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EXTENDED TO NOVEMBER 15, 2019

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.

▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning , and ending

Name of foundation
THE ROSAMOND GIFFORD CHARITABLE CORPORATION

A Employer identification number
15-0572881

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
100 CLINTON SQ. 126 N SALINA ST

B Telephone number
315-474-2489

City or town, state or province, country, and ZIP or foreign postal code
SYRACUSE, NY 13202

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: [X] 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) ▶$ 18,237,179.

J Accounting method: ☐ Cash [X] Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	103,311.		N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	7,918.	7,918.		STATEMENT 2
	4 Dividends and interest from securities	735,661.	735,661.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	244,413.			
	b Gross sales price for all assets on line 6a 1,750,000.				
	7 Capital gain net income (from Part IV, line 2)		244,413.		
	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				
	12 **Total** Add lines 1 through 11	1,091,303.	987,992.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	160,102.	112,071.		45,437.
	14 Other employee salaries and wages	239,868.	0.		240,186.
	15 Pension plans, employee benefits	83,307.	0.		83,322.
	16a Legal fees				
	b Accounting fees STMT 4	35,710.	0.		35,510.
	c Other professional fees STMT 5	46,357.	29,717.		24,111.
	17 Interest				
	18 Taxes STMT 6	21,255.	27,545.		17,609.
	19 Depreciation and depletion				
	20 Occupancy	56,680.	0.		56,537.
	21 Travel, conferences, and meetings	31,280.	0.		29,216.
	22 Printing and publications				
	23 Other expenses STMT 7	107,195.	11,675.		172,320.
	24 **Total operating and administrative expenses** Add lines 13 through 23	781,754.	181,008.		704,248.
	25 Contributions, gifts, grants paid	613,289.			651,356.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,395,043.	181,008.		1,355,604.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-303,740.			
	b **Net investment income** (if negative, enter -0-)		806,984.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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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	68,859.	17,841.	17,841.
	2	Savings and temporary cash investments	528,351.	841,754.	841,754.
	3	Accounts receivable ▶			
		Less. allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable	61,149.	18,473.	18,473.
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶ 100,000.			
		Less allowance for doubtful accounts ▶ 0.	100,000.	100,000.	100,000.
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	13,475.	22,934.	22,934.
	10a	Investments - U S. and state government obligations			
	b	Investments - corporate stock STMT 8	7,746,930.	6,070,079.	6,070,079.
	c	Investments - corporate bonds STMT 9	3,790,554.	3,744,798.	3,744,798.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 10	8,379,466.	7,421,300.	7,421,300.
	14	Land, buildings, and equipment: basis ▶ 138,621.			
		Less accumulated depreciation STMT 11 ▶ 138,621.			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	20,688,784.	18,237,179.	18,237,179.
Liabilities	17	Accounts payable and accrued expenses	207,590.	131,574.	
	18	Grants payable	164,439.	103,884.	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶ DEFERRED FEDERAL E)	43,892.	22,812.	
	23	**Total liabilities** (add lines 17 through 22)	415,921.	258,270.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ [X] **and complete lines 24 through 26, and lines 30 and 31**			
	24	Unrestricted	15,188,863.	12,894,909.	
	25	Temporarily restricted			
	26	Permanently restricted	5,084,000.	5,084,000.	
		Foundations that do not follow SFAS 117, check here ▶ [ ] **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances**	20,272,863.	17,978,909.	
	31	**Total liabilities and net assets/fund balances**	20,688,784.	18,237,179.	

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	20,272,863.
2	Enter amount from Part I, line 27a	2	-303,740.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	19,969,123.
5	Decreases not included in line 2 (itemize) ▶ NET UNREALIZED LOSS ON INVESTMENTS	5	1,990,214.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	17,978,909.

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 PUBLICALLY TRADED SECURITIES	P		
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	1,750,000.		1,505,587.	244,413.
b				
c				
d				
e				

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

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				244,413.
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	244,413.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	1,225,494.	19,420,564.	.063103
2016	1,189,587.	18,195,749.	.065377
2015	1,415,729.	19,891,247.	.071173
2014	1,634,984.	21,638,913.	.075558
2013	1,463,442.	20,818,632.	.070295

2 **Total** of line 1, column (d)	2	.345506
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	.069101
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	15,558,246.
5 Multiply line 4 by line 3	5	1,075,090.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,070.
7 Add lines 5 and 6	7	1,083,160.
8 Enter qualifying distributions from Part XII, line 4	8	1,355,604.

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	8,070.
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	8,070.
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	8,070.
6	Credits/Payments:			
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a 13,003.		
b	Exempt foreign organizations - tax withheld at source	6b 0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c 6,757.		
d	Backup withholding erroneously withheld	6d 0.		
7	Total credits and payments. Add lines 6a through 6d		7	19,760.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	0.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	11,690.
11	Enter the amount of line 10 to be: **Credited to 2019 estimated tax** ▶ 11,690. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	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		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by *General Instruction T*			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ NY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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		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	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.GIFFORDFOUNDATION.ORG

14 The books are in care of ▶ JOHN LORENCE Telephone no. ▶ 315-474-2489

Located at ▶ 100 CLINTON SQUARE,126 N. SALINA STREET,3RD FLOOR ZIP+4 ▶ 13202

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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. 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	N/A	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 2018?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______ , ______ , ______ , ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______ , ______ , ______ , ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?		4b		X

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

			Yes	No
5a During the year, did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	5b		
Organizations relying on a current notice regarding disaster assistance, check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		
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 13		0.	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
DIRK SONNEBORN - 100 CLINTON SQUARE, 126 N. SALINA STREET, SYRACUSE, NY	EXEC. DIRECTOR 40.00	160,103.	14,010.	10,218.
LINDSAY MCCLUNG - 100 CLINTON SQUARE, 126 N. SALINA STREET,	DIRECTOR OF GRANT MAKING 40.00	74,651.	7,465.	0.
SHEENA SOLOMON - 100 CLINTON SQUARE, 126 N. SALINA STREET, SYRACUSE, NY	DIRECTOR OF NEIGHBORHOOD INITIATIVE 40.00	68,394.	6,839.	0.

Total number of other employees paid over $50,000 ▶ 0

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 SEE STATEMENT 14	74,517.
2 SEE STATEMENT 15	242,819.
3 BOARD DEVELOPMENT SERIES - TRAINING IS PROVIDED FOR REPRESENTATIVES FROM BOARDS OF 20 ORGANIZATIONS.	87,523.
4 NEW COMMUNITY GRANTS - GRANTS GIVING TO LOCAL ORGANIZATIONS TO SUPPORT IMPROVEMENT PROJECTS.	158,750.

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	15,733,099.
b	Average of monthly cash balances	1b	62,075.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	15,795,174.
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	15,795,174.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	236,928.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,558,246.
6	**Minimum investment return** Enter 5% of line 5	6	777,912.

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	777,912.
2a	Tax on investment income for 2018 from Part VI, line 5 — 2a: 8,070.		
b	Income tax for 2018. (This does not include the tax from Part VI.) — 2b: 3,913.		
c	Add lines 2a and 2b	2c	11,983.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	765,929.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	765,929.
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	765,929.

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	1,355,604.
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	1,355,604.
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	8,070.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	1,347,534.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7					765,929.
2 Undistributed income, if any, as of the end of 2018					
a Enter amount for 2017 only				0.	
b Total for prior years ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2018					
a From 2013	444,110.				
b From 2014	634,854.				
c From 2015	434,932.				
d From 2016	289,720.				
e From 2017	265,690.				
f **Total** of lines 3a through e		2,069,306.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ $ 1,355,604.					
a Applied to 2017, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2018 distributable amount					765,929.
e Remaining amount distributed out of corpus		589,675.			
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**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		2,658,981.			
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					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7		444,110.			
9 **Excess distributions carryover to 2019** Subtract lines 7 and 8 from line 6a		2,214,871.			
10 Analysis of line 9:					
a Excess from 2014	634,854.				
b Excess from 2015	434,932.				
c Excess from 2016	289,720.				
d Excess from 2017	265,690.				
e Excess from 2018	589,675.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	(e) Total
2 a 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 foundation 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).)

NONE

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.

NONE

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., to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

SHEENA SOLOMON, THE ROSAMOND GIFFORD CHARITABLE CORP., 315-474-2489
100 CLINTON SQUARE 3RD FLOOR, SYRACUSE, NY 13202

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

MINIMUM INFORMATION SHEET PROVIDED BY THE CORPORATION.

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:

NO RESTRICTIONS.

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 ATTACHED STATEMENT 100 CLINTON SQUARE SYRACUSE, NY 13202	NONE	EXEMPT	SEE ATTACHED STATEMENT	651,356.
Total			▶ 3a	651,356.
b Approved for future payment				
SEE ATTACHED STATEMENT 100 CLINTON SQUARE SYRACUSE, NY 13202	NONE	EXEMPT	SEE ATTACHED STATEMENT	103,884.
Total			▶ 3b	103,884.

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
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	7,918.	
4 Dividends and interest from securities			14	735,661.	
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	244,413.	
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.		987,992.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 987,992.

(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).

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) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee: [signature] Date: 11/15/19 Title: EXECUTIVE DIRECTOR

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
PAULA D. DECKMAN	Paula D Deckman CPA	11/5/19		P00087828

Firm's name ▶ BONADIO & CO., LLP — Firm's EIN ▶ 16-1131146

Firm's address ▶ 432 NORTH FRANKLIN STREET SYRACUSE, NY 13204 — Phone no. (315) 422-7109

The Rosamond Gifford Charitable Corp
Schedule of Grants
For the Year 2018
12/31/2018

Part XV Line 3a

	Relationship	Status	Grants Paid
	None	Public	2018
100 Black Men - Amani Bowale Presents Kwanzaa 2018	None	Public	(3,480 00)
20/20,FOCUS,OCL consultant support-possible merger-Helen Stepowany	None	Public	(3,130 00)
20/20,FOCUS,OCL consultant support-possible merger-Helen Stepowany	None	Public	(2,275 00)
20/20,FOCUS,OCL consultant support-possible merger-Helen Stepowany	None	Public	(1,870 00)
A Tiny Home for Good-furniture for Bellevue/Slocum Ave	None	Public	(2,000 00)
ADVANS (Prior Years) - Alumni & Training	None	Public	(13,110 82)
ADVANS 6 - (1st year) - Travel, Convenings, Contingency	None	Public	(4,452 05)
ADVANS 6 - (2nd year)	None	Public	(225,255 78)
ARISE - Team building	None	Public	(10,000 00)
Baltimore Woods Nature Center - strategic planning	None	Public	(15,000 00)
Boys & Girls Club-Firefighters of Color United-Mobile Fire Safety Camps (FOCUS)	None	Public	(4,700 00)
Brady Faith Center - business plan for urban farm	None	Public	(3,500 00)
Brady Farm Neighbors Table	None	Public	(5,000 00)
Centerstate Development Fdn-Scholarships to increase access to training programs	None	Public	(2,500 00)
CNY Arts Center	None	Public	(10,000 00)
CNY Comm Fdn - Reimbursement for Storygrowing 2 0 Expenses	None	Public	3,555 23
CNY Community Fdn - reimburse for 1/2 NTL expenses	None	Public	7,874 42
Community Folk Art Center-Feel That Funk Exhibition & Mural Project	None	Public	(2,000 00)
Cora Foundation - ArtRage - what if film series	None	Public	(3,000 00)
David's Refuge - Development Director and sustainability	None	Public	(10,000 00)
Dunbar Assoc - Start Endowment Fund	None	Public	(5,000 00)
Ed Smith PTO - My Lucky Tummy Community Dinner	None	Public	(2,500 00)
Firefighters of Color United in Syracuse - Consultant Patty Weisse	None	Public	(2,500 00)
Focusing Our Resources for Comm Engagement-Ready Syr Safe Sitter Project	None	Public	(4,825 00)
Friends of Central Library - sponsor 2018-19 Gifford Lecture Series (2018 half)	None	Public	(2,500 00)
Gifford - Capacity Building Program - POWER 3	None	Public	11,244 26
Good Life Philanthropic Youth Fdn - Good DC trip	None	Public	(5,000 00)
Hillside Work -Scholarship Connection -staff development program expansion	None	Public	(5,000 00)
Home Headquarters - Block Blitz 9/14	None	Public	(2,500 00)
Human Services Leadership Council - advancing leadership diversity	None	Public	(15,750 00)
HW Smith PTO - Phoenix Family Challenge	None	Public	(4,602 00)
Image Initiative - annual sisters empowering sisters conference 3/23-3/24	None	Public	(2,500 00)
Interfaith Works - Dialog Circles for Indigenous People-Columbus Day	None	Public	(5,000 00)
Jubilee Homes - farm learning center	None	Public	(10,000 00)
Junior League of Syr- Nutrition & Literacy Program with Cahdwick Residence	None	Public	(3,798 00)
Kallet Civic Center - audio/video system update	None	Public	(10,000 00)
LaFayette Central Schools - hydroponics classroom materials	None	Public	(2,000 00)
Leadership Greater Syr-consultant support for strategic planning	None	Public	(10,000 00)
League of Women Voters-Get out the vote together-removing obstacles	None	Public	(4,800 00)
Light of Syracuse - Movie under the stars	None	Public	(3,700 00)
Museum of Science & Technology - server upgrade	None	Public	(15,000 00)
Nat'l Math Foundation - SCSD physical education support/collaboration educ/wellness	None	Public	(5,000 00)
Natural Heritage Trust - Environmental Education Center -Green Lakes State Park	None	Public	(3,000 00)
North Side Learning Center	None	Public	(6,000 00)
North Side Learning Center - Consultant Angela Douglas	None	Public	(2,500 00)
NTL - SKY Armory - Graduation	None	Public	(3,172 00)
Oswego Public Library - automatic disk retrieval	None	Public	(10,000 00)
Parents for Public Schools of Syr- Sanchia A Callender-Resilient CNY Trauma	None	Public	(3,368 00)
PGR Foundation - iRock Youth Leadership & Public Speaking Ambassador Prog	None	Public	(4,200 00)
Pretty Girls Rock (PGR Foundation) - Consultant Lisa Sears	None	Public	(2,500 00)
Purpose Farm	None	Public	(2,475 00)
Purpose Farm - Consultant Heidi Holtz	None	Public	(2,500 00)
Red House Arts Center - infrastructure for Music Groups	None	Public	(13,500 00)
Refugee & Immigrant self empowerment inc -bridge funding	None	Public	(15,000 00)
Rise Above Property - Soles for Souls Benefit Delaware	None	Public	(2,000 00)
SHA & Upstate Med Univ-healthy neighborhood partnership	None	Public	(10,000 00)
Smoky and the Pig BBQ - 9/16 event 100 people	None	Public	(1,700 00)
Style Lottery - clothing library	None	Public	(2,500 00)
Symphoria -strategic assessment and planning	None	Public	(13,500 00)
Syracuse Children's Theatre-20th Anniv campaign - body microphones	None	Public	(10,000 00)
Syracuse Community Connections - Black Entrepreneurs College Tour	None	Public	(5,000 00)
Syracuse Community Connections - Eat to Live Coop - Sankofa Café	None	Public	(5,000 00)
Syracuse Community Connections - Fearless Queens Brunch	None	Public	(3,000 00)
Syracuse Elks Lodge Youth Fdn - Family Fun Day Expansion	None	Public	(2,765 00)
The Reading League - capacity building website project	None	Public	(6,000 00)
Tomorrow's Neighborhoods Today - Southside Get the Lead Out Block Party	None	Public	(4,153 00)
United Way of CNY - work train collaborative	None	Public	(15,000 00)
Various Grants $1,500 and under	None	Public	(55,322 66)
What if BBQ expenses	None	Public	(1,625 63)
YMCA - downtown accessibility	None	Public	(25,000 00)
Total Grants 12/31/2018			**(651,356 03)**

Part XV Line 3b

The Rosamond Gifford Charitable Corp
Schedule of Grants
For the Year 2018
12/31/2018

	Relationship	Status	Payable 2018 Unpaid Grants
	None	**Public**	**12/31/2018**
ADVANS (Prior Years) - Alumni & Training	None	Public	10,531 35
ADVANS 6 - (1st year) - Travel, Convenings, Contingency	None	Public	6,009 90
ADVANS 6 - (2nd year)	None	Public	(255 78)
CNY SPCA - Phase 1-3 Consultant, Grant	None	Public	3,212 00
Dunbar Assoc - Start Endowment Fund	None	Public	25,000 00
Erie Canal Museum - staffing assessment	None	Public	5,000 00
Everson Museum of Art - Hosmer Auditorium Renovation	None	Public	15,000 00
Firefighters of Color United in Syracuse	None	Public	6,000 00
Gifford - Capacity Building Program - POWER 2	None	Public	7,105 33
Gifford - Capacity Building Program - POWER 3	None	Public	3,755 74
Image Initiative	None	Public	6,000 00
Image Initiative - Consultant Vicki Quigley	None	Public	2,500 00
Pretty Girls Rock (PGR Foundation)	None	Public	4,900 00
Purpose Farm	None	Public	3,525 00
YWCA - repairs Zonta House	None	Public	5,600 00
Total Grants 12/31/2018			**103,883.54**

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
NBT - MONEY MARKET	7,918.	7,918.	
TOTAL TO PART I, LINE 3	7,918.	7,918.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
COLONIAL-NBT - FUND INCOME	735,661.	0.	735,661.	735,661.	
TO PART I, LINE 4	735,661.	0.	735,661.	735,661.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	35,710.	0.		35,510.
TO FORM 990-PF, PG 1, LN 16B	35,710.	0.		35,510.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	29,717.	29,717.		0.
CONSULTANTS	16,640.	0.		24,111.
TO FORM 990-PF, PG 1, LN 16C	46,357.	29,717.		24,111.

FORM 990-PF	TAXES	STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	27,321.	9,712.		17,609.
FEDERAL EXCISE TAXES/FOREIGN TAXES	-6,841.	17,058.		0.
NYS FILING FEE	775.	775.		0.
TO FORM 990-PF, PG 1, LN 18	21,255.	27,545.		17,609.

FORM 990-PF	OTHER EXPENSES	STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL REPORT AND OTHER	2,248.	0.		2,248.
SUPPLIES AND POSTAGE	8,443.	5,910.		2,467.
TELEPHONE	8,236.	5,765.		2,482.
DUES & SUBSCRIPTIONS	1,079.	0.		1,102.
INSURANCE	9,266.	0.		8,610.
MAINTENANCE	22,241.	0.		22,303.
COMMUNITY EVENTS	0.	0.		2,500.
CONTRACTUAL EXPENSES	55,682.	0.		130,608.
TO FORM 990-PF, PG 1, LN 23	107,195.	11,675.		172,320.

FORM 990-PF	CORPORATE STOCK	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AMG TIMESQUARE SMALL CAP	460,311.	460,311.
DFA US S/C VALUE-SMALL CAP MUTUAL FUNDS	577,348.	577,348.
HEDGE EQ.- FORETER PARTNERSHIP	1,044,164.	1,044,164.
SANDERSON INVESTMENTS	2,469,882.	2,469,882.
VANGUARD 500 INDEX FUND-ADMIN	1,518,374.	1,518,374.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,070,079.	6,070,079.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COLCHESTER GLOBAL BOND	956,640.	956,640.
HARBOR HIGH YIELD	253,352.	253,352.
VANGUARD TOTAL BOND MKT FUND	1,882,048.	1,882,048.
WESTERN ASSET CORE BD PORTFOLIO	652,758.	652,758.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,744,798.	3,744,798.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ARMORY SQUARE VENTURES	FMV	541,083.	541,083.
CHAMPLAIN MID CAP FUND	FMV	1,405,388.	1,405,388.
CVI CREDIT VALUE FUND B	FMV	48,862.	48,862.
CVI CREDIT VALUE FUND III	FMV	782,860.	782,860.
DISTRESSED COMPANIES FUND	FMV	132,747.	132,747.
EASTON VANCE EMERGING MARKETS	FMV	1,071,646.	1,071,646.
FPA MULTI ADVISOR FUND	FMV	994,690.	994,690.
HARBOR DIVERSIFIED INT'L EQUITY	FMV	1,408,651.	1,408,651.
JACKSON SQ LARGE-CAP GROWTH	FMV	746,586.	746,586.
SHENKMAN FUND	FMV	288,787.	288,787.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,421,300.	7,421,300.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
VISUAL BOARD	1,217.	1,217.	0.
CONFERENCE TABLE	5,908.	5,908.	0.
14 CHAIRS	6,981.	6,981.	0.
STICKLEY FURNITURE	9,705.	9,705.	0.
COMPUTER SYSTEM	12,980.	12,980.	0.
COMPUTERS	2,500.	2,500.	0.
5 LATERAL FILES	3,370.	3,370.	0.
STICKLEY FURNITURE	2,000.	2,000.	0.
HURBSON CHAIR	100.	100.	0.
COMPUTERS	8,738.	8,738.	0.
STICKLEY FURNITURE	6,883.	6,883.	0.
STICKLEY FURNITURE	8,491.	8,491.	0.
SOLVAY GLASS	228.	228.	0.
STICKLEY FURNITURE	593.	593.	0.
HURBSON CHAIR	380.	380.	0.
PHONE SYSTEM	3,906.	3,906.	0.
STICKLEY FURNITURE	3,547.	3,547.	0.
STICKLEY FURNITURE	1,944.	1,944.	0.
SOLVAY GLASS - GLASS TOP	168.	168.	0.
SOLVAY GLASS - CONF TABLE	471.	471.	0.
LAPTOP COMPUTER	2,376.	2,376.	0.
COMPUTER - DELL PC	1,057.	1,057.	0.
KITCHEN CABINETS/PLUMBING	4,800.	4,800.	0.
DELL SERVER, BACKUP	4,896.	4,896.	0.
DELL DESKTOP	1,250.	1,250.	0.
INSPIRON LAPTOP	2,150.	2,150.	0.
COMPUTER HARDWARE NETWORKING	547.	547.	0.
STEVENS BRIAN	1,510.	1,510.	0.
STEVENS JOANNE	1,999.	1,999.	0.
STEVENS DEPOSIT ON CONFERENCE TABLE	9,268.	9,268.	0.
XP UPGRADE	1,735.	1,735.	0.
XP UPGRADE SERVER SETUP, PC, LAPTOP	2,125.	2,125.	0.
STEVENS RECEPTION FURNITURE, CONFERENCE TABLE, ETC	12,486.	12,486.	0.
MICROEDGE	12,312.	12,312.	0.
TOTAL TO FM 990-PF, PART II, LN 14	138,621.	138,621.	0.

FORM 990-PF OTHER LIABILITIES STATEMENT 12

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED FEDERAL EXCISE TAX	43,892.	22,812.
TOTAL TO FORM 990-PF, PART II, LINE 22	43,892.	22,812.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JAIME ALICEA 103 PHILLIPS ROAD SYRACUSE, NY 13214	PRESIDENT 4.00	0.	0.	0.
SUNTRANA T. ALLEN 754 NORTH SALINA STREET SYRACUSE, NY 13202	TRUSTEE 2.00	0.	0.	0.
LAURENCE G. BOUSQUET ONE LINCOLN CENTER SYRACUSE, NY 13202	TRUSTEE 2.00	0.	0.	0.
JOSEPH CHARLES 5784 WIDEWATERS PARKWAY SYRACUSE, NY 13214	TREASURER 2.00	0.	0.	0.
MICHAEL FENG 650 JAMES STREET SUITE 302 SYRACUSE, NY 13203	VICE PRESIDENT 2.00	0.	0.	0.
VINCENT LOVE 538 NOTTINGHAM ROAD SYRACUSE, NY 13210	TRUSTEE 2.00	0.	0.	0.
GWYN MANNION 7665 HUNT LANE FAYETTEVILLE, NY 13066	TRUSTEE 2.00	0.	0.	0.
RONALD TASCARELLA 214 WEST FIRST STREET OSWEGO, NY 13126	TRUSTEE 2.00	0.	0.	0.
MEHGAN TIDD, S.N. ONE WEBSTER'S LANDING SYRACUSE, NY 13202	TRUSTEE 2.00	0.	0.	0.
MERIKE TREIER 115 WEST FAYETTE ST SYRACUSE, NY 13202	SECRETARY 4.00	0.	0.	0.

CARRIE MAE WEEMS 5173 SKYLINE DRIVE SYRACUSE, NY 13215	TRUSTEE	2.00	0.	0.	0.
BENJAMIN R. WALSH 333 W. WASHINGTON STREET, SUITE 130 SYRACUSE, NY 13202	IMMEDIATE PAST PRESIDENT	4.00	0.	0.	0.
M. CATHERINE RICHARDSON ONE LINCOLN CENTER SYRACUSE, NY 13202	TRUSTEE	2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII			0.	0.	0.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 14

ACTIVITY ONE

WHAT IF GRANTS - A PROGRAM DESIGNED TO BE A RESOURCE IN FOSTERING GROWTH IN NEIGHBORHOODS AND STRENGTHENING THE CAPACITY OF COMMUNITY RESIDENTS IN THE CITY OF SYRACUSE WHO ARE FOCUSED ON MAKING POSITIVE CHANGES IN THEIR NEIGHBORHOOD AND INCREASING COMMUNITY PARTICIPATION, AWARENESS AND PARTNERSHIPS. THE PROJECTS SHOULD BE INITIATED OR IMPLEMENTED BY RESIDENTS, GRASSROOTS ORGANIZATIONS OR NEIGHBORHOOD STAKEHOLDERS IN THE SYRACUSE COMMUNITY.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 1	74,517.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 15

ACTIVITY TWO

ADVANS PROGRAM - ADVANCING AND DEVELOPING THE ASSETS AND VALUE OF NONPROFITS IN SYRACUSE IS A CAPACITY BUILDING INITIATIVE DESIGNED TO STRENGTHEN AND DEVELOP AREA NONPROFITS. SEVEN (7) NONPROFITS ORGANIZATIONS SERVED.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 2	242,819.