

EXTENDED TO NOVEMBER 15, 2019

Return of Private Foundation

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

OMB No 1545-0052

2018

Open to Public Inspection

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

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

For calendar year 2018 or tax year beginning

, and ending

Name of foundation THE STATLER FOUNDATION		A Employer identification number 13-1889077
Number and street (or P.O. box number if mail is not delivered to street address) 1207 DELAWARE AVE STE 104	Room/suite	B Telephone number 716-852-1104
City or town, state or province, country, and ZIP or foreign postal code BUFFALO, NY 14209		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 29,810,759.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		20,818.	20,818.		STATEMENT 1
4 Dividends and interest from securities		579,165.	579,165.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,394,202.			
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)			1,394,202.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		718,796.	718,796.	0.	STATEMENT 3
12 Total. Add lines 1 through 11		2,712,981.	2,712,981.	0.	
13 Compensation of officers, directors, trustees, etc		245,186.	17,506.	0.	227,680.
14 Other employee salaries and wages		62,000.	6,200.	0.	55,800.
15 Pension plans, employee benefits		4,000.	400.	0.	3,600.
16a Legal fees STMT 4		11,486.	5,743.	0.	5,743.
b Accounting fees STMT 5		38,900.	19,450.	0.	19,450.
c Other professional fees STMT 6		353,309.	353,309.	0.	0.
17 Interest		21,672.	21,672.	0.	0.
18 Taxes STMT 7		37,141.	9,853.	0.	4,288.
19 Depreciation and depletion		621.	302.	0.	
20 Occupancy		12,385.	6,192.	0.	6,193.
21 Travel, conferences, and meetings		12,592.	0.	0.	12,592.
22 Printing and publications					
23 Other expenses STMT 8		38,202.	3,986.	0.	34,216.
24 Total operating and administrative expenses Add lines 13 through 23		837,494.	444,613.	0.	369,562.
25 Contributions, gifts, grants paid		1,202,473.			1,202,473.
26 Total expenses and disbursements. Add lines 24 and 25		2,039,967.	444,613.	0.	1,572,035.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		673,014.			
b Net investment income (if negative, enter -0-)			2,268,368.		
c Adjusted net income (if negative, enter -0-)				0.	

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	4,847.	31,140.	31,140.
	2 Savings and temporary cash investments	570,998.	418,370.	418,370.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	28,485,284.	29,285,254.	29,359,249.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶ 15,486.				
Less: accumulated depreciation STMT 10 ▶ 15,227.	880.	259.	2,000.	
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	29,062,009.	29,735,023.	29,810,759.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	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 ▶ <input checked="" type="checkbox"/>			
	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	29,062,009.	29,735,023.		
30 Total net assets or fund balances	29,062,009.	29,735,023.		
31 Total liabilities and net assets/fund balances	29,062,009.	29,735,023.		

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	29,062,009.
2 Enter amount from Part I, line 27a	2	673,014.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	29,735,023.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	29,735,023.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED			
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			1,394,202.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			1,394,202.
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	1,394,202.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	1,394,202.

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	1,581,321.	30,884,931.	.051200
2016	1,515,931.	30,802,363.	.049215
2015	1,727,231.	31,491,983.	.054847
2014	1,874,269.	33,166,138.	.056512
2013	1,361,010.	32,676,167.	.041651

2 Total of line 1, column (d)	2	.253425
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.050685
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	33,841,589.
5 Multiply line 4 by line 3	5	1,715,261.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	22,684.
7 Add lines 5 and 6	7	1,737,945.
8 Enter qualifying distributions from Part XII, line 4 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.	8	1,572,035.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	45,367.
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	45,367.
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	45,367.
6 Credits/Payments:			
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a	20,350.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	5,000.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	25,350.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	243.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	20,260.	
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 2019 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input type="checkbox"/> NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address N/A		
14 The books are in care of ROBERT M. BENNETT Telephone no. 716-852-1104		
Located at PLAZA SUITES #104, 1207 DELAWARE AVENUE, BUFFALO, ZIP+4 14209		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year	15 N/A	
16 At any time during calendar year 2018, 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?	Yes	No
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country OTHER COUNTRY	X	

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions		X
Organizations relying on a current notice regarding disaster assistance, check here N/A		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years N/A		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2018 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 2018.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?		X

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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

X

Organizations relying on a current notice regarding disaster assistance, check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?

☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		245,186.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
KRISTINE DUSEL 689 RICE RD, ELMA, NY 14059	OFFICE MANAGER 40.00	62,000.	0.	0.

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

0

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

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

(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

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	NONE	
		0.
2		
3		
4		

Summary of Program-Related Investments

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

Amount

1	NONE	
		0.
2		
	All other program-related investments. See instructions.	
3		
	Total. Add lines 1 through 3	0.

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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	34,250,119.
b	Average of monthly cash balances	1b	104,824.
c	Fair market value of all other assets	1c	2,000.
d	Total (add lines 1a, b, and c)	1d	34,356,943.
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	34,356,943.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	515,354.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	33,841,589.
6	Minimum investment return. Enter 5% of line 5	6	1,692,079.

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	1,692,079.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	45,367.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	45,367.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,646,712.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,646,712.
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	1,646,712.

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	1,572,035.
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	1,572,035.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,572,035.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				1,646,712.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			405,642.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013				
b From 2014				
c From 2015				
d From 2016				
e From 2017				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ \$ 1,572,035.				
a Applied to 2017, but not more than line 2a			405,642.	
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 2018 distributable amount				1,166,393.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below	0.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				480,319.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(h)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2014				
b Excess from 2015				
c Excess from 2016				
d Excess from 2017				
e Excess from 2018				

Part XV. Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BUFFALO STATE COLLEGE 1300 ELMWOOD AVE BUFFALO, NY 14222	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	33,210.
CORNELL UNIVERSITY 130 E. SENECA STREET, SUITE 400 ITHACA, NY 14850	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	11,337.
CRADLE BEACH CAMP 8038 LAKE SHORE RD ANGOLA, NY 14006	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	54,635.
ERIE COMMUNITY COLLEGE 6205 MAIN STREET WILLIAMSVILLE, NY 14221	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	96,000.
FLORIDA INTERNATIONAL UNIVERSITY 11200 SW 8TH ST MIAMI, FL 33199	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	35,923.
Total			SEE CONTINUATION SHEET(S) ▶ 3a	1,202,473.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GRACE GUEST HOUSE 2315 SENECA STREET BUFFALO, NY 14210	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	34,000.
JOHNSON & WALES UNIVERSITY 8 ABBOTT PARK PL PROVIDENCE, RI 02903	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	125,000.
MERCYHURST UNIVERSITY 501 E 38TH ST ERIE, PA 16546	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	20,000.
MICHIGAN STATE UNIVERSITY 220 TROWBRIDGE ROAD EAST LANSING, MI 48824	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	21,396.
MONROE COMMUNITY COLLEGE 1000 EAST HENRIETTA ROAD ROCHESTER, NY 14623	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	10,000.
NIAGARA COUNTY COMMUNITY COLLEGE 3111 SAUNDERS SETTLEMENT ROAD SANBORN, NY 14132	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	55,000.
NIAGARA UNIVERSITY 5795 LEWISTON ROAD NIAGARA UNIVERSITY, NY 14109	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	79,930.
OLMSTED CENTER FOR SIGHT 1170 MAIN ST BUFFALO, NY 14209	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	35,000.
PAUL SMITH'S COLLEGE 7777 NY-30 PAUL SMITHS, NY 12970	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	28,453.
PURDUE UNIVERSITY 610 PURDUE MALL WEST LAFAYETTE, IN 47907	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	10,830.
Total from continuation sheets				971,368.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ROCHESTER INSTITUTE OF TECHNOLOGY 1 LOMB MEMORIAL DRIVE ROCHESTER, NY 14623	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	42,625.
SAY YES TO EDUCATION 712 MAIN STREET BUFFALO, NY 14224	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	29,415.
THE CHILDRENS HOSPITAL FOUNDATION 1028 MAIN STREET BUFFALO, NY 14202	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	50,000.
THE CULINARY INSTITUTE OF AMERICA 1946 CAMPUS DRIVE HYDE PARK, NY 12538	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	150,000.
UNIVERSITY OF DENVER 2199 S UNIVERSITY BLVD DENVER, CO 80208	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	52,341.
UNIVERSITY OF SOUTH CAROLINA 945 BULL STREET COLUMBIA, SC 29208	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	115,000.
BUFFALO CENTER FOR ARTS AND TECHNOLOGY 1221 MAIN STREET BUFFALO, NY 14209	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	45,000.
FOOD BASED INTERVENTIONS WITH TECHNOLOGY, ENERGY AND SCIENCE 1 SYMPHONY CIRCLE BUFFALO, NY 14213	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	25,000.
PENNSYLVANIA STATE UNIVERSITY OLD MAIN STATE COLLEGE, PA 16801	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	17,378.
YWCA 1005 GRANT STREET #C BUFFALO, NY 14207	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	25,000.
Total from continuation sheets				

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	20,818.	20,818.	0.
TOTAL TO PART I, LINE 3	20,818.	20,818.	0.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME	579,165.	0.	579,165.	579,165.	0.
TO PART I, LINE 4	579,165.	0.	579,165.	579,165.	0.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	718,796.	718,796.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	718,796.	718,796.	0.

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	11,486.	5,743.	0.	5,743.
TO FM 990-PF, PG 1, LN 16A	11,486.	5,743.	0.	5,743.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	38,900.	19,450.	0.	19,450.
TO FORM 990-PF, PG 1, LN 16B	38,900.	19,450.	0.	19,450.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	353,309.	353,309.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	353,309.	353,309.	0.	0.

FORM 990-PF

TAXES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	750.	750.	0.	0.
PAYROLL TAXES	4,764.	476.	0.	4,288.
FOREIGN TAXES	8,627.	8,627.	0.	0.
EXCISE TAX	23,000.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	37,141.	9,853.	0.	4,288.

FORM 990-PF

OTHER EXPENSES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TELEPHONE	416.	208.	0.	208.
OFFICE	20,282.	2,028.	0.	18,254.
INSURANCE	17,454.	1,745.	0.	15,709.
BANK CHARGES	50.	5.	0.	45.
TO FORM 990-PF, PG 1, LN 23	38,202.	3,986.	0.	34,216.

FORM 990-PF

CORPORATE STOCK

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
"SEE ATTACHMENT"	29,285,254.	29,359,249.
TOTAL TO FORM 990-PF, PART II, LINE 10B	29,285,254.	29,359,249.

FORM 990-PF

DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT

STATEMENT 10

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
DESK	1,274.	1,274.	0.
GESTETNER COPY MACHINE	6,331.	6,331.	0.
POSTAGE METER	831.	831.	0.
CERTECA P-IV COMPUTER	870.	870.	0.
HP-2025DN PRINTER	500.	500.	0.
SCANNER	400.	400.	0.
UBS COMPUTER & 1YR MAINTENANCE	3,105.	2,846.	259.
FACSIMILE MACHINE	2,175.	2,175.	0.
TOTAL TO FM 990-PF, PART II, LN 14	15,486.	15,227.	259.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ARTHUR F. DUC. MUSARRA 468 LEBRUN ROAD EGGERTSVILLE, NY 14226	TRUSTEE 10.00	19,617.	0.	0.
DONNA M. GIOIA 925 DELAWARE AVENUE BUFFALO, NY 14209	TRUSTEE 1.00	19,617.	0.	0.
PETER J. FIORELLA, JR. 155 SUMMER STREET BUFFALO, NY 14222	TRUSTEE 1.00	19,617.	0.	0.
MARGUERITE COLLESANO 120 RIVERMIST DRIVE BUFFALO, NY 14202	TRUSTEE 1.00	19,617.	0.	0.
ELYSE NEMOYER 80 SQUIRE DRIVE ORCHARD PARK, NY 14127	TRUSTEE 1.00	19,617.	0.	0.
EDWARD M. FLYNN 7 CLEARWATER DR. AMHERST, NY 14228	TRUSTEE 1.00	19,616.	0.	0.
CARLO M. PERFETTO PO BOX 252 HAMBURG, NY 14075	TRUSTEE 1.00	8,733.	0.	0.
PETER A. VINOLUS 609 RIDGE ROAD LACKAWANNA, NY 14218	TRUSTEE 1.00	19,616.	0.	0.
HERBERT M. SIEGEL 32 ST. THOMAS DRIVE PALM BEACH GARDENS, FL 33418	TRUSTEE 1.00	19,616.	0.	0.
ROBERT M. BENNETT 201 MILLWOOD LANE TONAWANDA, NY 14150	TRUSTEE 2.00	19,616.	0.	0.

THE STATLER FOUNDATION

13-1889077

ARTHUR V. SABIA
14079 MILL STREET
SPRINGVILLE, NY 14141

TRUSTEE
1.00

19,616.

0. 0.

ERNESTINE R. GREEN
101 GULL LANDING
BUFFALO, NY 14202

TRUSTEE
1.00

19,616.

0. 0.

BERNARD A. TOLBERT
22 UNIVERSITY AVENUE
BUFFALO, NY 14214

TRUSTEE
1.00

19,616.

0. 0.

RALPH C. LORIGO
75 ROLLING WOODS LN
WEST SENECA, NY 14224

TRUSTEE
1.00

528.

0. 0.

PHILLIP J TANTILLO
30 BRIGGSWOOD DRIVE
ELMA, NY 14059

TRUSTEE
1.00

528.

0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

245,186.

0.

0.

The Statler Foundation
12/31/2018
EIN 13-1889077
Schedule to Part IV - Capital Gains

<u>Name</u>	<u>Gains</u>	<u>Losses</u>	<u>Gain/(Loss)</u>
Wellington Trust Co , NA CTF OPP Investment	155,427 00	-	155,427 00
Federal Street Asia/Emerging Markets		104 00	(104 00)
Tricadia Credit Strategies	140,102 00	16,828 00	123,274 00
Asia Alternatives Capital Partners IV	7,198 00	7,198 00	-
CVI Credit Value Fund IV	27 00		27 00
Shoreline China Value III, LP	1,424 00		1,424 00
Drug Realty Investors	64 00	3,298 00	(3,234 00)
Centersquare Value-Added Fund III, L P	126,897 00		126,897 00
Graham Global		17,672 00	(17,672 00)
Panagora Risk Parity Total Return Fund, LLC	623,558 00	674,895 00	(51,337 00)
Perella Weinberg Partners ABV Opportunity Offshore Fund III	53,998 00		53,998 00
GMO Multi-Strategy Fund (Offshore), L P	7,026 00		7,026 00
Private Advisors Small Company Buyout Fund IV, LP	192,618 00	54,211 00	138,407 00
Siguler Guff Distressed Opportunities Fund IV, LP	40,830 00	36,451 00	4,379 00
Landmark Equity Partners	75,164 00		75,164 00
Permal/Glouston Private Equity Opportunity LP	130,995 00		130,995 00
Marathon European Credit Opportunity Fund SPC	55,651 00		55,651 00
Thoma Bravo Fund XI, L P	344,254 00		344,254 00
Pimco All Asset All Authority Inst		118,549 00	(118,549 00)
SEG Partners Offshore	94,147 00		94,147 00
Vivo Opportunity Fund, L P	2,693 00	5,068 00	(2,375 00)
Boston Partners Global Equity Fund	192,575 00		192,575 00
Canvas Distressed Credit Fund, L P	177 00		177 00
LibreMax Capital	116,274 00	32,623 00	83,651 00
Total Capital Gain Sales	2,361,099.00	966,897.00	1,394,202.00

The Statler Foundation

December 31, 2018

EIN 13-1889077

Schedule to Part II - Balance Sheet

<u>Description</u>	<u>Cost</u>	<u>Market</u>
Cash in Bank	31,138.67	31,138.67
Total Cash and Equivalents - Line 1	31,138.67	31,138.67
MTB Prime Money Market	\$ 418,370.20	\$ 418,370.20
Temporary Investments - Line 2	418,370.20	418,370.20
Stock Mutual Funds		
Wellington Trust Company	1,195,618.66	1,456,993.00
Pimco All Asset All Authority Inst	3,304,532.17	2,978,295.90
Panagora Risk Parity Total Return Fund, LLC	1,080,819.18	1,979,753.00
GMO Multi-Strategy Fund (Offshore), L P	757,876.28	390,735.66
GMO Benchmark Funds	1,584,079.47	1,481,234.00
William Blair & Company, LLC	1,782,356.28	1,648,530.83
Total Mutual Funds	9,705,282.04	9,935,542.39
Private Equity		
Siguler Guff Distressed Opportunities Fund IV, LP	343,849.55	432,621.00
Private Advisors Small Company Buyout Fund IV, LP	396,087.26	601,612.00
Perella Weinberg Partners ABV Opportunity Offshore Fund III	913,821.64	494,196.00
Marathon European Credit Opportunity Fund SPC	41,328.71	96,133.26
Landmark Equity Partners	471,468.00	487,587.00
Drug Realty Investors	496,937.00	314,053.00
Orchard Landmark Limited	2,465,491.54	2,771,042.97
Asia Alternatives Capital Partners IV, LP	766,358.00	1,017,963.00
Asia Alternatives Capital Partners V, LP	84,482.00	61,777.00
Shoreline China Value III, LP	351,752.00	578,402.00
Centersquare Value-Added Fund III, L P	359,391.51	189,900.00
Clareant EDL (Levered) II GP Sarl	916,304.78	930,267.00
CVI Credit Value Fund III	1,093,419.00	1,093,421.00
CVI Credit Value Fund IV	352,206.11	350,087.00
Permal/Glouston Private Equity Opportunity LP	273,730.38	283,577.00
Ridgewood Energy Oil & Gas Fund III, LP	87,846.00	266,558.00
Sentak Investors LLC	12,148.00	19,586.00
Thoma Bravo Fund XI, L P	705,760.84	1,249,322.00
Thoma Bravo Fund XIII, L P	(1,026.98)	-
Blue Wolf Capital Fund IV, L P	125,342.00	155,781.00
Canvas Distressed Credit Fund	205,942.73	201,134.00
Total Private Equity	10,462,640.07	11,595,020.23
Global Equity		
Boston Partners Global Equity Fund	2,695,863.44	2,518,828.00
Total Global Equity	2,695,863.44	2,518,828.00
Direct Hedge Fund Composite		
SEG Partners Offshore	76,179.03	-
LibreMax Capital	1,756,114.00	1,498,186.00
Tricadia Credit Strategies	1,003,095.32	757,707.97
Blue Harbour Strategic Value Partners Offshore LTD	1,632,690.00	1,261,334.94
Ionic Volatility Arbitrage Fund	600,253.00	614,680.62
Cevian Capital II, LTD	1,000,000.00	903,240.00
Vivo Opportunity Fund, LP	353,137.00	274,709.00
Total Direct Hedge Fund Composite	6,421,468.35	5,309,858.53
Total Investments - Line 10(b)	29,285,253.90	29,359,249.15