

Form **990-PF****Return of Private Foundation**

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

Department of the Treasury
Internal Revenue Service

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▶ 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 GENESEE MOUNTAIN FOUNDATION		A Employer identification number 84-0762733
Number and street (or P.O. box number if mail is not delivered to street address) 100 SAINT PAUL STREET	Room/suite 700	B Telephone number 303-204-7106
City or town, state or province, county, and ZIP or foreign postal code DENVER, CO 80206		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <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		2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 13,866,453.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(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 <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				N/A	
2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch. B interest on savings and temporary cash investments		6.	6.		STATEMENT 1
3 Dividends and interest from securities		271,689.	271,689.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss) <55,739.>					STATEMENT 3
6a Net gain or (loss) from sale of assets not on line 10		409,615.			
b Gross sales price for all assets on line 6a 3,360,382.			409,615.		
7 Capital gain net income (from Part IV, line 2)					
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Loss Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11		681,310.	681,310.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		355.	0.		0.
b Accounting fees STMT 5		9,534.	7,151.		0.
c Other professional fees					
17 Interest					
18 Taxes STMT 6		4,452.	4,452.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		8,071.	0.		0.
22 Printing and publications					
23 Other expenses STMT 7		385,339.	113,813.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		407,751.	125,416.		0.
25 Contributions, gifts, grants paid		653,875.			653,875.
26 Total expenses and disbursements. Add lines 24 and 25		1,061,626.	125,416.		653,875.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<380,316.>			
b Net investment income (If negative, enter -0-)			555,894.		
c Adjusted net income (If negative, enter -0-)				N/A	

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	252,977.	511,371.	511,371.
	2 Savings and temporary cash investments			
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	21,409.	11,775.	11,775.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock	STMT 8 5,285,186.	4,903,606.	5,710,779.
	c Investments - corporate bonds	STMT 9 949,242.	837,929.	806,486.
	Liabilities	11 Investments - land, buildings, and equipment, basis	937,789.	
Less: accumulated depreciation		106,985.	846,234.	830,804.
12 Investments - mortgage loans				
13 Investments - other		STMT 10 6,580,234.	6,459,435.	5,995,238.
14 Land, buildings, and equipment, basis				
Less: accumulated depreciation				
15 Other assets (describe)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, Item I)		13,935,282.	13,554,920.	13,866,453.
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"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	13,078,441.	13,078,441.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	856,841.	476,479.		
30 Total net assets or fund balances	13,935,282.	13,554,920.		
31 Total liabilities and net assets/fund balances	13,935,282.	13,554,920.		

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	13,935,282.
2 Enter amount from Part I, line 27a	2	<380,316.>
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	13,554,966.
5 Decreases not included in line 2 (itemize) BOOK/TAX DIFFERENCE	5	46.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,554,920.

Part IV Capital Gains and Losses for Tax on Investment Income**SEE ATTACHED STATEMENTS**

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e	3,360,382.	2,950,767.	409,615.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			409,615.

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	409,615.
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 4012 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	204,466.	13,883,600.	.014727
2016	163,400.	14,124,025.	.011569
2015	1,454,165.	14,870,967.	.097786
2014	1,046,459.	14,534,210.	.072000
2013	162,387.	13,900,393.	.011682

2 Total of line 1, column (d)	2	.207764
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	.041553
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	14,216,281.
5 Multiply line 4 by line 3	5	590,729.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,559.
7 Add lines 5 and 6	7	596,288.
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	653,875.

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: 5,559.

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b): 0.

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-): 5,559.

3 Add lines 1 and 2: 0.

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-): 5,559.

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-: 5,559.

6 Credits/Payments:

6a	2018 estimated tax payments and 2017 overpayment credited to 2018	<u>4,440.</u>
6b	Exempt foreign organizations - tax withheld at source	<u>0.</u>
6c	Tax paid with application for extension of time to file (Form 8868)	<u>0.</u>
6d	Backup withholding erroneously withheld	<u>0.</u>

7 Total credits and payments. Add lines 6a through 6d: 4,440.

8 Enter any penalty for underpayment of estimated tax. Check here ☐ If Form 2220 is attached: 0.

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed: 1,119.

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid: 0.

11 Enter the amount of line 10 to be: Credited to 2019 estimated tax 0. Refunded 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?		<input checked="" type="checkbox"/>
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.		<input checked="" type="checkbox"/>
c Did the foundation file Form 1120-POL for this year?		<input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <u>\$ 0.</u> (2) On foundation managers. <u>\$ 0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <u>\$ 0.</u>		
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.		<input checked="" type="checkbox"/>
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 conforming copy of the changes		<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<input checked="" type="checkbox"/>
b If "Yes," has it filed a tax return on Form 990-T for this year?		<input checked="" type="checkbox"/>
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		<input checked="" type="checkbox"/>
6 Are the requirements of section 508(e) (relating to sections 4941 through 4946) 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?	<input checked="" type="checkbox"/>	
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	<input checked="" type="checkbox"/>	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <u>CO</u>		
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	<input checked="" type="checkbox"/>	
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		<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	<input checked="" type="checkbox"/>	

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 return and exemption application?	X	
Website address N/A		
14 The books are in care of ATLANTIC TRUST PRIVATE WEALTH MANAG Telephone no. 720-221-5000 Located at 100 SAINT PAUL STREET, SUITE 700, DENVER, CO ZIP+4 80206		
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?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country N/A		

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 type="checkbox"/> Yes <input checked="" 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 53.4947(d)-3 or in a current notice regarding disaster assistance? See instructions	N/A	
Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>		
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

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 ☐ N/A

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? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

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

8 Is the foundation subject to the section 4060 tax or 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
LYNN MCDONALD 100 SAINT PAUL STREET, SUITE 700 DENVER, CO 80206	TRUSTEE 35.00	0.	0.	0.
KEVIN MCDONALD 100 SAINT PAUL STREET, SUITE 700 DENVER, CO 80206	TRUSTEE 30.00	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
NONE				

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

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	14,134,123.
b	Average of monthly cash balances	1b	298,650.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	14,432,773.
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	14,432,773.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	216,492.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,216,281.
6	Minimum investment return. Enter 5% of line 5	6	710,814.

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	710,814.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	5,559.
b	Income tax for 2018 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,559.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	705,255.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	705,255.
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	705,255.

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	653,875.
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	653,875.
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	5,559.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	648,316.

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				705,255.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			652,908.	
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. \blacktriangleright \$ 653,875.				
a Applied to 2017, but not more than line 2a			652,908.	
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				967.
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				
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				704,288.
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	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 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				
ALEXANDER DAWSON FOUNDATION 4045 SOUTH SPENCER STREET LAS VEGAS, NV 89118	NONE	501(C)(3)	CHARITABLE	62,500.
ARVADA COUNCIL FOR THE ARTS AND HUMANITIES 6901 WADSWORTH BLVD ARVADA, CO 80003	NONE	501(C)(3)	CHARITABLE	87,000.
BESSIE'S HOPE P.O. BOX 12675 DENVER, CO 80212	NONE	501(C)(3)	CHARITABLE	1,000.
DENVER CENTER FOR PERFORMING ARTS 1101 13TH STREET DENVER, CO 80204	NONE	501(C)(3)	CHARITABLE	83,400.
DENVER MUSEUM OF NATURE & SCIENCE 2001 COLORADO BLVD DENVER, CO 80205	NONE	501(C)(3)	CHARITABLE	9,561.
Total SEE CONTINUATION SHEET(S) ▶ 3a				653,875.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a COHERNENT INC	P	12/08/17	05/21/18
b EATON VANCE	P	03/21/18	09/27/18
c GARRET MOTION INC	P	06/14/18	11/02/18
d IVA INTL FD	P	10/31/17	09/27/18
e MARRIOTT VACATIONS	P	08/20/18	12/06/18
f RESIDEO TECHNOLOGIES	P	06/14/18	12/20/18
g STANLEY BLACK AND DECK	P	04/20/18	11/01/18
h ADOBE SYSTEMS	P	04/12/17	06/08/18
i AETNA	P	08/31/16	09/07/18
j ALKERMES PLC	P	08/31/16	11/02/18
k ALLIANCE DATA SYSTEM	P	08/31/16	08/27/18
l AMAZON.COM	P	08/31/16	01/31/18
m AMAZON.COM	P	08/31/16	06/08/18
n AMERICAN EXPRESS	P	08/31/16	06/20/18
o AMERN TOWNER CORP	P	09/29/16	11/01/18

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 4,349.		7,620.	<3,271.>
b 238,420.		250,000.	<11,580.>
c 162.		179.	<17.>
d 99,985.		105,140.	<5,155.>
e 4,505.		6,871.	<2,366.>
f 386.		480.	<94.>
g 4,319.		5,052.	<733.>
h 21,061.		10,873.	10,188.
i 116,276.		66,752.	49,524.
j 7,821.		9,065.	<1,244.>
k 42,990.		37,695.	5,295.
l 36,439.		19,145.	17,294.
m 25,239.		11,487.	13,752.
n 45,581.		30,833.	14,748.
o 71,797.		53,887.	17,910.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<3,271.>
b			<11,580.>
c			<17.>
d			<5,155.>
e			<2,366.>
f			<94.>
g			<733.>
h			10,188.
i			49,524.
j			<1,244.>
k			5,295.
l			17,294.
m			13,752.
n			14,748.
o			17,910.

2 Capital gain net income or (net capital loss) (If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7)

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

3

GENESEE MOUNTAIN FOUNDATION

CONTINUATION FOR 990-PF, PART IV

84-0762733

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4

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a ANADARKO PETE CORP	P	08/31/16	05/10/18
b AT MID CAP EQTY	P	09/06/16	03/21/18
c AT&T	P	10/06/16	11/27/18
d BERKSHIRE HATHAWAY	P	02/11/15	10/30/18
e BLACKROCK INC	P	08/31/16	01/29/18
f BROWN FORMAN CORP	P	08/31/16	03/01/18
g CHECK PT SOFTWARE	P	08/31/16	02/01/18
h CIGNA CORP	P	08/31/16	12/26/18
i CISCO SYSTEMS	P	08/31/16	05/10/18
j COGNIZANT TECH	P	08/31/16	09/14/18
k COLGATE PALMOLIVE	P	08/31/16	10/30/18
l COMCAST COR	P	08/31/16	11/11/18
m CVS HEALTH CORP	P	08/31/16	01/05/18
n EXPRESS SCRIPTS HLDG	P	08/31/16	12/24/18
o FEDERAL NTNL	P	01/03/17	12/14/18

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 56,826.		44,763.	12,063.
b 112,528.		91,758.	20,770.
c 50,000.		50,000.	0.
d 235,781.		166,626.	69,155.
e 25,522.		16,397.	9,125.
f 5,366.		4,154.	1,212.
g 16,275.		12,003.	4,272.
h 130.		130.	0.
i 27,376.		18,581.	8,795.
j 6,474.		4,865.	1,609.
k 37,225.		44,362.	<7,137.>
l 24,524.		18,898.	5,626.
m 27,887.		33,609.	<5,722.>
n 44,606.		25,936.	18,670.
o 50,000.		49,891.	109.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			12,063.
b			20,770.
c			0.
d			69,155.
e			9,125.
f			1,212.
g			4,272.
h			0.
i			8,795.
j			1,609.
k			<7,137.>
l			5,626.
m			<5,722.>
n			18,670.
o			109.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Not 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

GENESEE MOUNTAIN FOUNDATION

CONTINUATION FOR 990-PF, PART IV
84-0762733 PAGE 3 OF 4**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a FISERV INC	P	08/31/16	09/14/18
b GARRETT MTION INC	P	06/21/17	10/01/18
c HANESBRANDS INC	P	08/31/16	11/02/18
d HCA HEALTHCARE	P	08/31/16	01/19/18
e HOME DEPOT	P	08/31/16	07/27/18
f INTL FLAVORS	P	08/31/16	05/08/18
g ISHARES GOLD	P	12/02/14	11/14/18
h JHANCOCK GLBL	P	VARIOUS	03/21/18
i JPMORGAN MID CAP	P	VARIOUS	03/21/18
j MERK & CO	P	08/31/16	12/12/18
k MONSTER BEVERAGE	P	08/31/16	09/14/18
l NEXTERA ENERGY	P	08/31/16	10/26/18
m NVENT ELECTRIC	P	08/31/16	06/22/18
n NXP SEMICONDUCTORS	P	08/31/16	03/01/18
o NXP SEMICONDUCTORS	P	08/31/16	03/12/18

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 5,200.		3,303.	1,897.
b 987.		944.	43.
c 7,659.		12,520.	<4,861.>
d 6,551.		5,418.	1,133.
e 28,269.		19,162.	9,107.
f 13,275.		14,542.	<1,267.>
g 183,254.		184,704.	<1,450.>
h 827,819.		820,000.	7,819.
i 149,985.		140,197.	9,788.
j 26,056.		21,041.	5,015.
k 5,114.		4,405.	709.
l 16,086.		11,484.	4,602.
m 4,755.		3,532.	1,223.
n 9,636.		6,859.	2,777.
o 5,561.		3,957.	1,604.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,897.
b			43.
c			<4,861.>
d			1,133.
e			9,107.
f			<1,267.>
g			<1,450.>
h			7,819.
i			9,788.
j			5,015.
k			709.
l			4,602.
m			1,223.
n			2,777.
o			1,604.

2 Capital gain net income or (net capital loss) (If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7)

2

3 Net short term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

GENESEE MOUNTAIN FOUNDATION

CONTINUATION FOR 990-PF, PART IV

84-0762733

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	NXP SEMICONDUCTORS	P	08/31/16	04/20/18
b	OMNICOM GROUP	P	08/31/16	02/14/18
c	ORACLE CORP	P	08/31/16	12/18/18
d	PRAXAIR INC	P	08/31/16	10/31/18
e	RESIDEO TECHNOLOGIES	P	03/22/17	12/20/18
f	STANLEY BLACK AND DECK	P	10/06/17	11/01/18
g	STATE STREET CORP	P	10/21/16	05/15/18
h	STRYKER CORP	P	08/31/16	06/13/18
i	TJX COMPANIES	P	08/31/16	06/11/18
j	TWEEDY BROWNE GLOBAL	P	05/23/17	09/27/18
k	VALVOLINE INC	P	08/31/16	08/17/18
l	VIRTUS SEIX FLOAT	P	09/07/16	09/05/18
m	WHIRLPOOL	P	08/31/16	07/25/18
n	CAPITAL GAINS DIVIDENDS			
o				

(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	14,878.		12,487.	2,391.
b	42,822.		44,740.	<1,918.>
c	17,350.		15,529.	1,821.
d	82,542.		61,679.	20,863.
e	2,348.		2,528.	<180.>
f	6,787.		8,558.	<1,771.>
g	50,000.		50,000.	0.
h	26,947.		18,616.	8,331.
i	22,102.		17,956.	4,146.
j	99,985.		95,192.	4,793.
k	4,623.		4,504.	119.
l	153,486.		152,386.	1,100.
m	12,147.		17,472.	<5,325.>
n	94,308.			94,308.
o				

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			2,391.
b			<1,918.>
c			1,821.
d			20,863.
e			<180.>
f			<1,771.>
g			0.
h			8,331.
i			4,146.
j			4,793.
k			119.
l			1,100.
m			<5,325.>
n			94,308.
o			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	409,615.
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

GENESEE MOUNTAIN FOUNDATION

84-0762733

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
DENVER RESCUE MISSION P.O. BOX 5206 DENVER, CO 80217	NONE	501(C)(3)	CHARITABLE	1,000.
FATHER WOODY'S HAVEN OF HOPE 1101 W 7TH AVE DENVER, CO 80204	NONE	501(C)(3)	CHARITABLE	11,376.
FOOD BANK OF THE ROCKIES 10700 E 45TH AVENUE DENVER, CO 80239	NONE	501(C)(3)	CHARITABLE	1,000.
GIFT OF ADOPTION FUND P.O. BOX 567, 2001 WAUKEGAN ROAD, 5TH FLOOR TECHNY, IL 60082	NONE	501(C)(3)	CHARITABLE	2,500.
PROJECT ANGEL HEART 4950 WASHINGTON ST DENVER, CO 80216	NONE	501(C)(3)	CHARITABLE	37,000.
ROCKY MOUNTAIN PUBLIC BROADCASTING NETWORK 1089 BANNOCK STREET DENVER, CO 80204	NONE	501(C)(3)	CHARITABLE	1,000.
THE CHILDREN'S HOSPITAL COLORADO FOUNDATION 13123 E 16TH AVE, B045 AURORA, CO 80045	NONE	501(C)(3)	CHARITABLE	10,000.
THE OCEAN FOUNDATION 1320 19TH STREET, NW 5TH FLOOR WASHINGTON, DC 20036	NONE	501(C)(3)	CHARITABLE	3,000.
LUTHERAN MEDICAL CENTER FOUNDATION 8300 WEST 38TH AVENUE WHEAT RIDGE, CO 80033	NONE	501(C)(3)	CHARITABLE	1,000.
AMERICAN FRIENDS OF THE LOUVRE 305 EAST 47TH STREET, 10TH FLOOR NEW YORK, NY 10017	NONE	501(C)(3)	CHARITABLE	10,000.
Total from continuation sheets				410,414.

GENESEE MOUNTAIN FOUNDATION

84-0762733

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
ANDREW MCDONOUGH B+ FOUNDATION 101 ROCKLAND CIRCLE WILMINGTON, DE 19803	NONE	501(C)(3)	CHARITABLE	600.
ARTHRITIS FOUNDATION, INC. 1355 PEACHTREE ST, NE, #600 ATLANTA, GA 30309	NONE	501(C)(3)	CHARITABLE	25,000.
BOULDER COUNTY AIDS PROJECT 2118 14TH STREET BOULDER, CO 80302	NONE	501(C)(3)	CHARITABLE	3,000.
COLORADO BALLET 1075 SANTA FE DRIVE DENVER, CO 80204	NONE	501(C)(3)	CHARITABLE	20,000.
COLORADO SYMPHONY 1000 14TH STREET, NO. 15 DENVER, CO 80202	NONE	501(C)(3)	CHARITABLE	22,286.
DENVER ART MUSEUM, INC 100 W. 14TH AVENUE PARKWAY DENVER, CO 80204	NONE	501(C)(3)	CHARITABLE	1,000.
HABITAT FOR HUMANITY OF BOULDER VALLEY 1455 DIXON AVENUE, SUITE 210 LAFAYETTE, CO 80026	NONE	501(C)(3)	CHARITABLE	2,000.
IMMACULATE HEART OF MARY CATHOLIC CHURCH 11385 GRANT DRIVE NORTHGLENN, CO 80223	NONE	501(C)(3)	CHARITABLE	10,000.
JEFFERSON COUNTY LIBRARY FOUNDATION, INC. 10790 WEST 50TH AVENUE, #200 WHEAT RIDGE, CO 80033	NONE	501(C)(3)	CHARITABLE	7,500.
NATIONAL MULTIPLE SCLEROSIS SOCIETY 733 THIRD AVENUE NEW YORK, NY 10017	NONE	501(C)(3)	CHARITABLE	15,000.
Total from continuation sheets				

GENESEE MOUNTAIN FOUNDATION

84-0762733

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
OPERA COLORADO 4121 SOUTH NAVAJO STREET, #100 ENGLEWOOD, CO 80110	NONE	501(C)(3)	CHARITABLE	1,000.
ROCKY MOUNTAIN HONOR FLIGHT 1201 WILLIAMS STREET, #18 DENVER, CO 80218	NONE	501(C)(3)	CHARITABLE	20,000.
SAVUSAVU COMMUNITY FOUNDATION 10682 DOROTHY CIRCLE VILLA PARK, CA 92861	NONE	501(C)(3)	CHARITABLE	35,000.
THE HONOR BELL FOUNDATION, INC. P.O. BOX 1432 ENGLEWOOD, CO 80150	NONE	501(C)(3)	CHARITABLE	3,000.
THE METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	NONE	501(C)(3)	CHARITABLE	9,152.
THE RUSTIC PATHWAYS FOUNDATION, INC. 38046 2ND STREET, SUITE A WILLOUGHBY, OH 44094	NONE	501(C)(3)	CHARITABLE	136,000.
THE SENIOR HUB, INC. 9025 GRANT STREET, SUITE 150 THORNTON, CO 80229	NONE	501(C)(3)	CHARITABLE	1,000.
VICTORIA FALLS WILDLIFE TRUST P.O. BOX 23183 SAN DIEGO, CA 92193	NONE	501(C)(3)	CHARITABLE	10,000.
WE DON'T WASTE 5971 N. BROADWAY DENVER, CO 80216	NONE	501(C)(3)	CHARITABLE	1,000.
COMMON SENSE FOR SENIORS, INC 6415 CARMEN AVENUE INVER GROVE HEIGHTS, MN 55076	NONE	501(C)(3)	CHARITABLE	5,000.
Total from continuation sheets				

84-0762733

3 Grants and Contributions Paid During the Year (Continuation)**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
US BANK	6.	6.	
TOTAL TO PART I, LINE 3	6.	6.	

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
CHARLES SCHWAB	365,997.	94,308.	271,689.	271,689.	
TO PART I, LINE 4	365,997.	94,308.	271,689.	271,689.	

FORM 990-PF RENTAL EXPENSES STATEMENT 3

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
UTILITIES		8,464.	
PROPERTY TAX		13,728.	
ELECTRICAL		683.	
LANDSCAPE EXPENSE		11,545.	
NON REIMBURSED EXPENSE		10,429.	
REPAIRS		6,652.	
INSURANCE		4,238.	
		0.	
- SUBTOTAL -	1		55,739.
ELECTRICAL		0.	
LANDSCAPE		0.	
UNREIMBURSED EXPENSES		0.	
REPAIRS		0.	
PROPERTY TAX		0.	
UTILITIES		0.	
TOTAL RENTAL EXPENSES			55,739.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			<55,739.>

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 & PROFESSIONAL FEES	355.	0.		0.
TO FM 990-PF, PG 1, LN 16A	355.	0.		0.

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	9,534.	7,151.		0.
TO FORM 990-PF, PG 1, LN 16B	9,534.	7,151.		0.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	4,452.	4,452.		0.
TO FORM 990-PF, PG 1, LN 18	4,452.	4,452.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	4,850.	4,850.		0.
INVESTMENT FEES	98,534.	98,534.		0.
MANAGEMENT FEE	240,000.	0.		0.
MEALS	4,778.	0.		0.
MEMBERSHIP DUES	4,542.	0.		0.
MISCELLANEOUS	9,034.	0.		0.
OFFICE EXPENSE	9,416.	0.		0.
STORAGE RENT	3,756.	0.		0.
NON REIMBURSED EXPENSE	10,429.	10,429.		0.
TO FORM 990-PF, PG 1, LN 23	385,339.	113,813.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ADOBE SYSTEMS INC	43,222.	65,836.
ALLERGAN PLC	91,339.	52,127.
ALLIANCE DATA SYSTEM	21,679.	16,059.
ALPHABET INC CL A	43,524.	57,473.
ALPHABET INC CL C	142,204.	191,588.
AMAZON COM INC	131,322.	240,315.
AMERIPRISE FINANCIAL	14,293.	14,925.
AMETEK INC	12,718.	17,602.
AMPHENOL CORP	13,360.	17,338.
ANSYS INC	11,763.	17,582.
APPLE INC	75,941.	112,469.
APTIV PLC	14,777.	13,361.
ASHLAND GLOBAL HOLDINGS	9,135.	9,934.
AUTO DATA PROCESSING	57,558.	84,179.
AUTODESK INC	23,783.	27,137.
AUTOZONE INC	34,790.	39,402.
BERRY GLOBAL GROUP	16,731.	17,634.
BLACKROCK INC	64,638.	65,208.
BOEING CO	31,198.	77,400.
BORN WARNER INC	11,127.	9,206.
BRIGHT HORIZON FAM	8,256.	11,591.
BROWN FORMAN CORP	9,274.	11,419.
CAPITAL ONE FINL	46,739.	49,889.
CARTERS INC	16,104.	13,875.
CHEVRON CORPORATION	78,221.	71,040.
CHURCH & DWIGHT CO	17,014.	22,490.
CIGNA CORP	164,112.	121,739.
CIMAREX ENERGY CO	13,759.	8,138.
CISCO SYSTEMS INC	83,546.	114,565.
CITIGROUP INC	92,760.	87,253.
CITRIX SYSTEMS INC	6,490.	9,631.
COGNIZANT TECH SOLU	26,613.	29,518.
COMCAST CORPORATION	78,367.	81,754.
CONCHO RESOURCES INC	15,422.	12,438.
CROWN HOLDINGS INC	16,244.	13,178.
CVS HEALTH CORP	62,978.	51,826.
DANAHER CORP	94,678.	118,588.
DOLLAR GENERAL CORP	39,453.	57,931.
DOLLAR TREE INC	25,071.	27,367.
DOWDUPONT INC	99,659.	75,139.
EDWARDS LIFESCIENCES	16,868.	22,210.
EOG RESOURCES INC	58,050.	54,506.
EPAM SYSTEMS INC	17,944.	30,859.
EURONET WORLDWIDE	24,594.	31,533.
EXACT SCIENCES CORP	14,490.	17,542.
EXPEDIA INC	88,140.	68,604.
FMC CORP	12,173.	17,676.
FIDELITY NATL INFO	116,636.	137,725.
FISERV INC	97,986.	139,631.
FLEETCOR TECHNOLOGIES	13,425.	15,972.
FORTIVE CORPORATION	45,834.	56,022.
GLOBAL PAYMENTS INC	18,695.	25,267.

GENESEE MOUNTAIN FOUNDATION

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HCA HEALTHCARE INC	11,287.	18,668.
HD SUPPLY HLDGS INC	15,069.	15,646.
HEXCEL CORP	12,729.	13,991.
HOME DEPOT INC	57,619.	73,883.
HONEYWELL INTL INC	113,834.	116,001.
HUBBELL INC	18,071.	16,391.
HUMANA INC	11,388.	18,335.
HIS MARKIT LTD	13,788.	16,310.
INTERCONTINENTAL EXC	130,573.	143,654.
JAZZ PHARMACEUTICAL	16,331.	13,016.
JOHNSON & JOHNSON	106,604.	112,790.
JONES LANG LASALLE	10,044.	10,888.
JPMORGAN CHASE & CO	85,178.	123,489.
KANSAS CITY SOUTHERN	13,051.	13,172.
KINDER MORGAN INC	118,240.	83,283.
LIGAND PHARMA	5,452.	7,192.
LKQ CORP	16,304.	10,773.
MARRIOTT INTL INC	12,519.	18,889.
MASCO CORP	12,144.	9,474.
MEDTRONIC PLC	114,690.	120,522.
MERCK & CO INC	43,530.	52,799.
MICROCHIP TECHNOLOGY	21,323.	25,172.
MICROSOFT CORP	121,536.	214,313.
MOHAWK INDUSTRIES	15,426.	8,538.
MOSNTER BEVERAGE COR	25,408.	24,413.
MSCI INC	6,615.	11,647.
NEXTERA ENERGY INC	38,078.	54,753.
O REILLY AUTOMOTIVE	15,336.	18,938.
ORACLE CORPORATION	71,592.	78,471.
PARKER-HANNIFIN CORP	13,440.	13,273.
PENTAIR PLC	6,968.	6,725.
PEPSICO INC	73,864.	77,557.
PIONEER NATURAL RES	58,567.	45,374.
PRA HEALTH SCIENCES	16,519.	18,576.
PRUDENTIAL FINANCIAL	61,647.	63,527.
PTC INC	16,321.	30,010.
QUALCOMM INC	87,458.	82,007.
REDHAT INC	13,629.	25,292.
REXNORD CORP	12,416.	12,416.
ROPER TECHNOLOGIES	15,971.	23,987.
ROSS STORES INC	21,598.	28,954.
SBA COMMUNICATIONS	17,729.	25,255.
SKYWORKS SOLUTIONS	16,022.	14,409.
SPROUTS FARMERS MARK	13,163.	14,153.
STRYKER CORP	38,388.	52,041.
TD AMERITRADE HLDGS	10,579.	15,863.
TE CONNECTIVITY LTD	13,382.	15,958.
TELEFLEX INC	16,455.	18,611.
THERMO FISHER SCNTFC	53,368.	78,327.
TJX COMPANIES INC	42,021.	50,735.
TRACTOR SUPPLY COMP	13,021.	12,933.
TRANSUNION	12,478.	17,040.
US BANKCORP	72,331.	75,177.
ULTA BEAUTY INC	10,005.	10,038.
UNION PACIFIC CORP	54,066.	78,100.
UNITED TECHNOLOGIES	103,436.	95,938.
UNITEDHEALTH GRP INC	79,049.	144,739.
UNIVERSAL HLTH SVCS	16,920.	16,435.

GENESEE MOUNTAIN FOUNDATION

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VF CORPORATION	40,386.	46,728.
VISA INC	109,188.	169,015.
WELLS FARGO BK NA	111,322.	102,113.
WEX INC	10,698.	15,126.
XILINX INC	12,745.	15,245.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,903,606.	5,710,779.

FORM 990-PFCORPORATE BONDSSTATEMENT 9

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
US BANCORP	50,190.	49,895.
JOHN DEERE	50,410.	49,781.
CITIGROUP INC	50,257.	49,541.
JPMORGAN CHASE	52,182.	51,094.
UNITED TECHNOLOGIES	52,213.	50,582.
BANK OF AMERICA	53,182.	51,871.
GOLDMAN SACHS	54,050.	51,847.
MORGAN STANLEY	54,402.	52,427.
GLAXOSMITHKLINE	50,381.	49,279.
BLACKROCK INC	52,387.	50,153.
COCA COLA COMPANY	52,519.	50,092.
ORACLE CORP	52,527.	49,806.
CATERPILLAR FINL	52,448.	49,606.
COMCAST CORP	52,734.	48,549.
BERKSHIRE HATHAWAY	51,772.	48,393.
CONOCOPHILLIPS	56,275.	53,570.
TOTAL TO FORM 990-PF, PART II, LINE 10C	837,929.	806,486.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FHLB 1.125%	COST	50,030.	49,668.
FREDDIE MAC 1.25%	COST	50,111.	49,492.
BARCLAYS SELECT MLP ETN	COST	274,473.	212,760.
JP MORGAN CHASE ALERIAN	COST	775,924.	558,000.
IVA INTL FD	COST	574,860.	492,679.
JPMORGAN MID CAP VALUE	COST	245,800.	216,239.
MFS INSTL INTL EQUITY	COST	520,000.	472,375.
TWEEDY BROWNE GLOBAL VALUE FUND	COST	474,808.	454,322.
VERSUS CAP MULTI MNGR REAL ESTATE	COST	437,645.	454,763.
VERSUS CAP REAL ASSET FUND	COST	700,000.	688,396.
VIRTUS VONTOBEL EMRG	COST	510,000.	506,942.
AMERICAN TOWER CORP REIT	COST	60,076.	78,620.
EQUINIX INC REIT	COST	19,924.	19,038.
FEDERAL HOME LOAN 1.75%	COST	50,096.	50,096.
FEDERAL NTNL MO 1.75%	COST	50,340.	50,340.
FEDERAL HOME LOAN 1.25%	COST	49,782.	49,782.
FEDERAL NTNL MO 1.625%	COST	50,386.	50,386.
ALEXION PHARMA	COST	8,110.	5,939.
ANALOG DEVICES	COST	47,864.	49,610.
CENTENE CORP	COST	18,285.	16,603.
COOPER COMPANIES	COST	12,135.	12,980.
ENCOMPASS HEALTH	COST	17,334.	26,284.
KAR AUCTION SERVICES	COST	12,722.	10,260.
MARRIOTT VACATIONS	COST	9,693.	7,051.
OCCIDENTAL PETROL	COST	54,751.	43,764.
RAYTHEON CO	COST	86,855.	72,228.
T-MOBILE	COST	66,822.	72,452.
WESTERN ALLIANCE	COST	15,819.	10,544.
WORDPLAY INC	COST	24,019.	34,470.
ZOETIS INC	COST	46,301.	44,737.
VANGUARD SHORT TERM	COST	225,000.	226,068.
CIBC ATLAS INCM	COST	456,928.	473,600.
MATTHEWS PACIFIC TIGER	COST	380,000.	355,950.
LINDE PLC	COST	82,542.	78,800.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,459,435.	5,995,238.