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 12-01-2017 , and ending 11-30-2018

Name of foundation
SIMPLE GIFTS FUND

A Employer identification number
16-1512132

Number and street (or P O box number if mail is not delivered to street address)
241 MAIN STREET SUITE 100

Room/suite

B Telephone number (see instructions)
(716) 852-2200

City or town, state or province, country, and ZIP or foreign postal code
BUFFALO, NY 14203

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)*▶$ 1,539,222

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))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	54	54		
	4	Dividends and interest from securities	36,099	36,099		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	33,181			
	b	Gross sales price for all assets on line 6a 804,774				
	7	Capital gain net income (from Part IV, line 2)		33,181		
	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	69,334	69,334		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	4,850	1,212		3,638
	c	Other professional fees (attach schedule)	14,402	14,402		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,061	0		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	277	7		270
	24	**Total operating and administrative expenses.** Add lines 13 through 23	20,590	15,621		3,908
	25	Contributions, gifts, grants paid	65,294			65,294
	26	**Total expenses and disbursements.** Add lines 24 and 25	85,884	15,621		69,202
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-16,550			
	b	**Net investment income** (if negative, enter -0-)		53,713		
	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	18,775	27,294	27,294
	2	Savings and temporary cash investments	58,259	7,395	7,395
	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)			
	b	Investments—corporate stock (attach schedule)	1,539,567	1,504,533	1,504,533
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,616,601	1,539,222	1,539,222
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities**(add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	1,616,601	1,539,222	
	30	**Total net assets or fund balances** (see instructions)	1,616,601	1,539,222	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,616,601	1,539,222	

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	1,616,601
2	Enter amount from Part I, line 27a	2	-16,550
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	1,600,051
5	Decreases not included in line 2 (itemize) ▶	5	60,829
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,539,222

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	33,181
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	86,289	1,544,693	0 055862
2015	62,109	1,468,454	0 042296
2014	77,874	1,560,817	0 049893
2013	66,870	1,570,951	0 042567
2012	63,910	1,488,625	0 042932

2 Total of line 1, column (d)	2	0 233550
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 046710
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	1,591,579
5 Multiply line 4 by line 3	5	74,343
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	537
7 Add lines 5 and 6	7	74,880
8 Enter qualifying distributions from Part XII, line 4	8	69,202

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	1,074
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	1,074
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	1,074
6	Credits/Payments				
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	1,000		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d	0		
7	Total credits and payments Add lines 6a through 6d			7	1,000
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	74
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 ▶ $ 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		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		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶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)

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

Website address ▶N/A

14 The books are in care of ▶HADLEY ASSOCIATES Telephone no ▶(716) 852-2200

Located at ▶241 MAIN STREET SUITE 100 BUFFALO NY ZIP+4 ▶14203

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

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

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?.	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?.	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☑ No			
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		
	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 ▶ 2016 , 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	Yes	
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		
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)

		Yes/No	Line	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)?		**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? *If "Yes," attach the statement required by Regulations section 53 4945–5(d)*	☐ Yes ☐ No			
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? *If "Yes" to 6b, file Form 8870*		**6b**		No
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**		

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
PHYLLIS WENDT PIERCE 19 SAYBROOK PLACE BUFFALO, NY 14209	TRUSTEE 5 00	0	0	0
MEAGHAN E PIERCE-DELANEY-LYNCH 351 EASTERN PARKWAY BROOKLYN, NY 11216	TRUSTEE 1 00	0	0	0
EMILY M PIERCE-DELANEY 52-54 NORTH HOLDEN STREET NORTH ADAMS, MA 01247	TRUSTEE 1 00	0	0	0

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

(a) Name and address of each employee paid more than $50,000	(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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes				
a	Average monthly fair market value of securities.			1a	1,581,510
b	Average of monthly cash balances.			1b	34,306
c	Fair market value of all other assets (see instructions).			1c	0
d	**Total** (add lines 1a, b, and c).			1d	1,615,816
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	1,615,816
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).			4	24,237
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	1,591,579
6	**Minimum investment return.** Enter 5% of line 5.			6	79,579

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	79,579
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	1,074		
b	Income tax for 2017 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	1,074
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	78,505
4	Recoveries of amounts treated as qualifying distributions.			4	0
5	Add lines 3 and 4.			5	78,505
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	78,505

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	69,202
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	69,202
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	69,202

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				78,505
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			72,706	
b Total for prior years 20___ , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 69,202				
a Applied to 2016, but not more than line 2a			69,202	
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.				0
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2017 *(If an amount appears in column (d), the same amount must be shown in column (a))*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			3,504	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				78,505
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2013. . . .				
b Excess from 2014. . . .				
c Excess from 2015. . . .				
d Excess from 2016. . . .				
e Excess from 2017. . . .				

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

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

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 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))

PHYLLIS WENDT PIERCE

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

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

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

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

PHYLLIS WENDT PIERCE
241 MAIN STREET SUITE 100
BUFFALO, NY 14203
(716) 852-2200

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

LETTER DESCRIBING AGENCY PURPOSE, TOTAL COST OF PROJECT, AMOUNT REQUESTED AND COPY OF IRS EXEMPT LETTER

c Any submission deadlines

NONE

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

LIMITED TO PRESELECTED ORGANIZATIONS AND SHALL INCLUDE ONLY RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERACY, OR EDUCATIONAL PURPOSES WITHIN THE MEANING OF THOSE TERMS AS USED IN SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, BUT ONLY SUCH PURPOSES AS ARE PERMITTED UNDER THE LAWS OF THE STATE OF NEW YORK WITH RESPECT TO CHARITABLE TRUSTS

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				65,294
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
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	54	
4 Dividends and interest from securities. . . .			14	36,099	
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	33,181	
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). .		0		69,334	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 69,334

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2019-04-23	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
DANIEL C MARTIN				P01213262
Firm's name ▶ HADLEY & ASSOCIATES				Firm's EIN ▶27-1520087
Firm's address ▶ 241 MAIN STREET SUITE 100 BUFFALO, NY 14203				Phone no (716) 852-2200

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)
1,132 SHS COMM SERVICES SELECT SECTOR SPDR	P	2018-10-16	2018-11-23
193 311 SHS GOLDMAN SACHS ABSOLUTE RETURN TRACKER FUND	P	2017-05-17	2018-11-02
15 SHS INDUSTRIAL SELECT SECTOR SPDR FUND	P	2017-01-25	2018-11-01
4,691 SHS INVESCO QQQ TRUST	P	2016-11-09	2018-11-01
35 SHS ISHARES S&P MIDCAP	P	2011-06-06	2018-11-01
150 SHS ISHARES S&P SMALLCAP	P	2011-10-28	2017-12-13
65,595 49 SHS ISHARES CORE U S AGGREGATE BOND	P	2014-04-09	2018-05-18
1,058 SHS ISHARES INTERM CREDIT BD	P	2011-02-17	2018-07-23
235 SHS ISHARES JP MORGAN USD EMERGING MARKETS	P	2017-11-17	2018-07-02
1,142 SHS ISHARES 1-3 YR CREDIT BD	P	2014-04-09	2015-04-25

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)
49,033		52,242	-3,209
1,850		1,850	0
1,054		949	105
7,015		4,691	2,324
6,421		3,353	3,068
12,060		5,164	6,896
65,123		65,595	-472
112,665		112,905	-240
25,060		26,927	-1,867
118,286		119,957	-1,671

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-3,209
			0
			105
			2,324
			3,068
			6,896
			-472
			-240
			-1,867
			-1,671

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)
100 SHS ISHARES S&P 500 VALUE	P	2017-10-05	2018-11-01
2,399 SHS ISHARES MSCI EUROZONE	P	2017-06-22	2018-06-28
30 SHS ISHARES RUSSELL MIDCAP	P	2013-03-21	2018-11-01
1,650 SHS ISHARES CORE S&P TOTAL US STOCK MARKET	P	2018-06-26	2018-11-23
2,393 327 SHS LOOMIS SAYLES BOND INSTL	P	2017-11-29	2018-05-01
3,102 238 SHS PIONEER STRATEGIC INCOME Y DIVIDEND	P	2017-11-01	2018-06-21
710 660 SHS PGIM FLOATING RATE INCOME FUND Z	P	2017-02-08	2018-11-02
122 SHS SPDR BLOOMBERG BARCLAYS INVEST	P	2018-04-25	2018-11-01
580 SHS SPDR DOUBLELINE TR TACT	P	2016-04-27	2018-08-03
200 SHS FINANCIAL SEL SECT SPDR FUND	P	2012-05-01	2018-11-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
11,012		10,865	147
97,981		89,399	8,582
2,528		1,699	829
99,771		103,307	-3,536
32,529		34,428	-1,899
32,387		34,079	-1,692
7,000		7,064	-64
3,741		3,753	-12
27,428		28,837	-1,409
5,263		2,543	2,720

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	
			147
			8,582
			829
			-3,536
			-1,899
			-1,692
			-64
			-12
			-1,409
			2,720

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)
485 SHS TECHNOLOGY SEL SEC SPDR	P	2014-10-14	2018-06-11
768 SHS VANGUARD FTSE PAC	P	2015-12-22	2018-10-16
CAPITAL GAINS DIVIDENDS	P		

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)
34,934		18,333	16,601
50,718		43,653	7,065
915			915

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			16,601
			7,065
			915

Form 990PF Part XV Line 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*				
ADIRONDACK ARCHITECTURAL HERITAGE 1745 MAIN STREET KEESEVILLE, NY 12944		PUBLIC	GENERAL FUND	250
ADIRONDACK FOUNDATIONPO BOX 288 LAKE PLACID, NY 12946		PUBLIC	CAPACITY BUILDING PROGRAMS	10,000
ADIRONDACK SKY CENTER & OBSERVATORY PO BOX 288 LAKE PLACID, NY 12946		PUBLIC	GENERAL FUND	1,000
Total . . . . ▶ 3a				65,294

Form 990PF Part XV Line 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*				
BUFFALO AND ERIE COUNTY PUBLIC LIBRARY 1 LAFAYETTE SQUARE BUFFALO, NY 14203		PUBLIC	GENERAL FUND	100
BUFFALO ARTS STUDIO 2495 MAIN STREET SUITE 500 BUFFALO, NY 14214		PUBLIC	JUMP START PROGRAM	1,500
CEPA617 MAIN STREET BUFFALO, NY 14203		PUBLIC	THE ODYSSEY WORKSHOPS	750
Total . . . . ▶ **3a**				65,294

Form 990PF Part XV Line 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*				
DIAN FOSSEY GORILLA FUND 800 CHEROKEE AVENUE SE ATLANTA, GA 30315		PUBLIC	GENERAL FUND	500
DOCTORS WITHOUT BORDERS 40 RECTOR STREET NEW YORK, NY 10006		PUBLIC	GENERAL FUND	500
ELMWOOD VILLAGE ASSOCIATION 875 ELMWOOD AVENUE BUFFALO, NY 14222		PUBLIC	HANGING GARDENS	250
Total . . . . ▶ **3a**				65,294

Form 990PF Part XV Line 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*				
ELMWOOD VILLAGE ASSOCIATION 875 ELMWOOD AVENUE BUFFALO, NY 14222		PUBLIC	NATIONAL MAIN ST PROGRAM	1,685
FOOD BANK OF WESTERN NEW YORK 91 HOLT STREET BUFFALO, NY 14206		PUBLIC	GENERAL FUND	250
FOOD BANK OF WESTERN NEW YORK 91 HOLT STREET BUFFALO, NY 14206		PUBLIC	GENERAL FUND	750
Total . . . . ▶ **3a**				65,294

Form 990PF Part XV Line 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*				
FOREST LAWN HERITAGE FOUNDATION 1411 DELAWARE AVENUE BUFFALO, NY 14209		PUBLIC	TREE PLANTING	500
GIRLS EDUCATION COLLABORATIVE 640 ELLICOTT STREET BUFFALO, NY 14203		PUBLIC	IMPACT ALLY GIVING CIRCLE	2,000
HALLWALLS INC341 DELAWARE AVENUE BUFFALO, NY 14202		PUBLIC	ANNUAL FUND	500
Total . . . . ▶ 3a				65,294

Form 990PF Part XV Line 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*				
INTERNATIONAL INSTITUTE OF BUFFALO 864 DELAWARE AVENUE BUFFALO, NY 14209		PUBLIC	GENERAL FUND	750
JERICHO ROAD184 BARTON STREET 1 BUFFALO, NY 14201		PUBLIC	GENERAL FUND	500
JUST BUFFALO LITERACY CENTER 468 WASHINGTON STREET 2 BUFFALO, NY 14203		WRITING CENTER	EDUCATION PROGRAMS	1,000
Total . . . . ▶ **3a**				65,294

Form 990PF Part XV Line 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*				
LIBRARY FOUNDATION OF BUFFALO & ERIE COUNTY 1 LAFAYETTE AVENUE BUFFALO, NY 14203		PUBLIC	GENERAL FUND	500
LOCUST STREET NEIGHBORHOOD ART CLASSES INC 138 LOCUST STREET BUFFALO, NY 14204		PUBLIC	GENERAL FUND	1,000
MAG AMERICA1776 K ST NW SUITE 700 WASHINGTON, DC 20006		PUBLIC	GENERAL FUND	500
Total . . . . ▶ **3a**				65,294

Form 990PF Part XV Line 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*				
MASSACHUSETTS AVENUE PROJECT 271 GRANT STREET BUFFALO, NY 14213		PUBLIC	GROWING GREEN	5,000
NORTH COUNTRY PUBLIC RADIO ST LAWRENCE UNIVERSITY CANTON, NY 13617		PUBLIC	THE FUTURE FUND	2,500
OLMSTED CENTER FOR THE VISUALLY IMPAIRED 1170 MAIN STREET BUFFALO, NY 14209		PUBLIC	PREVOCATIONAL AND FOCUS PROGRAMS	3,000
Total . . . . ▶ **3a**				65,294

Form 990PF Part XV Line 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*				
OXFAM AMERICA 226 CAUSEWAY ST 5TH FLOOR BOSTON, MA 02114		PUBLIC	GENERAL FUND	500
PARK SCHOOL4625 HARLEM ROAD SNYDER, NY 14226		PUBLIC	SCIENCE BUILDING	500
PLANNED PARENTHOOD OF CENTRAL NEW YORK 2697 MAIN STREET BUFFALO, NY 14214		PUBLIC	GENERAL FUND	500
Total . . . . ▶ **3a**				65,294

Form 990PF Part XV Line 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*				
PRESERVATION BUFFALO NIAGARA 617 MAIN STREET BUFFALO, NY 14202		PUBLIC	MARKET ANALYSIS	12,000
THE LIBRARY FOUNDATION OF BUFFALO 1 LAFAYETTE SQUARE BUFFALO, NY 14203		PUBLIC	GENERAL FUND	100
THE WILD CENTER45 MUSEUM DRIVE TUPPER LAKE, NY 12986		PUBLIC	GENERAL FUND	750
Total . . . . ▶ **3a**				65,294

Form 990PF Part XV Line 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*				
TORN SPACE THEATER 612 FILLMORE AVENUE BUFFALO, NY 14212		PUBLIC	RESPONSE FESTIVAL	3,000
UNITED WAY OF BUFFALO AND ERIE COUNTY 742 DELAWARE AVENUE BUFFALO, NY 14209		PUBLIC	GENERAL FUND	1,000
USA FOR UNHCR1310 L ST NW STE 450 WASHINGTON, DC 20005		PUBLIC	GENERAL FUND	1,000
Total . . . . ▶ **3a**				65,294

Form 990PF Part XV Line 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*				
VOICE-BUFFALO 2495 MAIN ST SUITE 547 BUFFALO, NY 14214		PUBLIC	BILT	500
WESTSIDE INTERNATIONAL SOCCER PO BOX 2503 BUFFALO, NY 14240		PUBLIC	GENERAL FUND	300
WNY LAND CONSERVANCYPO BOX 471 EAST AURORA, NY 14052		PUBLIC	GENERAL FUND	750
Total . . . . ▶ **3a**				65,294

Form 990PF Part XV Line 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*				
YOUNG AUDIENCES OF WESTERN NEW YORK 1 LAFAYETTE AVENUE BUFFALO, NY 14203		PUBLIC	GENERAL OPERATING	5,000
YOUNG AUDIENCES OF WESTERN NEW YORK 1 LAFAYETTE AVENUE BUFFALO, NY 14203		PUBLIC	CAPACITY BUILDING	300
YOUNG AUDIENCES OF WESTERN NEW YORK 1 LAFAYETTE AVENUE BUFFALO, NY 14203		PUBLIC	ANNUAL FUND	1,000
Total . . . . ▶ **3a**				65,294

Form 990PF Part XV Line 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*				
YOUNG AUDIENCES WESTERN NEW YORK 1 LAFAYETTE AVENUE BUFFALO, NY 14203		PUBLIC	50TH ANNIVERSARY	2,809
Total . . . . ▶ 3a				65,294

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TY 2017 Accounting Fees Schedule

Name: SIMPLE GIFTS FUND

EIN: 16-1512132

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
HADLEY & ASSOCIATES	4,850	1,212		3,638

TY 2017 Applied to Prior Year Election

Name: SIMPLE GIFTS FUND

EIN: 16-1512132

Election: DURING THE YEAR ENDED NOVEMBER 30, 2017 THE TAXPAYER HAS A DISTRIBUTION DEDUCTION OF $ 87,170 OF WHICH THEY ELECT TO APPLY $ 10,916 TO YEAR ENDED NOVEMBER 30, 2015, $ 72,606 TO YEAR ENDED NOVEMBER 30, 2016 AND THE BALANCE OF $ 3,648 TO YEAR ENDED NOVEMBER 30 2017.

TY 2017 Investments Corporate Stock Schedule

Name: SIMPLE GIFTS FUND

EIN: 16-1512132

Name of Stock	End of Year Book Value	End of Year Fair Market Value
530 SHS. ISHARES CORE S&P MIDCAP ETF	99,529	99,529
1,350 SHS. ISHARES CORE S&P SMALL-CAP ETF	107,055	107,055
3,200 SHS. FINANCIAL SELECT SECTOR SPDR FUND	86,304	86,304
836 SHS. ISHARES RUSSELL MID-CAP VALUE ETF	71,687	71,687
1,340 SHS. TECHNOLOGY SELECT SECTOR SPDR ETF	91,040	91,040
1,900 SHS. ISHARES CORE MSCI EMERGING MARKETS ETF	93,993	93,993
390 SHS. INVESCO QQQ TRUST ETF	66,054	66,054
1,282 SHS. VANGUARD FTSE DEVELOPED MKT ETF	50,959	50,959
400 SHS. ISHARES S&P 500 VALUE ETF	44,964	44,964
452 SHS. INDUSTRIAL SELECT SECTOR SPDR FUND	32,788	32,788
650 SHS. PIMCO ENHANCED SHORT MAT ACTIVE EXCHANGE-TRADED FUND	65,916	65,916
2,963 SHS. PGIM FLOATING RATE INCOME CL Z	28,803	28,803
2,200 SHS. GOLDMAN SACHS ABSOLUTE RETURN TRACKER FUND CL I	21,035	21,035
464 SHS. CONSUMERS STAPLES SELECT SECTOR SPDR FUND ETF	26,105	26,105
621 SHS. HEALTH CARE SELECT SECTOR SPDR FUND ETF	59,535	59,535
366 SHS. ISHARES CORE S&P 500 ETF	101,748	101,748
619 SHS. VANGUARD COMMUNICATION SERVICES ETF	50,145	50,145
2,197 SHS. ISHARES CORE TOTAL USD BOND MKT ETF	107,027	107,027
3,725 SHS. SPDR BLOOMBERG BARCLAYS INVEST GRADE FLOATING RATE ETF	114,022	114,022
615 SHS. SPDR PORTFOLIO INTER TERM CORPORATE BOND ETF	20,209	20,209
5,731 SHS. BLACKROCK STRATEGIC INCOME OPPORTUNITIES	55,075	55,075
3,534 SHS. BLACKROCK TOTAL RETURN FUND	39,197	39,197
2,320 SHS. LOOMIS SAYLES STRATEGIC INCOME FUND CL Y	32,184	32,184
2,831 SHS. PGIM TOTAL RETURN BOND CL Z	39,159	39,159

TY 2017 Other Decreases Schedule

Name: SIMPLE GIFTS FUND

EIN: 16-1512132

Description	Amount
UNREALIZED DEPRECIATION ON SECURITIES	60,829

TY 2017 Other Expenses Schedule

Name: SIMPLE GIFTS FUND

EIN: 16-1512132

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SUNDRY	27	7		20
NYS FILING FEE	250	0		250

TY 2017 Other Professional Fees Schedule

Name: SIMPLE GIFTS FUND

EIN: 16-1512132

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
UBS FINANCIAL SERVICES INC	14,402	14,402		0

TY 2017 Taxes Schedule

Name: SIMPLE GIFTS FUND

EIN: 16-1512132

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2016 FEDERAL EXCISE TAX	61	0		0
2017 FEDERAL EXCISE TAX	1,000	0		0