2	Enter amount from Part I, line 27a	2	585,318
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,903,875
5	Decreases not included in line 2 (itemize) ▶	5	13,980
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,889,895

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
	(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) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	18,584
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016		1,313,306	
2015	237,527	1,324,678	0 17931
2014	27,740	181,684	0 15268
2013	50,101	192,211	0 26066
2012	31,933	43,805	0 72898

2	**Total** of line 1, column (d)	2	1 321629
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 264326
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	463,700
5	Multiply line 4 by line 3	5	122,568
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	216
7	Add lines 5 and 6	7	122,784
8	Enter qualifying distributions from Part XII, line 4 , ...	8	3,250

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	432
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	432
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	432
6	Credits/Payments				
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a			
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	432
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶	**Refunded** ▶		11	

Part VII-A **Statements Regarding Activities**

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶JOHN CAMPBELL Telephone no ▶(607) 829-2692

Located at ▶PO BOX 22 FRANKLIN NY ZIP+4 ▶13775

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

			Yes	No
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2017 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017).*	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		No

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

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

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

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

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 Own building located Main Street, Franklin, NY and collections used by Franklin Railroad & Community Museum which is a 501c(3)organization	0
2 Distributions from endowment fund to provide support to Franklin Railroad & Community Museum	3,000
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities.		1a	415,641
b	Average of monthly cash balances.		1b	55,120
c	Fair market value of all other assets (see instructions).		1c	0
d	**Total** (add lines 1a, b, and c).		1d	470,761
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e 0		
2	Acquisition indebtedness applicable to line 1 assets.		2	
3	Subtract line 2 from line 1d.		3	470,761
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).		4	7,061
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	463,700
6	**Minimum investment return.** Enter 5% of line 5.		6	23,185

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	23,185
2a	Tax on investment income for 2017 from Part VI, line 5.	2a 432		
b	Income tax for 2017 (This does not include the tax from Part VI).	2b		
c	Add lines 2a and 2b.		2c	432
3	Distributable amount before adjustments Subtract line 2c from line 1.		3	22,753
4	Recoveries of amounts treated as qualifying distributions.		4	
5	Add lines 3 and 4.		5	22,753
6	Deduction from distributable amount (see instructions).		6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.		7	22,753

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	3,250
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,250
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	3,250

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					22,753
2 Undistributed income, if any, as of the end of 2017					
a Enter amount for 2016 only.					
b Total for prior years 20___, 20___, 20___					
3 Excess distributions carryover, if any, to 2017					
a From 2012.	31,933				
b From 2013.	40,490				
c From 2014.	18,656				
d From 2015.	171,293				
e From 2016.	65,665				
f **Total** of lines 3a through e.		328,037			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 3,250					
a Applied to 2016, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2017 distributable amount.					3,250
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2017 *(If an amount appears in column (d), the same amount must be shown in column (a))*		19,503			19,503
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		308,534			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.					
d Subtract line 6c from line 6b Taxable amount —see instructions					
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions					
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)					
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) . . .		12,430			
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a		296,104			
10 Analysis of line 9					
a Excess from 2013. . . .	40,490				
b Excess from 2014. . . .	18,656				
c Excess from 2015. . . .	171,293				
d Excess from 2016. . . .	65,665				
e Excess from 2017. . . .					

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

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*				
FRANKLIN RAILROAD MUSEUM PO BOX 22 FRANKLIN, NY 13753	AFFILIATE	PC	OPERATING EXPENSES FOR THE MUSEUM	3,000
Total . . . . ▶ **3a**				3,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	5	
4 Dividends and interest from securities			14	8,350	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	18,207	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				26,562	

13 Total. Add line 12, columns (b), (d), and (e) 13 26,562

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship
FRANKLIN RR & COMM MUSEUM	501c(3)	Foundation provides building and collections and also established an endowment fund for organizations operations

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
******	2018-11-15	******

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
MARY E MANZANERO				P01082883

Firm's name ▶ Mostert Manzanero & Scott LLP — Firm's EIN ▶15-0625503

Firm's address ▶ 4 Associate Dr Oneonta, NY 13820 — Phone no (607) 432-8700

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
4 AUTODESK INC DELAWARE	D	2017-07-01	2017-07-21
1 BROADCOM LTD SHS	D	2017-07-01	2017-07-21
1 CITIGROUP INC NEW	D	2017-07-01	2017-07-21
1 QUEST DIAGNOSTICS	D	2017-07-01	2017-07-24
4 COCA COLA	D	2017-07-01	2017-07-20
20 REYNOLDS AMERICAN	D	2017-07-01	2017-07-25
1 DOMINION ENERGY INC	D	2017-07-01	2017-07-24
7 EXXON MOBIL	D	2017-07-01	2017-07-28
5 SCHLUMBERGER LTD	D	2017-07-01	2017-07-21
3000 GOLDMAN SACHS GRP	D	2017-07-01	2017-07-25

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
439		234	205
253		141	112
66		44	22
109		76	33
179		181	-2
1,317		994	323
230		213	17
560		620	-60
340		377	-37
3,021		3,010	11

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			205
			112
			22
			33
			-2
			323
			17
			-60
			-37
			11

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 JOHNSON & JOHNSON	D	2017-07-01	2017-07-20
BRITISH AMER TOB SPON ADR	D	2017-07-01	2017-07-25
FNMA	D	2017-07-01	2017-07-11
3000 ALLERGAN FUND	D	2017-07-01	2017-08-29
3000 AMERICAN EXPRESS	D	2017-07-01	2017-10-31
2 BECTON DICKINSON & CO	D	2017-07-01	2017-11-01
BRIGHTHOUSE FINL INC	D	2017-07-01	2017-08-04
1 CITIGROUP INC NEW	D	2017-07-01	2017-09-19
30 COCA COLA	D	2017-07-01	2018-01-01
5 COMCAST CORP	D	2017-07-01	2017-08-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
137		113	24
36		36	
2,994		3,008	-14
3,010		3,010	
3,017		3,035	-18
417		356	61
21		18	3
71		44	27
1,383		1,357	26
198		153	45

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			24
			-14
			-18
			61
			3
			27
			26
			45

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
2 COMCAST CORP	D	2017-07-01	2017-08-03
4 DOLLAR GEN CORP	D	2017-07-01	2017-09-05
4 DOW CHEMICAL	D	2017-07-01	2017-08-15
5 DOWDUPONT INC	D	2017-07-01	2017-09-01
1 EXELON CORP	D	2017-07-01	2017-08-03
4 EXXON MOBIL	D	2017-07-01	2017-09-05
2000 FNMA	D	2017-07-01	2017-11-14
13 GAP INC	D	2017-07-01	2017-08-01
21 GENERAL ELEC CAP CORP	D	2017-07-01	2017-10-11
8 HASBRO INC	D	2017-07-01	2017-08-18

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
79		61	18
300		332	-32
254		204	50
343		255	88
38		36	2
308		356	-48
2,008		2,018	-10
308		279	29
483		632	-149
767		678	89

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			18
			-32
			50
			88
			2
			-48
			-10
			29
			-149
			89

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
3 HOME DEPOT INC	D	2017-07-01	2017-09-19
125 IMMUNOGEN INC	D	2017-07-01	2017-08-03
5 INVESCO LTD	D	2017-07-01	2017-10-12
4 JOHNSON & JOHNSON	D	2017-07-01	2017-12-11
11 KEYCORP NEW	D	2017-07-01	2017-11-08
7 MARATHON OIL	D	2017-07-01	2017-12-01
5 MARATHON PETROLEUM CORP	D	2017-07-01	2017-10-11
4 MICROSOFT CORP	D	2017-07-01	2017-11-08
8 MONDELEZ INTL INC	D	2017-07-01	2017-09-05
2 NEXTERA ENERGY	D	2017-07-01	2017-12-12

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
474		406	68
674		621	53
182		156	26
560		450	110
198		134	64
105		85	20
281		180	101
336		200	136
326		348	-22
315		236	79

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			68
			53
			26
			110
			64
			20
			101
			136
			-22
			79

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 NORTHROP GRUM	D	2017-07-01	2017-12-21
11 OCCIDENTAL PETROEUM	D	2017-07-01	2018-01-11
4 OCCIDENTAL PETROEUM	D	2017-07-01	2017-11-07
4 PRUDENTIAL FINANCIAL	D	2017-07-01	2017-10-01
2 QUALCOMM INC	D	2017-07-01	2017-11-02
2 SUNTRUST	D	2017-07-01	2017-09-05
6 UNILEVER NV NY SH NEW	D	2017-07-01	2017-12-12
1 UNILEVER NV NY SH NEW	D	2017-07-01	2017-09-19
1 UNITED HEALTH GROUP	D	2017-07-01	2017-09-19
6 UNITED HEALTH GROUP	D	2017-07-01	2017-11-09

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
305		213	92
735		836	-101
276		303	-27
432		303	129
111		101	10
108		81	27
350		272	78
113		85	28
117		102	15
1,264		786	478

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			92
			-101
			-27
			129
			10
			27
			78
			28
			15
			478

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
12 WEYERHAEUSER CO	D	2017-07-01	2017-09-29
2 DOWDUPONT INC	D	2017-07-01	2017-11-22
2 TAIWAN SMCN	D	2017-07-01	2017-09-05
10 52 BRITISH AMER TOB SPON ADR	D	2017-07-01	2017-08-17
4000 FHLMC 7/8 10-12-18	D	2018-02-28	2018-06-26
3000 US TSY NOTE 1 5/8 2-15-26	D	2018-02-28	2018-06-26
11 GENERAL MILLS	D	2017-07-01	2018-04-03
2 ALLERGAN PLC SHS	D	2017-07-01	2018-02-26
2 3M COMPANY	D	2017-07-01	2018-02-26
6 AETNA INC	D	2017-07-01	2018-02-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
405		381	24
142		127	15
74		62	12
616		693	-77
3,987		3,975	12
2,747		2,737	10
487		683	-196
330		399	-69
480		337	143
1,068		702	366

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			24
			15
			12
			-77
			12
			10
			-196
			-69
			143
			366

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
28 ALTRIA GROUP	D	2017-07-01	2018-02-26
13 AMER INTL GP INC NEW	D	2017-07-01	2018-02-26
3000 AMERICAN INTL 3 3/4 7-10-25	D	2017-07-01	2018-02-27
6 ANTHEM INC COM	D	2017-07-01	2018-02-26
28 ASTRAZENECA PLC ADS	D	2017-07-01	2018-02-26
3 AUTODESK INC DELAWARE	D	2017-07-01	2018-02-26
2000 BANK OF AMERICA 3 1/2 4-19-26	D	2017-07-01	2018-02-27
5 BIOVERATIV INC	D	2017-07-01	2018-01-22
733 BRIGHTHOUSE FINL INC	D	2017-07-01	2018-02-26
1 BROADCOM LTD SHS	D	2017-07-01	2018-02-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,822		1,762	60
769		714	55
2,978		3,039	-61
1,418		810	608
958		795	163
351		176	175
1,970		2,079	-109
519		201	318
41		31	10
252		141	111

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			60
			55
			-61
			608
			163
			175
			-109
			318
			10
			111

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
2 CA INCORPORATED	D	2017-07-01	2018-02-26
3 CARNIVAL CP NEW PAIRED COM	D	2017-07-01	2018-02-26
3 CHEVRON CORP	D	2017-07-01	2018-01-23
6 CHEVRON CORP	D	2017-07-01	2018-02-26
1 CINCINNATI FINANCIAL OHIO	D	2017-07-01	2018-02-26
12 CISCO SYS INC	D	2017-07-01	2018-02-26
29 CITIGROUP INC NEW	D	2017-07-01	2018-02-26
1 CITRIX SYSTEMS INC	D	2017-07-01	2018-02-26
1 COCA COLA CO	D	2017-07-01	2018-02-26
2000 COMCAST CORP 5 150 3-01-20	D	2017-07-01	2018-02-27

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
71		59	12
205		147	58
394		306	88
698		612	86
77		67	10
532		317	215
2,242		1,272	970
93		64	29
44		45	-1
2,093		2,144	-51

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			12
			58
			88
			86
			10
			215
			970
			29
			-1
			-51

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
36 COMCAST CORP (NEW) CLASS A	D	2017-07-01	2018-02-26
7 CREE RESERACH INC	D	2017-07-01	2018-02-26
2000 CVS HEALTH CORP 1 9 7-20-18	D	2017-07-01	2018-02-27
4 DIAGEO PLC SPON ADR NEW	D	2017-07-01	2018-02-26
4 DOLLAR GEN CORP NEW COM	D	2017-07-01	2018-02-26
1 DOMINION ENERGY INC	D	2017-07-01	2018-01-10
22 ELI LILLY & CO	D	2017-07-01	2018-02-22
2000 ENTERPRISE PROD 3 350 3-15-23	D	2017-07-01	2018-02-27
7 EXELON CORP	D	2017-07-01	2018-02-26
5000 FHLMC 3 3/4 3-27-19	D	2017-07-01	2018-02-27

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,425		1,100	325
255		162	93
1,993		2,006	-13
556		429	127
388		332	56
76		71	5
1,718		1,632	86
1,994		2,049	-55
265		250	15
5,087		5,153	-66

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			325
			93
			-13
			127
			56
			5
			86
			-55
			15
			-66

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
2000 FHLMC MTN 2 3/8 1-13-22	D	2017-07-01	2018-02-28
4 FLUOR CORP NEW	D	2017-07-01	2018-02-26
3000 FNMA 1 1/2 6-22-20	D	2017-07-01	2018-02-27
6000 FNMA 1 5/8 1-21-20	D	2017-07-01	2018-02-27
13 FREEPORT-MCMORAN CLB	D	2017-07-01	2018-02-26
11 FREEPORT-MCMORAN INC	D	2017-07-01	2018-01-17
2000 GECC 5 300 2-11-21	D	2017-07-01	2018-02-27
106 GENERAL ELECTRIC CO	D	2017-07-01	2018-02-26
21 GENERAL MILLS INC	D	2017-07-01	2018-02-23
1 GENL DYNAMICS CORP	D	2017-07-01	2018-01-17

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,983		2,073	-90
233		207	26
2,940		3,026	-86
5,926		6,065	-139
255		155	100
215		131	84
2,111		2,200	-89
1,601		3,184	-1,583
1,145		1,303	-158
209		143	66

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-90
			26
			-86
			-139
			100
			84
			-89
			-1,583
			-158
			66

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
2 GOLDMAN SACHS GRP INC	D	2017-07-01	2018-02-26
8 HESS CORPORATION	D	2017-07-01	2018-02-26
6 HONEYWELL INTERNATIONAL INC	D	2017-07-01	2018-02-26
3000 HSBC HOLDING PLC 4 00 3-30-22	D	2017-07-01	2018-02-27
17 IMMUNOGEN INC	D	2017-07-01	2018-02-26
1 INTEL CORP	D	2017-07-01	2018-02-26
6 INTERNATIONAL PAPER CO	D	2017-07-01	2018-02-26
8 INVESCO LTD	D	2017-07-01	2018-01-24
17 IONIS PHARMACEUTICALS INC	D	2017-07-01	2018-02-26
31 JP MORGAN CHASE & CO	D	2017-07-01	2018-02-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
541		316	225
383		449	-66
936		679	257
3,071		3,146	-75
156		54	102
49		30	19
364		253	111
302		242	60
905		584	321
3,633		1,903	1,730

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			225
			-66
			257
			-75
			102
			19
			111
			60
			321
			1,730

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
2000 JP MORGAN CHASE CO 3 5/8 5-13-24	D	2017-07-01	2018-02-27
21 KEYCORP NEW	D	2017-07-01	2018-02-26
7 KINDER MORGAN INCORP	D	2017-07-01	2018-02-26
19 KROGER CO	D	2017-07-01	2018-02-26
4 L3 TECHNOLOGIES INC COM	D	2017-07-01	2018-02-26
7 LIBERTY INTERACTIVE CORP QVC A	D	2017-07-01	2018-02-26
2 LIBERTY MEDIA C SER A SIRIUSXM	D	2017-07-01	2018-02-26
4 LIBERTY MEDIA C SER C SIRIUSXM	D	2017-07-01	2018-02-26
3000 LOCKHEED MARTIN C 2 1/2 11-23-20	D	2017-07-01	2018-02-27
2 LOCKHEED MARTIN CORP	D	2017-07-01	2018-02-26

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
2,008		2,095	-87
443		255	188
130		119	11
528		640	-112
839		545	294
200		181	19
85		65	20
166		128	38
2,969		3,055	-86
717		479	238

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-87
			188
			11
			-112
			294
			19
			20
			38
			-86
			238

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
6 LOWES COMPANIES INC	D	2017-07-01	2018-02-26
8 MARATHON PETROLEUM CORP	D	2017-07-01	2018-02-26
5 MARSH & MCLENNAN	D	2017-07-01	2018-02-26
3000 MCDONALD CORP 2 3/4 12-09-20	D	2017-07-01	2018-02-27
8 MEDTRONIC PLC SHS	D	2017-07-01	2018-02-26
20 MERCK & CO INC NEW COM	D	2017-07-01	2018-02-26
11 METLIFE INCORPORTED	D	2017-07-01	2018-02-26
17 MICROSOFT CORP	D	2017-07-01	2018-02-26
29 MORGAN STANLEY	D	2017-07-01	2018-02-26
5 MOTOROLA SOLUTIONS INC	D	2017-07-01	2018-02-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
584		451	133
531		286	245
422		337	85
2,994		3,061	-67
656		636	20
1,134		1,065	69
523		422	101
1,608		850	758
1,641		757	884
534		352	182

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			133
			245
			85
			-67
			20
			69
			101
			758
			884
			182

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
4 NATIONAL OILWELL VARCO INC	D	2017-07-01	2018-02-26
5 NEXTERA ENERGY INC	D	2017-07-01	2018-02-26
1 NORFOLK SOUTHERN CORP	D	2017-07-01	2018-02-26
2 NORTHROP GRUMMAN CP (HOLDG CO)	D	2017-07-01	2018-02-26
2 NUANCE COMMUNICATION INC	D	2017-07-01	2018-02-26
14 NUCOR CORPROATION	D	2017-07-01	2018-02-26
30 ORACLE CORP	D	2017-07-01	2018-02-26
1 PAYCHEX INC	D	2017-07-01	2018-02-26
2 PENTAIR PLC	D	2017-07-01	2018-02-26
60 PFIZER INC	D	2017-07-01	2018-02-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
145		134	11
773		591	182
145		89	56
1,058		640	418
33		33	
960		684	276
1,530		1,198	332
67		52	15
145		116	29
2,222		2,007	215

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			11
			182
			56
			418
			276
			332
			15
			29
			215

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 PHILIP MORRIS INTL INC	D	2017-07-01	2018-02-26
2 PRAXAIR INC	D	2017-07-01	2018-01-23
8 PROCTER & GAMBLE CO	D	2017-07-01	2018-02-26
3 PRUDENTIAL FINANCIAL INC	D	2017-07-01	2018-02-26
8 PUBLIC SERVICE ENTERPRISE GP	D	2017-07-01	2018-02-26
4 QUALCOMM INC	D	2017-07-01	2018-02-26
6 QUEST DIAGNOSTICS INC	D	2017-07-01	2018-02-26
68 SEAGATE TECHNOLOGY PLC	D	2017-07-01	2018-02-26
26 SUNCOR ENERGY	D	2017-07-01	2018-02-26
20 SUNTRUST BKS	D	2017-07-01	2018-02-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
106		100	6
318		228	90
671		656	15
330		227	103
403		363	40
267		195	72
621		455	166
3,562		1,290	2,272
903		749	154
1,429		806	623

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			6
			90
			15
			103
			40
			72
			166
			2,272
			154
			623

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
11 TAIWAN SMCNDCTR MFG CO LTD ADR	D	2017-07-01	2018-02-26
17 TE CONNECTIVITY LTD NEW	D	2017-07-01	2018-02-26
2000 TIME WARNER INC 4 3/4 3-29-21	D	2017-07-01	2018-02-27
16 TOTAL SA SPON ADR	D	2017-07-01	2018-02-26
4 TRAVELERS COMPANIES INC COM	D	2017-07-01	2018-02-26
65 TWITTER INC	D	2017-07-01	2018-02-26
19 US BANCORP COM NEW	D	2017-07-01	2018-02-26
5 UNILEVER NV NY SH NEW	D	2017-07-01	2018-02-26
3 UNION PACIFIC CORP	D	2017-07-01	2018-02-26
3 UNITED PARCEL SER INC CLB	D	2017-07-01	2018-01-30

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
487		339	148
1,772		1,005	767
2,091		2,152	-61
933		782	151
569		441	128
2,091		928	1,163
1,054		790	264
273		227	46
419		256	163
385		308	77

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			148
			767
			-61
			151
			128
			1,163
			264
			46
			163
			77

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
7 UNITEDHEALTH GP INC	D	2017-07-01	2018-02-26
3000 US BANCORP 1 950 11-15-18	D	2017-07-01	2018-02-27
4000 US TSY NOTE 1 3/4 11-30-21	D	2017-07-01	2018-02-27
4000 US TRY NOTE 1 3/8 6-30-18	D	2017-07-01	2018-02-27
3000 US TSY NOTE 2 1/4 11-15-25	D	2017-07-01	2018-02-27
2000 US TRY NOTE 2 1/4	D	2017-07-01	2018-02-27
8000 US TSY NOTE 2 3/8 8/15/24	D	2017-07-01	2018-02-27
6000 US TSY NOTE 3 3/8 11-15-19	D	2017-07-01	2018-02-27
3000 VERIZON COMMUN 3 1/2 11-01-24	D	2017-07-01	2018-02-27
3013 VERIZON COMMUNICATIONS	D	2017-07-01	2018-02-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,650		917	733
2,991		3,017	-26
3,884		3,964	-80
3,995		4,008	-13
2,869		3,077	-208
1,913		1,990	-77
7,791		8,310	-519
6,114		6,246	-132
2,973		3,116	-143
1,122		1,170	-48

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			733
			-26
			-80
			-13
			-208
			-77
			-519
			-132
			-143
			-48

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
8 VERTEX PHARMACEUTICALS	D	2017-07-01	2018-02-26
2000 VISA INC 2 800 12-14-22	D	2017-07-01	2018-02-27
149 WEATHERFORD INTERNATIONAL	D	2017-07-01	2018-02-26
36 WELLS FARGO & CO NEW	D	2017-07-01	2018-02-26
3000 WELLS FARGO COMP 3 1/2 3-08-22	D	2017-07-01	2018-02-27
16 WESTERN DIGITAL CORPORATION	D	2017-07-01	2018-02-26
1 3M COMPANY	D	2017-07-01	2018-02-26
2000 ACTAVIS FNDG SCS 3 450 3-15-22	P	2017-08-29	2018-02-27
6 AMER INTL GP INC NEW	P	2017-09-01	2018-02-26
5 ASTRAZENECA PLC ADS	P	2017-07-27	2018-02-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,352		676	676
1,976		2,098	-122
442		856	-414
2,149		1,763	386
3,020		3,114	-94
1,426		596	830
244		192	52
1,998		2,073	-75
355		375	-20
171		144	27

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			676
			-122
			-414
			386
			-94
			830
			52
			-75
			-20
			27

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
13 BP PLC ADS	P	2018-01-30	2018-02-26
267 BRIGHTHOUSE FINL INC	P	2017-07-01	2018-02-26
6 BRITISH AMER TOB SPON ADR	P	2018-01-26	2018-02-26
1 CARDINAL HEALTH INC	P	2018-01-17	2018-02-26
5 CARDINAL HEALTH	P	2018-01-18	2018-02-26
6 CDW CORPORATION	P	2018-02-23	2018-02-26
9 CHARLES SCHWAB NEW	P	2017-10-12	2018-02-26
1 CHEVRON CORP	P	2017-10-24	2018-02-26
4000 CITIGROUP INC 3 520 10-27-28	P	2018-02-02	2018-02-27
11 CRH PLC ADR	P	2017-12-11	2018-02-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
523		567	-44
15		22	-7
374		420	-46
71		73	-2
354		360	-6
440		427	13
480		408	72
114		119	-5
3,864		3,981	-117
383		391	-8

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-44
			-7
			-46
			-2
			-6
			13
			72
			-5
			-117
			-8

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
16 DOWDUPONT INC	P	2017-07-01	2018-02-26
4 DR PEPPER SNAPPLE GROUP INC	P	2017-09-14	2018-02-26
1000 ENTERPRISE PROD 3 350 3-15-23	P	2017-07-01	2018-02-27
2000 FHLMC 3 3/4 3-17-19	P	2017-10-11	2018-02-16
21 FIRSTENERGY CORP	P	2017-10-12	2018-02-26
2000 FNMA 1 1/2 6-22-20	P	2018-01-29	2018-02-27
2000 FNMA 1 5/8 1-21-20	P	2017-07-01	2018-02-27
3000 FNMA 17/8 9-24-26	P	2017-07-11	2018-02-27
2000 FNMA 2 3/8 1-19-23	P	2018-02-16	2018-02-27
1000 GECC 5 300 2-11-21	P	2017-07-01	2018-02-27

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,180		1,008	172
463		368	95
997		1,010	-13
2,035		2,050	-15
706		653	53
1,960		1,969	-9
1,975		2,003	-28
2,726		2,839	-113
1,964		1,970	-6
1,055		1,091	-36

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			172
			95
			-13
			-15
			53
			-9
			-28
			-113
			-6
			-36

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 GENERAL ELECTRIC CO	P	2018-01-19	2018-02-17
2000 GOLDMAN SACHS GRO 2 741 7-24-23	P	2017-07-25	2018-02-27
1 GOLDMAN SACHS GRP INC	P	2017-07-11	2018-02-26
9 HALLIBURTON CO	P	2017-07-21	2018-02-26
5 HESS CORPORATION	P	2017-07-01	2018-02-26
1 HUMANA INC	P	2018-01-26	2018-02-26
19 INTERPUBLIC GORUP OF COS INC	P	2017-10-18	2018-02-26
6 KELLOGG CO	P	2017-11-10	2018-02-26
13 KONNINKLIJKE PHIL EL SP ADR NEW	P	2017-07-01	2018-02-26
29 KONNINKLIJKE PHIL EL SP ADR NEW	P	2017-07-01	2018-02-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
15		16	-1
2,010		2,002	8
270		228	42
434		401	33
239		239	
274		288	-14
463		406	57
413		379	34
511		414	97
550		474	76

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1
			8
			42
			33
			-14
			57
			34
			97
			76

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
15 MATTEL INC	P	2017-08-03	2018-02-26
1 MCKESSON CORP	P	2017-07-01	2018-02-26
2 MEDTRONIC PLC SHS	P	2017-11-02	2018-02-26
6 METLIFE INCORPORTED	P	2017-08-15	2018-02-26
10 NIELSEN HLDGS PLC	P	2017-09-28	2018-02-26
11 NOVO NORDISK A/S ADR	P	2017-10-19	2018-02-26
3000 OCCIDENTIAL PETR 3 4 4-15-26	P	2017-07-28	2018-02-27
4 ORACLE CORP	P	2017-11-08	2018-02-26
3 PFIZER INC	P	2017-10-11	2018-02-26
16 PG&E CORPORATION	P	2017-11-22	2018-02-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
241		285	-44
155		166	-11
164		160	4
285		284	1
337		411	-74
598		556	42
2,950		3,068	-118
204		203	1
111		109	2
658		990	-332

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-44
			-11
			4
			1
			-74
			42
			-118
			1
			2
			-332

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
9 PUBLIC SERVICE ENTERPRISE GP	P	2017-07-01	2018-02-26
7 QUALCOMM INC	P	2017-10-11	2018-02-26
22 ROYAL DUTCH SHELL PLC	P	2017-11-02	2018-02-26
8 SUNCOR ENERGY INC	P	2017-09-06	2018-02-26
8 TAIWAN SMCNDCTR MGT CO LTD ADR	P	2017-07-01	2018-02-26
2 TARGET CORPORATION	P	2017-07-01	2018-02-26
1 TOTAL S A SPON ADR	P	2017-09-07	2018-02-26
2 UNILEVER NV NY SH NEW	P	2017-07-01	2018-02-26
1000 US TRY NOTE 1 3/4 11-30-21	P	2017-07-01	2018-02-27
4000 US TSY NOTE 1 7/8 9-30-22	P	2018-01-29	2018-02-27

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
454		393	61
467		365	102
1,414		1,258	156
278		255	23
354		252	102
153		112	41
58		54	4
109		109	
971		988	-17
3,866		3,945	-79

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			61
			102
			156
			23
			102
			41
			4
			-17
			-79

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1000 US TSY NOTE 2 1/4 11-15-25	P	2017-10-23	2018-02-27
1000 US TSY NOTE 2 3/8 8-15-24	P	2018-01-09	2018-02-27
2000 US TSY NOTE 3 3/8 11-15-19	P	2018-01-29	2018-02-27
3 VERIZON COMM	P	2017-12-01	2018-02-26
Wash Sale			

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
956		996	-40
974		996	-22
2,038		2,053	-15
146		148	-2
			377

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-40
			-22
			-15
			-2

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
JOHN CAMPBELL PO BOX 22 FRANKLIN, NY 13775	President 30 00	0		
TOM WORDEN PO BOX 22 FRANKLIN, NY 13775	Vice President 1 00	0		
KIM HYZER PO BOX 22 FRANKLIN, NY 13775	Secretary 1 00	0		
SUSAN TAGGART PO BOX 22 FRANKLIN, NY 13775	Treasurer 2 00	0		
COLLIN CAMPBELL PO BOX 22 FRANKLIN, NY 13775	Director 1 00	0		

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

TY 2017 Depreciation Schedule

Name: WALTER RICH CHARITABLE FOUNDATION

EIN: 16-1515001

Software ID: 17005038

Software Version: 2017v2.2

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
BUILDING	2001-12-31	110,000	43,836	SL	2 56 %	2,820			
IMPROVEMENTS	2002-03-01	78,157	30,645	SL	2 56 %	2,004			
IMPROVEMENTS	2002-12-01	8,547	3,178	SL	2 56 %	219			
IMPROVEMENTS	2003-07-01	3,900	1,396	SL	2 56 %	100			
IMPROVEMENTS	2004-11-11	9,150	2,950	SL	2 56 %	235			
IMPROVEMENTS	2006-09-15	2,378	658	SL	2 56 %	61			
MUSEUM BUILDING	2008-06-30	755,000	196,810	SL	2 56 %	19,358			
MUSEUM BUILDING	2009-06-30	142,404	29,360	SL	2 56 %	3,651			
MUSEUM BUILDING	2010-06-30	18,350	3,314	SL	2 56 %	470			
MUSEUM BUILDING	2011-06-30	3,354	520	SL	2 56 %	86			

TY 2017 Investments Corporate Bonds Schedule

Name: WALTER RICH CHARITABLE FOUNDATION

EIN: 16-1515001

Software ID: 17005038

Software Version: 2017v2.2

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
DNB MUTUAL FUNDS BONDS	122,819	122,819

TY 2017 Investments Corporate Stock Schedule

Name: WALTER RICH CHARITABLE FOUNDATION

EIN: 16-1515001

Software ID: 17005038

Software Version: 2017v2.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MORGAN STANLEY COMMON STOCKS	98,289	98,289
DNB EQUITIES	204,425	204,425

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491319001288

TY 2017 Investments Government Obligations Schedule

Name:	WALTER RICH CHARITABLE FOUNDATION
EIN:	16-1515001
Software ID:	17005038
Software Version:	2017v2.2
US Government Securities - End of Year Book Value:	135,355
US Government Securities - End of Year Fair Market Value:	135,355
State & Local Government Securities - End of Year Book Value:	
State & Local Government Securities - End of Year Fair Market Value:	

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491319001288

TY 2017 Investments - Other Schedule

Name: WALTER RICH CHARITABLE FOUNDATION

EIN: 16-1515001

Software ID: 17005038

Software Version: 2017v2.2

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MORGAN STANLEY MMF	FMV	6,714	6,714
DNB MM	FMV	4,559	4,559
DNB CERT OF DEPOSIT	FMV	79,030	79,030

TY 2017 Land, Etc. Schedule

Name: WALTER RICH CHARITABLE FOUNDATION

EIN: 16-1515001

Software ID: 17005038

Software Version: 2017v2.2

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Buildings				789,569
Land	50,118		50,118	50,118
Miscellaneous	1,131,240	341,671	789,569	

TY 2017 Other Assets Schedule

Name: WALTER RICH CHARITABLE FOUNDATION

EIN: 16-1515001

Software ID: 17005038

Software Version: 2017v2.2

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
RAILROAD MEMORABILIA COLLECTION	82,603	82,603	
WARWICK RAILCAR	300,239	300,239	

TY 2017 Other Expenses Schedule

Name: WALTER RICH CHARITABLE FOUNDATION

EIN: 16-1515001

Software ID: 17005038

Software Version: 2017v2.2

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NYS CHARITIES FEE	250			250

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491319001288

TY 2017 Other Professional Fees Schedule

Name: WALTER RICH CHARITABLE FOUNDATION

EIN: 16-1515001

Software ID: 17005038

Software Version: 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	5,316	5,316	0	0