

**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](http://www.irs.gov/Form990PF) for instructions and the latest information.

For calendar year 2017 or tax year beginning

, and ending

Name of foundation <b>GREATER ROCHESTER HEALTH FOUNDATION</b>		<b>A Employer identification number</b> 13-4301222
Number and street (or P.O. box number if mail is not delivered to street address) <b>150 STATE STREET</b>	Room/suite <b>100</b>	<b>B Telephone number</b> 585-258-1799
City or town, state or province, country, and ZIP or foreign postal code <b>ROCHESTER, NY 14614</b>		<b>C</b> If exemption application is pending, check here ... <input type="checkbox"/>
<b>G</b> 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		<b>D 1.</b> Foreign organizations, check here ... <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation ... <input type="checkbox"/>
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here ... <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <b>250,724,953.</b>	<b>J</b> Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>
(Part I, column (d) must be on cash basis.)		

<b>Part I Analysis of Revenue and Expenses</b> <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received .....			N/A	
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	<b>3</b> Interest on savings and temporary cash investments .....				
	<b>4</b> Dividends and interest from securities .....	5,041,980.	5,843,321.		STATEMENT 1
	<b>5a</b> Gross rents .....				
	<b>b</b> Net rental income or (loss) .....				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10 .....	12,700,534.			
	<b>b</b> Gross sales price for all assets on line 6a .....				
	<b>7</b> Capital gain net income (from Part IV, line 2) .....		9,324,262.		
	<b>8</b> Net short-term capital gain .....				
	<b>9</b> Income modifications .....				
	<b>10a</b> Gross sales less returns and allowances .....				
<b>b</b> Less: Cost of goods sold .....					
<b>c</b> Gross profit or (loss) .....					
<b>11</b> Other income .....	42,769.	1,142,602.		STATEMENT 2	
<b>12 Total.</b> Add lines 1 through 11 .....	17,785,283.	16,310,185.			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc. ....	443,976.	0.		443,976.
	<b>14</b> Other employee salaries and wages .....	380,977.	0.		373,261.
	<b>15</b> Pension plans, employee benefits .....	181,741.	0.		173,173.
	<b>16a</b> Legal fees ..... <b>STMT 3</b>	8,935.	0.		8,935.
	<b>b</b> Accounting fees ..... <b>STMT 4</b>	25,435.	0.		25,435.
	<b>c</b> Other professional fees ..... <b>STMT 5</b>	112,700.	0.		112,700.
	<b>17</b> Interest .....				
	<b>18</b> Taxes ..... <b>STMT 6</b>	385,439.	121,809.		50,439.
	<b>19</b> Depreciation and depletion .....	13,044.	31,240.		
	<b>20</b> Occupancy .....	91,067.	0.		91,067.
	<b>21</b> Travel, conferences, and meetings .....	28,420.	0.		28,420.
	<b>22</b> Printing and publications .....				
	<b>23</b> Other expenses ..... <b>STMT 7</b>	5,235,163.	2,244,012.		2,281,820.
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 .....	6,906,897.	2,397,061.		3,589,226.
	<b>25</b> Contributions, gifts, grants paid .....	7,239,038.			7,239,038.
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25 .....	14,145,935.	2,397,061.		10,828,264.	
<b>27</b> Subtract line 26 from line 12:					
<b>a</b> Excess of revenue over expenses and disbursements .....	3,639,348.				
<b>b</b> Net investment income (if negative, enter -0-)		13,913,124.			
<b>c</b> Adjusted net income (if negative, enter -0-)			N/A		

<b>Part II Balance Sheets</b> <small>Attached schedules and amounts in the description column should be for end-of-year amounts only.</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing .....			
	2 Savings and temporary cash investments .....	452,314.	7,978,323.	7,978,323.
	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 .....	40,892.	71,572.	71,572.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock <span style="float: right;">STMT 8</span> .....	108,271,829.	137,939,337.	137,939,337.
	c Investments - corporate bonds .....			
	11 Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans .....			
	13 Investments - other <span style="float: right;">STMT 9</span> .....	119,767,939.	104,729,706.	104,729,706.
	14 Land, buildings, and equipment: basis ▶ <span style="float: right;">887,235.</span> Less: accumulated depreciation ▶ <span style="float: right;">881,220.</span>	17,637.	6,015.	6,015.
15 Other assets (describe ▶ _____)				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) .....	228,550,611.	250,724,953.	250,724,953.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses .....	313,721.	450,637.	
	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 ▶ <span style="float: right;">STATEMENT 10</span> ) .....	153,766.	132,149.	
23 <b>Total liabilities</b> (add lines 17 through 22) .....	467,487.	582,786.		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26, and lines 30 and 31.</b>			
	24 Unrestricted .....	228,083,124.	250,142,167.	
	25 Temporarily restricted .....			
	26 Permanently restricted .....			
	<b>Foundations that do not follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	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 <b>Total net assets or fund balances</b> .....	228,083,124.	250,142,167.		
31 <b>Total liabilities and net assets/fund balances</b> .....	228,550,611.	250,724,953.		

**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	228,083,124.
2 Enter amount from Part I, line 27a .....	2	3,639,348.
3 Other increases not included in line 2 (itemize) ▶ <b>UNREALIZED GAINS</b> .....	3	18,419,695.
4 Add lines 1, 2, and 3 .....	4	250,142,167.
5 Decreases not included in line 2 (itemize) ▶ .....	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 .....	6	250,142,167.

**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				
b	<b>SEE ATTACHED STATEMENTS</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				<b>9,324,262.</b>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			<b>9,324,262.</b>

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	<b>9,324,262.</b>
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	<b>N/A</b>

**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))
2016	11,837,932.	221,153,654.	.053528
2015	11,890,022.	234,346,668.	.050737
2014	11,522,407.	243,150,947.	.047388
2013	10,948,018.	233,514,891.	.046884
2012	9,369,920.	217,713,545.	.043038

2	Total of line 1, column (d) .....	2	<b>.241575</b>
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	<b>.048315</b>
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5 .....	4	<b>237,104,876.</b>
5	Multiply line 4 by line 3 .....	5	<b>11,455,722.</b>
6	Enter 1% of net investment income (1% of Part I, line 27b) .....	6	<b>139,131.</b>
7	Add lines 5 and 6 .....	7	<b>11,594,853.</b>
8	Enter qualifying distributions from Part XII, line 4 .....	8	<b>10,828,264.</b>

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	278,262.
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	278,262.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	0.
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		5	278,262.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	90,000.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	200,000.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	290,000.	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.	
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9		
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	11,738.	
11 Enter the amount of line 10 to be: <b>Credited to 2018 estimated tax</b> 11,738.   <b>Refunded</b>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file <b>Form 1120-POL</b> for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 0. (2) On foundation managers. ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i> .		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ <u>NY</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 <i>General Instruction G</i> ? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

**Part VII-A Statements Regarding Activities** (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>WWW.THEGRHF.ORG</b>	N/A	
14 The books are in care of <b>THOMAS WESLEY, CFO</b> Telephone no. <b>585-258-1799</b> Located at <b>150 STATE STREET, 100, ROCHESTER, NY</b> ZIP+4 <b>14614</b>		
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 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input 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 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here	N/A	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?		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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? If "Yes," list the years	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017.)	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 2017?		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  Yes  No **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?  Yes  No **N/A**

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?  Yes  No **N/A**

	Yes	No
<b>5b</b>		
<b>6b</b>		<b>X</b>
<b>7b</b>		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		443,976.	66,020.	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
SHARON LEGETTE-SOBERS - 150 STATE STREE SUITE 100, ROCHESTER, NY 14614	SENIOR PROGRAM OFFICER 40.00	110,542.	29,906.	0.
HEIDI BURKE - 150 STATE STREE SUITE 100, ROCHESTER, NY 14614	SENIOR PROGRAM OFFICER 40.00	95,188.	32,214.	0.
JUSTIN RAND - 150 STATE STREE SUITE 100, ROCHESTER, NY 14614	DIRECTOR OF ACCOUNTING AND ADMINIST 40.00	88,175.	28,324.	0.
BARBARA ZAPPIA - 150 STATE STREE SUITE 100, ROCHESTER, NY 14614	CHIEF LEARNING OFFICER 40.00	89,481.	20,020.	0.
MAYNOR GONZALEZ - 150 STATE STREE SUITE 100, ROCHESTER, NY 14614	PROGRAM OFFICER 40.00	89,122.	14,122.	0.
<b>Total number of other employees paid over \$50,000</b>			<b>0</b>	

**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
NEPC, LLC BOX 4110, WOBURN, MA 01888-4110	CONSULTING	231,993.
MCDUGALL COMMUNICATIONS 121 RUE DE VILLE, ROCHESTER, NY 14618	CONSULTING	130,338.
DEBORAH PUNTENNEY 410 RIDGE AVENUE APT 23-3, EVANSTON, IL 60202	CONSULTING	125,621.
DIANE LARTER 450 WELLINGTON AVENUE, ROCHESTER, NY 14619	CONSULTING	96,975.
ARIA STRATEGIES LLC 990 SOUTH CLINTON AVENUE, ROCHESTER, NY 14620	CONSULTING	95,405.
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 N/A	
2	
3	
4	

**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		
3 All other program-related investments. See instructions.		
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	238,749,739.
b	Average of monthly cash balances .....	1b	1,965,871.
c	Fair market value of all other assets .....	1c	
d	<b>Total</b> (add lines 1a, b, and c) .....	1d	240,715,610.
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	240,715,610.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) .....	4	3,610,734.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 .....	5	237,104,876.
6	<b>Minimum investment return.</b> Enter 5% of line 5 .....	6	11,855,244.

**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	11,855,244.
2a	Tax on investment income for 2017 from Part VI, line 5 .....	2a	278,262.
b	Income tax for 2017. (This does not include the tax from Part VI.) .....	2b	
c	Add lines 2a and 2b .....	2c	278,262.
3	Distributable amount before adjustments. Subtract line 2c from line 1 .....	3	11,576,982.
4	Recoveries of amounts treated as qualifying distributions .....	4	0.
5	Add lines 3 and 4 .....	5	11,576,982.
6	Deduction from distributable amount (see instructions) .....	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 .....	7	11,576,982.

**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	10,828,264.
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	0.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4 .....	4	10,828,264.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b .....	5	0.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 .....	6	10,828,264.

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.



**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				11,576,982.
2 Undistributed income, if any, as of the end of 2017:				
a Enter amount for 2016 only			9,828,520.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ 10,828,264.				
a Applied to 2016, but not more than line 2a			9,828,520.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				999,744.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				10,577,238.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9) 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 2017, 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				(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
<b>b</b> 85% of line 2a					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test - enter:					
<b>(1)</b> Value of all assets					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
<b>c</b> "Support" alternative test - enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> 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:

**SEE STATEMENT 12**

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

**c** Any submission deadlines:

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

**Part XV** Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
ACTION FOR A BETTER COMMUNITY 550 E. MAIN STREET ROCHESTER, NY 14604	UNRELATED	PC	GRANTS - COMMUNITY, GRANTS - OPPORTUNITY 2015	31,240.
AL SIGL COMMUNITY OF AGENCIES 280 SANFORD STREET ROCHESTER, NY 14620	UNRELATED	PC	OTHER GRANT INITIATIVES	5,000.
ANTHONY L. JORDAN HEALTH CENTER 82 HOLLAND STREET ROCHESTER, NY 14605	UNRELATED	PC	GRANTS - OPPORTUNITY 2014	6,250.
CAYUGA/SENECA COMMUNITY ACTION AGENCY, INC 1 BROOKFIELD PL AUBURN, NY 13021	UNRELATED	PC	COMMUNITY HEALTH GRANT	4,406.
CHILDREN'S INSTITUTE 274 GOODMAN ST. N ROCHESTER, NY 14607	UNRELATED	PC	GRANTS - OPPORTUNITY 2015, OTHER GRANT INITIATIVES	243,258.
<b>Total</b> ..... <b>SEE CONTINUATION SHEET(S)</b> ..... <b>▶ 3a</b>				7,239,038.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b> ..... <b>▶ 3b</b>				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include 1 Program service revenue, 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities, 5 Net rental income or (loss) from real estate, 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory, 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue (RETURN OF UNUSED GRANTS), 12 Subtotal, 13 Total.

(See worksheet in line 13 instructions to verify calculations.)

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

Table with 2 columns: 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). Row 11: TO IMPROVE THE HEALTH OF RESIDENTS OF THE ROCHESTER AREA

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

Table with 3 columns: Question, Yes, No. Includes questions 1a through 1c regarding transfers and transactions.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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

Table with 5 columns: Print/Type preparer's name, Preparer's signature, Date, Check self-employed, PTIN. Includes firm information like DEJOY, KNAUF & BLOOD, LLP.

**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	ABERDEEN EMERGING MARKETS SMALLER COMPANIES FUND			
b	AETHER REAL ASSETS II LP			
c	AETHER REAL ASSETS II LP			
d	AETHER REAL ASSETS III LP			
e	AG REALTY FUND VIII LP			
f	AMBERBROOK V LLC			
g	AMBERBROOK V LLC			
h	CARLYLE REALTY PARTNERS VI LP			
i	FR XII-A ALPHA AIV, LP			
j	FR XII-A BRAVO VEHICLE, LP			
k	FR XII-A DELTA AIV, LP			
l	FR XII-A PARALLEL VEHICLE, LP			
m	FR XII-A PARALLEL VEHICLE, LP			
n	FR XII-A RHINO, LP			
o	GROSVENOR INSTITUTIONAL PARTNERS, LP			

	(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				419,375.
b				-1,740.
c				148,969.
d				2,726.
e				147,128.
f				129.
g				80,794.
h				207,089.
i				4,473.
j				54.
k				-188,364.
l				-479,008.
m				4,695.
n				22,262.
o				194.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			419,375.
b			-1,740.
c			148,969.
d			2,726.
e			147,128.
f			129.
g			80,794.
h			207,089.
i			4,473.
j			54.
k			-188,364.
l			-479,008.
m			4,695.
n			22,262.
o			194.

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

**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	INDUSTRY VENTURES FUND VI, LP			
b	INDUSTRY VENTURES FUND VI, LP			
c	INDUSTRY VENTURES SECONDARY VI, LP			
d	INDUSTRY VENTURES SECONDARY VI, LP			
e	INDUSTRY VENTURES SECONDARY VII, LP			
f	INDUSTRY VENTURES SECONDARY VII, LP			
g	NEWSTONE CAPITAL PARTNERS II, LP			
h	PARK SQUARE CAPITAL CREDIT OPPORTUNITIES II LP			
i	PERELLA WEINBERG PARTNERS ABV OPPORTUNITY OFFSHOR			
j	PINNACLE NATURAL RESOURCES, LP			
k	PINNACLE NATURAL RESOURCES, LP			
l	PRIVATE ADVISORS SMALL COMPANY BUYOUT FUND V, LP			
m	PRIVATE ADVISORS SMALL COMPANY BUYOUT FUND V, LP			
n	SECONDARY OPPORTUNITIES FUND III LP			
o	SECONDARY OPPORTUNITIES FUND III LP			

	(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				292.
b				-145,714.
c				-900.
d				-6,135.
e				447.
f				2,696.
g				7,296.
h				404.
i				3,222.
j				-62,714.
k				23,758.
l				8,678.
m				223,383.
n				-827.
o				177,233.

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				292.
b				-145,714.
c				-900.
d				-6,135.
e				447.
f				2,696.
g				7,296.
h				404.
i				3,222.
j				-62,714.
k				23,758.
l				8,678.
m				223,383.
n				-827.
o				177,233.

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	

**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	SIGULER GUFF DISTRESSED OPPORTUNITIES FUND III, L			
b	SIGULER GUFF DISTRESSED OPPORTUNITIES FUND III, L			
c	SIGULER GUFF DISTRESSED OPPORTUNITIES FUND IV, LP			
d	SIGULER GUFF DISTRESSED OPPORTUNITIES FUND IV, LP			
e	SIGULER GUFF DISTRESSED REAL ESTATE OPPORTUNITIES			
f	SILCHESTER INTERNATIONAL INVESTORS			
g	SILCHESTER INTERNATIONAL INVESTORS			
h	THE EMERGING MARKETS COUNTRY FUND (CITY OF LONDON			
i	THE EMERGING MARKETS COUNTRY FUND (CITY OF LONDON			
j	WARBURG PINCUS (EUROPA) PRIVATE EQUITY XI CAYMAN			
k	WARBURG PINCUS (EUROPA) PRIVATE EQUITY XI CAYMAN			
l	WARBURG PINCUS PRIVATE EQUITY (E&P) XI-A LP			
m	WARBURG PINCUS PRIVATE EQUITY (E&P) XI-A LP			
n	WARBURG PINCUS PRIVATE EQUITY (LEXINGTON) XI-A LP			
o	WARBURG PINCUS PRIVATE EQUITY (LEXINGTON) XI-A LP			

	(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				-97.
b				105,287.
c				4,169.
d				50,271.
e				87,536.
f				149,238.
g				768,088.
h				-64,288.
i				-130,347.
j				-234.
k				83,940.
l				-3,352.
m				162,122.
n				4,035.
o				9,164.

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				-97.
b				105,287.
c				4,169.
d				50,271.
e				87,536.
f				149,238.
g				768,088.
h				-64,288.
i				-130,347.
j				-234.
k				83,940.
l				-3,352.
m				162,122.
n				4,035.
o				9,164.

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	



**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	WARBURG PINCUS PRIVATE EQUITY (INTERNATIONAL) LP			
b	WARBURG PINCUS PRIVATE EQUITY (UNIVERSAL) LP			
c	ABERDEEN EMERGING MARKETS SMALLER COMPANIES FUND			
d	APOLLO EUROPEAN FUND II (PFIC)			
e	ARTISAN GLOBAL OPPORTUNITIES			
f	ATLANTA CAPITAL (RX-54)			
g	DREYFUS STANDISH MELLON EMG MKT DEBT			
h	FRONTPOINT (SJC OFFSHORE)			
i	GMO GAAR			
j	ISHARES MSCI EMERGING MARKETS ETF			
k	ISHARES CORE S&P 500 INDEX FUND			
l	ISHARES MSCI EAFE ETF			
m	PERMAL PRIVATE EQUITY			
n	RIVERSTONE			
o	ROBECO PREMIUM EQUITY FUND (RX-52)			

	(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				289,116.
b				7,778.
c				10,432.
d				110,131.
e				3,904,256.
f				347,588.
g				-367,543.
h				-644,095.
i				1,956,725.
j				-4,856.
k				11,050.
l				-2,042.
m				131,914.
n				41,105.
o				814,922.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			289,116.
b			7,778.
c			10,432.
d			110,131.
e			3,904,256.
f			347,588.
g			-367,543.
h			-644,095.
i			1,956,725.
j			-4,856.
k			11,050.
l			-2,042.
m			131,914.
n			41,105.
o			814,922.

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	

**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 VAN ECK HARD ASSET FUND			
b WELLS (RX-53)			
c RCP FUND I FEEDER, LP			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
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			-143,477.
b			988,466.
c			47,365.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-143,477.
b			988,466.
c			47,365.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
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	9,324,262.
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 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
COMMON GROUND HEALTH 1150 UNIVERSITY AVE, BUILDING 5 ROCHESTER, NY 14607	UNRELATED	PC	GRANTS - ADVOCACY, OTHER GRANT INITIATIVES	64,000.
CONNECTED COMMUNITIES, INC. 410 ATLANTIC AVE BLD. #2 ROCHESTER, NY 14609	UNRELATED	PC	OTHER GRANT INITIATIVES	25,000.
CORNELL COOPERATIVE EXTENSION OF WAYNECTY 1581 ROUTE 88 NORTH NEWARK, NY 14513	UNRELATED	PC	NEIGHBORHOOD HEALTH STATUS - OTHER	195,000.
EPISCOPAL SENIORLIFE COMMUNITIES 535 MT. HOPE AVE ROCHESTER, NY 14620	UNRELATED	PC	GRANTS - OPPORTUNITY 2016	52,720.
EUGENIO MARIA DE HOSTOS CHARTER SCHOOL 27 ZIMBRICH STREET ROCHESTER, NY 14621	UNRELATED	PC	GRANTS - SCHOOLS	134,380.
GENESEE VALLEY NURSES ASSOCIATION PO BOX 92298 ROCHESTER, NY 14692	UNRELATED	PC	OTHER GRANT INTIATIVES	50,000.
IBERO-AMERICAN ACTION LEAGUE, INC. 817 E MAIN STREET ROCHESTER, NY 14605	UNRELATED	PC	COMMUNITY HEALTH GRANT, OTHER GRANT INITIATIVES	30,000.
IBERO-AMERICAN DEVELOPMENT CORPORATION 954 CLIFFORD AVE ROCHESTER, NY 14621	UNRELATED	PC	COMMUNITY HEALTH GRANT, NEIGHBORHOOD HEALTH STATUS - OTHER	237,411.
LIVINGSTON COUNTY EMERGENCY MEDICAL SERVI 3360 GYPSY LANE MT. MORRIS, NY 14510	UNRELATED	PC	CLINICAL SERVICES FOR OLDER ADULTS	155,825.
MONROE COMMUNITY COLLEGE FOUNDATION 1057 E. HENRIETTA ROAD ROCHESTER, NY 14623	UNRELATED	PC	GRANTS - COMMUNITY	678,869.
<b>Total from continuation sheets</b>				<b>6,948,884.</b>

**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
NATIVITY PREPATORY ACADEMY 15 WHALIN STREET ROCHESTER, NY 14620	UNRELATED	PC	OTHER GRANT INITIATIVES	4,000.
NORTH EAST AREA DEVELOPMENT, INC. 360 WEBSTER AVE ROCHESTER, NY 14609	UNRELATED	PC	COMMUNITY HEALTH GRANT	6,281.
PARTNERSHIP FOR ONTARIO COUNTY, INC. 5297 PARKSIDE DRIVE SUITE 307 CANANDAIGUA, NY 14424	UNRELATED	PC	COMMUNITY HEALTH GRANT	81,800.
PLUTA CANCER CENTER FOUNDATION 125 RED CREEK DRIVE #100 ROCHESTER, NY 14623	UNRELATED	PC	OTHER GRANT INITIATIVES	250.
RIVER FLOW SOCCER CLUB PO BOX 10061 ROCHESTER, NY 14610	UNRELATED	PC	GRANTS - COMMUNITY	22,230.
ROCHESTER CITY SCHOOL DISTRICT 131 W. BROAD STREET ROCHESTER, NY 14614	UNRELATED	PC	GRANTS - SCHOOLS	545,342.
ROCHESTER GENERAL HOSPITAL 1425 PORTLAND AVE ROCHESTER, NY 14621	UNRELATED	PC	GRANTS - OPPORTUNITY 2016	180,090.
ROCHESTER INSTITUTE OF TECHNOLOGY 1 LOMB MEMORIAL DRIVE ROCHESTER, NY 14623	UNRELATED	PC	OTHER GRANT INITIATIVES	5,000.
ROCHESTER REGIONAL HEALTH SYSTEM 100 KINGS HIGHWAY S ROCHESTER, NY 14617	UNRELATED	PC	GRANTS - OPPORTUNITY 2015, OTHER GRANT INITIATIVES	230,852.
S2AY RURAL HEALTH NETWORK PO BOX 97 CORNING, NY 14830	UNRELATED	PC	NEIGHBORHOOD HEALTH STATUS - OTHER	292,500.
<b>Total from continuation sheets</b> .....				

**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
SOCIETY FOR PROTECTION & CARE OF CHILDREN 148 S FITZHUGH STREET ROCHESTER, NY 14608	UNRELATED	PC	GRANTS - OPPORTUNITY 2016	387,132.
ST. JOHN'S SENIOR SERVICES 150 HIGHLAND AVE ROCHESTER, NY 14620	UNRELATED	PC	CLINICAL SERVICES FOR OLDER ADULTS	172,631.
ST. JOSEPH'S NEIGHBORHOOD CENTER 417 SOUTH AVE ROCHESTER, NY 14620	UNRELATED	PC	COMMUNITY HEALTH GRANT, GRANTS - OPPORTUNITY 2015, OTHER GRANT INITIATIVES	124,656.
UNCOMMON SCHOOLS C/O RHF 826 BROADWAY 9TH FLOOR NEW YORK, NY 10003	UNRELATED	PC	OTHER GRANT INITIATIVES	2,000.
UNITED WAY OF GREATER ROCHESTER 75 COLLEGE AVE ROCHESTER, NY 14607	UNRELATED	PC	OTHER GRANT INITIATIVES	16,000.
UNIVERSITY OF ROCHESTER 252 ELMWOOD AVE ROCHESTER, NY 14642	UNRELATED	PC	CLINICAL SERVICES FOR OLDER ADULTS, GRANTS - OPPORTUNITY 2015, OTHER GRANT INITIATIVES	1,157,521.
UNIVERSITY OF ROCHESTER MEDICAL CENTER 601 ELMWOOD AVE ROCHESTER, NY 14642	UNRELATED	PC	GRANTS - OPPORTUNITY 2016	577,683.
URBAN LEAGUE OF ROCHESTER, N.Y., INC. 265 N CLINTON AVE ROCHESTER, NY 14605	UNRELATED	PC	OTHER GRANT INITIATIVES, COMMUNITY HEALTH GRANT	30,000.
VISITING NURSE FOUNDATION 2180 EMPIRE BLVD. WEBSTER, NY 14580	UNRELATED	PC	OTHER GRANT INITIATIVES	5,000.
YMCA OF GREATER ROCHESTER 444 E MAIN STREET ROCHESTER, NY 14604	UNRELATED	PC	GRANTS - COMMUNITY, OTHER GRANT INITIATIVES	216,301.
<b>Total from continuation sheets</b> .....				

**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
13THIRTY CANCER CONNECT, INC 1000 ELMWOOD AVE ROCHESTER , NY 14620	UNRELATED		COMMUNITY HEALTH GRANT	6,934.
AMERICAN HEART ASSOCIATION 300 5TH AVENUE, SUITE 6 WALTHAM, MA 02451	UNRELATED		GRANTS- OPPORTUNITY 2017	132,566.
AMERICAN RED CROSS PO BOX 37839 BOONE , IA 50037	UNRELATED		GRANTS- OPPORTUNITY 2017	11,000.
BISHOP KEARNEY HIGH SCHOOL 125 KINGS HIGHWAY ROCHESTER, NY 14617	UNRELATED		OTHER GRANT INITIATIVES	2,000.
BIVONA CHILD ADVOCACY CENTER 1 MT HOPE AVE ROCHESTER, NY 14620	UNRELATED		OTHER GRANT INITIATIVES	250.
BOOST TUTORS FOR CHRONICALLY ILL CHILDREN 200 WESTFALL RD ROCHESTER , NY 14620	UNRELATED		OTHER GRANT INITIATIVES	2,500.
BOYS AND GIRLS CLUBS OF ROCHESTER 500 GENESEE ST ROCHESTER , NY 14611	UNRELATED		COMMUNITY HEALTH GRANT	12,000.
CAMERON COMMUNITY MINISTRIES 48 CAMERON ST ROCHESTER , NY 14606	UNRELATED		COMMUNITY HEALTH GRANT	23,000.
CARE-A-VAN MINISTRIES 4 LEWIS AVE BATAVIA , NY 14020	UNRELATED		COMMUNITY HEALTH GRANT	6,079.
CHALLENGER MIRACLE FIELD OF GREATER ROCH PO BOX 826 WEBSTER, NY 14580	UNRELATED		COMMUNITY HEALTH GRANT	15,000.
<b>Total from continuation sheets</b> .....				

**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
CITY OF BATAVIA HOUSING AUTHORITY 400 EAST MAIN STREET BATAVIA , NY 14020	UNRELATED		COMMUNITY HEALTH GRANT	11,029.
COMMUNITY PARTNERS FOR YOUTH PO BOX 42 MONTERE , CA 93942	UNRELATED		COMMUNITY HEALTH GRANT	17,074.
COMPEER ROCHESTER, INC. 259 MONRO AVE ROCHESTER, NY 14607	UNRELATED		COMMUNITY HEALTH GRANT	6,938.
CONSUMER CREDIT SERVICES OF ROCHESTER 1000 UNIVERSITY AVE, SUITE 900 ROCHESTER , NY 14607	UNRELATED		COMMUNITY HEALTH GRANT	5,300.
DAYSTAR FOR MEDICALLY FRAGILE CHILDREN 700 LAC DE VILLE BLVD ROCHESTER , NY 14618	UNRELATED		COMMUNITY HEALTH GRANT	39,940.
EQUICENTER INC 3247 RUSH MENDON ROAD HONEOYE FALLS , NY 14472	UNRELATED		OTHER GRANT INITIATIVES	500.
FOCUS ON THE CHILDREN PO BOX 31 CALEDONIA , NY 14423	UNRELATED		COMMUNITY HEALTH GRANT	12,000.
FOODLINK, INC. 1999 MT READ BLVD ROCHESTER , NY 14615	UNRELATED		COMMUNITY HEALTH GRANT	15,000.
FRIENDS OF THE ROCHESTER PUBLIC MARKET 280 N. UNION STREET ROCHESTER , NY 14609	UNRELATED		COMMUNITY HEALTH GRANT	6,605.
GARTH FAGAN DANCE INC. 50 CHESTNUT STREET ROCHESTER, NY 14604	UNRELATED		COMMUNITY HEALTH GRANT	14,765.
<b>Total from continuation sheets</b> .....				

**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
GENESEE REGION HOME CARE ASSOCIATION, INC 3111 S WINTON ROAD ROCHESTER, NY 14623	UNRELATED		OTHER GRANT INITIATIVES	188,940.
GIGI'S PLAYHOUSE OF ROCHESTER 372 GOODMAN ST N ROCHESTER, NY 14607	UNRELATED		COMMUNITY HEALTH GRANT	13,144.
GILDA'S CLUB ROCHESTER 225 ALEXANDER ST ROCHESTER, NY 14607	UNRELATED		COMMUNITY HEALTH GRANT	14,800.
GILLAM-GRANT COMMUNITY CENTER 6966 W BERGEN ROAD BERGEN, NY 14416	UNRELATED		COMMUNITY HEALTH GRANT	15,029.
GLOW YOUNG MEN'S CHRISTIAN ASSOCIATION 209 EAST MAIN STREET BATAVIA, NY 14020	UNRELATED		COMMUNITY HEALTH GRANT	17,600.
GREATER ROCHESTER AREA PARTNERSHIP FOR EL 100 MCAU;EY DRIVE, SUITE 2000 ROCHESTER, NY 14610	UNRELATED		COMMUNITY HEALTH GRANT	8,000.
GREATER ROCHESTER REGIONAL HEALTH INFORMA 100 KINGS HIGHWAY ROCHESTER, NY 14617	UNRELATED		GRANTS- OPPORTUNITY 2017	108,578.
GREATER ROCHESTER SUMMER LEARNING ASSOCIA 274 GOODMAN ST N ROCHESTER, NY 14607	UNRELATED		COMMUNITY HEALTH GRANT	10,000.
HEALTH RESEARCH, INC. 150 BORADWAY MENANDS, NY 12204	UNRELATED		OTHER GRANT INITIATIVES	25,000.
HIS BRANCHES, INC. 342 ARNETT BOULEVARD, SUITE 1 ROCHESTER, NY 14619	UNRELATED		COMMUNITY HEALTH GRANT	11,567.
<b>Total from continuation sheets</b> .....				



**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
HOME MEAL SERVICE, INC. 1519 NYE ROAD #400 LYONS , NY 14489	UNRELATED		COMMUNITY HEALTH GRANT	4,000.
HONEOYE FALLS-MENDON VOLUNTEER AMBULANCE 210 EAST ST HONEOYE FALLS , NY 14472	UNRELATED		COMMUNITY HEALTH GRANT	24,687.
HOPE LUTHERAN FOOD PANTRY 1301 VINTAGE LN ROCHESTER, NY 14626	UNRELATED		COMMUNITY HEALTH GRANT	7,500.
JEWISH HOME FOUNDATION 2021 S WINTON ROAD ROCHESTER, NY 14618	UNRELATED		OTHER GRANT INITIATIVES	7,500.
LEGAL ASSISTANCE OF WESTERN NEW YORK, INC 1427, 1 W MAIN ST #400 ROCHESTER, NY 14614	UNRELATED		GRANTS- OPPORTUNITY 2017	91,998.
LIFESPAN OF GREATER ROCHESTER 1900 SOUTH CLINTON AVE ROCHESTER, NY 14618	UNRELATED		COMMUNITY HEALTH GRANT	5,000.
MARY'S PLACE OUTREACH 414 LEXINGTON AVE ROCHESTER, NY 14613	UNRELATED		COMMUNITY HEALTH GRANT	3,500.
MENTAL HEALTH ASSOCIATION OF ROCHESTER 320 GOODMAN ST N #202 ROCHESTER, NY 14607	UNRELATED		COMMUNITY HEALTH GRANT	5,545.
NATIONAL AUDUBON SOCIETY, INC. 225 VARICK ST NEW YORK , NY 10014	UNRELATED		COMMUNITY HEALTH GRANT	10,146.
OASIS ADAPTIVE SPORTS, INC. 4 HONEOYE COMMONS PO BOX 706 HONEOYE , NY 14471	UNRELATED		COMMUNITY HEALTH GRANT	9,558.
<b>Total from continuation sheets</b> .....				

**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
PARTNERS IN DEAF HEALTH, INC. 49 RED HICKORY DRIVE ROCHESTER, NY 14626	UNRELATED		COMMUNITY HEALTH GRANT	11,456.
PERINTON ECUMENICAL MINISTRIES DBA ADVENT 1010 MOSLEY ROAD FAIRPORT, NY 14450	UNRELATED		COMMUNITY HEALTH GRANT	6,163.
QUAD A FOR KIDS 500 EAST AVE ROCHESTER, NY 14607	UNRELATED		COMMUNITY HEALTH GRANT	13,128.
R COMMUNITY BIKES 226 HUDSON AVE ROCHESTER, NY 14605	UNRELATED		COMMUNITY HEALTH GRANT	9,880.
RENAISSANCE ACADEMY CHARTER SCHOOL 299 KIRK ROAD ROCHESTER, NY 14612	UNRELATED		COMMUNITY HEALTH GRANT	32,000.
RH CUB CARE ZONE 2034 LEHIGH STATION ROAD HENRIETTA, NY 14467	UNRELATED		COMMUNITY HEALTH GRANT	5,295.
ROCHESTER ACCESSIBLE ADVENTURES 2165 BRIGHTON HENRIETTA TOWNLIN ROAD ROCHESTER, NY 14623	UNRELATED		COMMUNITY HEALTH GRANT	20,000.
ROCHESTER BIBLE BAPTIST CHURCH 274 MERCHANTS RD ROCHESTER, NY 14609	UNRELATED		COMMUNITY HEALTH GRANT	12,379.
ROCHESTER CHILDFIRST NETWORK 941 SOUTH AVE ROCHESTER, NY 14620	UNRELATED		COMMUNITY HEALTH GRANT	8,873.
ROCHESTER MARKET DRIVEN COMMUNITY CORP. P.O. BOX 14809 ROCHESTER, NY 14614	UNRELATED		OTHER GRANT INITIATIVES	50,000.
<b>Total from continuation sheets</b>				

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ROCHESTER REGIONAL HEALTH FOUNDATION 100 KINGS HIGHWAY SOUTH ROCHESTER , NY 14617	UNRELATED		OTHER GRANT INITIATIVES	10,000.
ROCHESTER ZEN CENTER 7 ARNOLD PARK ROCHESTER , NY 14607	UNRELATED		OTHER GRANT INITIATIVES	10,000.
ROYAL CHURCH OF GOD IN CHRIST (COGIC) 997 SAWYER ROAD KENT, NY 14477	UNRELATED		COMMUNITY HEALTH GRANT	9,068.
SAMARITAN WOMEN, INC. 360 WELLINGTON AVE ROCHESTER , NY 14619	UNRELATED		COMMUNITY HEALTH GRANT	11,960.
SENECA WATERWAYS COUNCIL, BOYS SCOUTS 2320 BRIGHTON HENRIETTA TOWN LINE RD ROCHESTER , NY 14623	UNRELATED		COMMUNITY HEALTH GRANT	12,071.
ST. MARK'S & ST. JOHN'S EPISCOPAL CHURCH 1245 CULVER ROAD ROCHESTER , NY 14609	UNRELATED		COMMUNITY HEALTH GRANT	2,426.
THE CENTER FOR TEEN EMPOWERMENT 392 GENESEE STREET ROCHESTER , NY 14611	UNRELATED		OTHER GRANT INITIATIVES	500.
THE CHILDREN'S AGENDA 1 S WASHINGTON ST #120 ROCHESTER , NY 14614	UNRELATED		OTHER GRANT INITIATIVES	40,000.
THOMPSON HEALTH ASSEMBLY DR MENDON, NY 14506	UNRELATED		OTHER GRANT INITIATIVES	10,000.
TOWN OF HAMLIN RECREATION DEPT 1658 LAKE ROAD N HAMLIN, NY 14464	UNRELATED		COMMUNITY HEALTH GRANT	2,500.
<b>Total from continuation sheets</b> .....				

**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
TRUE NORTH ROCHESTER PREPATORY CHARTER SC 1020 MAPLE ST ROCHESTER , NY 14611	UNRELATED		COMMUNITY HEALTH GRANT	6,500.
VILLA OF HOPE 3300 DEWEY AVE ROCHESTER , NY 14616	UNRELATED		COMMUNITY HEALTH GRANT	25,000.
WHEATLAND CHILI CENTRAL SCHOOL DISTRICT 13 BECKWITH AVE SCOTTSVILLE , NY 14546	UNRELATED		CHILDREN'S SOCIAL AND EMOTIONAL HEALTH GRANT	14,948.
YATES COUNTY PUBLIC HEALTH DEPT 417 LIBERTY ST #2120 PENN YAN , NY 14527	UNRELATED		COMMUNITY HEALTH GRANT	7,135.
YWCA OF GENESEE COUNTY, INC. 301 NORTH STREET BATAVIA , NY 14020	UNRELATED		COMMUNITY HEALTH GRANT	14,556.
<b>Total from continuation sheets</b> .....				

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ABERDEEN EMERGING MARKETS SMALLER COMPANIES FUND	149,605.	0.	149,605.	314,806.	
AETHER REAL ASSETS II LP	0.	0.	0.	7,065.	
AETHER REAL ASSETS III LP	0.	0.	0.	2,958.	
AG REALTY FUND VIII LP	0.	0.	0.	10,558.	
AMBERBROOK V LLC	0.	0.	0.	3,160.	
ARTISAN GLOBAL OPPORTUNITIES	14,290.	0.	14,290.	14,290.	
ASHMORE EMERGING MARKET DEBT STRATEGY	864,740.	0.	864,740.	864,740.	
ATLANTA CAPITAL (RX-54)	49,129.	0.	49,129.	49,448.	
CARLYLE REALTY PARTNERS VI LP	8,158.	0.	8,158.	1,538.	
DOUBLE LINE TOTAL RETURN (RX-55)	217,377.	0.	217,377.	217,377.	
FIRST RESERVE CAPITAL FUND	14,232.	0.	14,232.	23,350.	
FR XII-A ALPHA AIV, LP	0.	0.	0.	23.	
FR XII-A BRAVO AIV, LP	0.	0.	0.	97.	
FR XII-A CHARLIE AIV, LP	0.	0.	0.	10,310.	
FR XII-A PARALLEL VEHICLE, LP	0.	0.	0.	2,373.	
FR XII-A RHINO, LP	0.	0.	0.	115.	
GMO GAAR	68,299.	0.	68,299.	68,299.	
GROSVENOR INSTITUTIONAL PARTNERS, LP	253.	0.	253.	16,002.	
HIGHBAR PARTNERS III LP	0.	0.	0.	162,448.	
INDUSTRY VENTURES FUND VI, LP	-4,079.	0.	-4,079.	7,089.	
INDUSTRY VENTURES FUND VIII, LP	-8,467.	0.	-8,467.	96.	
INDUSTRY VENTURES SECONDARY VII LP	-7,912.	0.	-7,912.	1,662.	
ISHARES CORE S&P 500 INDEX FUND	66,985.	0.	66,985.	66,985.	

ISHARES CORE TOTAL US AGGREGATE BOND FUND	23,503.	0.	23,503.	23,503.
ISHARES MSCI EAFE EFT	37,515.	0.	37,515.	37,515.
ISHARES MSCI EMERGING MARKETS EFT	37,483.	0.	37,483.	37,483.
LOOMIS FIXED INCOME FUND	264,782.	0.	264,782.	266,187.
MONROE CAPITAL	640,073.	0.	640,073.	0.
NEWSTONE CAPITAL PARTNERS II, LP PARK SQUARE CAPITAL CREDIT OPPORTUNITIES II	184,939.	0.	184,939.	105,589.
PERELLA WEINBERG PARTNERS ABV OPPORTUNITY	228,370.	0.	228,370.	22,830.
PERMAL FIXED INCOME HOLDINGS	0.	0.	0.	90,379.
PINNACLE NATURAL RESOURCES, LP	145,080.	0.	145,080.	239,338.
PRIVATE ADVISORS SMALL COMPANY BUYOUT FUND V, LP	0.	0.	0.	21,092.
PRIVATE ADVISORS SMALL COMPANY COINVESTMENT FUND	0.	0.	0.	17,611.
RCP FUND I FEEDER LP	0.	0.	0.	33.
RIVERSTONE	0.	0.	0.	105,068.
ROBECO PREMIUM EQUITY FUND (RX-52)	616,312.	0.	616,312.	1,090,418.
SECONDARY OPPORTUNITIES FUND III LP	224,138.	0.	224,138.	224,588.
SIGULER GUFF DISTRESSED OPPORTUNITIES FUND	36,299.	0.	36,299.	145,994.
SIGULER GUFF DISTRESSED OPPORTUNITIES FUND	3.	0.	3.	138,727.
SIGULER GUFF DISTRESSED REAL ESTATE	0.	0.	0.	51,838.
SIGULER GUFF PRIVATE EQUITY DISTRESSED FUND IV	0.	0.	0.	30,668.
SILCHESTER INTERNATIONAL VALUE	12,753.	0.	12,753.	0.
SSGA S& P 500 INDEX FUND K (SSSYX)	818,158.	0.	818,158.	894,173.
	189,802.	0.	189,802.	189,802.

THE EMERGING MARKETS COUNTRY FUND (CITY OF WARBURG PINCUS (EUROPA) PRIVATE EQUITY XI CAYMAN	0.	0.	0.	86,722.
WARBURG PINCUS PRIVATE EQUITY (E&P) XI-A, LP	28,168.	0.	28,168.	12,292.
WARBURG PINCUS PRIVATE EQUITY (LEXINGTON) XI-A	0.	0.	0.	425.
WARBURG PINCUS PRIVATE EQUITY XI (INTERNATIONAL) LP	0.	0.	0.	47.
WARBURG PINCUS PRIVATE EQUITY XI (UNIVERSAL) LP	0.	0.	0.	210.
WARBURG PINCUS PRIVATE EQUITY XI, LP	0.	0.	0.	269.
WELLS (RX-53)	121,992.	0.	121,992.	63,081.
<b>TO PART I, LINE 4</b>	<b>5,041,980.</b>	<b>0.</b>	<b>5,041,980.</b>	<b>5,843,321.</b>

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ABERDEEN EMERGING MARKETS SMALLER COMPANIES FUND	0.	1,137.	
AETHER REAL ASSETS II LP	0.	-7,789.	
AETHER REAL ASSETS II LP	0.	-298.	
AETHER REAL ASSETS III LP	0.	56,601.	
AETHER REAL ASSETS III LP	0.	-19,747.	
AETHER REAL ASSETS III LP	0.	155.	
AG REALTY FUND VIII LP	0.	21,312.	
AG REALTY FUND VIII LP	0.	-84,772.	
AMBERBROOK V LLC	0.	5,836.	
AMBERBROOK V LLC	0.	-424.	
AMBERBROOK V LLC	0.	371.	
CARLYLE REALTY PARTNERS VI LP	0.	59,817.	
CARLYLE REALTY PARTNERS VI LP	0.	-8,204.	
FR XII-A ALPHA AIV, LP	0.	0.	
FR XII-A BRAVO AIV, LP	0.	-5,398.	
FR XII-A CHARLIE AIV, LP	0.	426.	
FR XII-A CHARLIE AIV, LP	0.	-73,106.	
FR XII-A PARALLEL VEHICLE, LP	0.	73.	
GROSVENOR INSTITUTIONAL PARTNERS, LP	0.	54,320.	

INDUSTRY VENTURES SECONDARY VII, LP	0.	17,455.
MONROE CAPITAL SENIOR SECURED DIRECT LOAN FUND (OFFSHORE) LP	0.	630,527.
PARK SQUARE CAPITAL CREDIT OPPORTUNITIES II LP	0.	202,980.
PERELLA WEINBERG PARTNERS ABV OPPORTUNITY OFFSHORE FUND III B - PFIC INCOME	0.	39,041.
PINNACLE NATURAL RESOURCES LP	0.	-142,155.
PRIVATE ADVISORS SMALL COMPANY BUYOUT FUND V LP	0.	317.
PRIVATE ADVISORS SMALL COMPANY BUYOUT FUND V LP	0.	29,722.
PRIVATE ADVISORS SMALL COMPANY BUYOUT FUND V LP	0.	49.
SECONDARY OPPORTUNITIES FUND III LP	0.	-100,636.
SECONDARY OPPORTUNITIES FUND III LP	0.	-2,601.
SECONDARY OPPORTUNITIES FUND III LP	0.	1.
SIGULER GUFF DISTRESSED OPPORTUNITIES FUND III LP	0.	1,888.
SIGULER GUFF DISTRESSED OPPORTUNITIES FUND III LP	0.	30,488.
SIGULER GUFF DISTRESSED OPPORTUNITIES FUND III LP	0.	639.
SIGULER GUFF DISTRESSED OPPORTUNITIES FUND IV LP	0.	34,408.
SIGULER GUFF DISTRESSED OPPORTUNITIES FUND IV LP	0.	-2.
SIGULER GUFF DISTRESSED REAL ESTATE OPPORTUNITIES FUND II LP	0.	159,897.
SILCHESTER INTERNATIONAL INVESTORS THE EMERGING MARKETS COUNTRY FUND (CITY OF LONDON)	0.	-373.
WARBURG PINCUS (EUROPA) PRIVATE EQUITY XI CAYMAN LP	0.	-5,703.
WARBURG PINCUS PRIVATE EQUITY (E&P) XI-A, LP	0.	36,891.
WARBURG PINCUS PRIVATE EQUITY (E&P) XI-A, LP	0.	4,389.
WARBURG PINCUS PRIVATE EQUITY XI, LP	0.	44,134.
WARBURG PINCUS PRIVATE EQUITY XI (UNIVERSAL), LP	0.	-2,325.
INDUSTRY VENTURES VI, LP	0.	11,968.
INDUSTRY VENTURES SECONDARY VIII, LP	0.	30.
PRIVATE ADVISORS SMALL COMPANY COINVESTMENT FUND V LP	0.	-17,785.
RETURN OF UNUSED GRANTS	42,769.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	42,769.	1,142,602.



FORM 990-PF	LEGAL FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	8,935.	0.		8,935.
TO FM 990-PF, PG 1, LN 16A	8,935.	0.		8,935.

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	25,435.	0.		25,435.
TO FORM 990-PF, PG 1, LN 16B	25,435.	0.		25,435.

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
CONSULTING & OUTSIDE SERVICES	112,700.	0.		112,700.
TO FORM 990-PF, PG 1, LN 16C	112,700.	0.		112,700.

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	50,439.	0.		50,439.
FOREIGN TAXES PAID	0.	121,809.		0.
EXCISE TAXES	335,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	385,439.	121,809.		50,439.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES & SUBSCRIPTIONS	52,109.	0.		52,109.
REPAIRS & MAINTENANCE	8,558.	0.		8,558.
INSURANCE	22,475.	0.		22,475.
TELEPHONE	20,887.	0.		20,887.
POSTAGE & DELIVERY	2,278.	0.		2,278.
FORMS & SUPPLIES	16,685.	0.		16,685.
INVESTMENT FEES	2,816,427.	2,244,012.		0.
PROGRAM EXPENSES	2,273,641.	0.		2,273,641.
EQUIPMENT RENTAL	7,241.	0.		7,241.
LICENSE FEES	10,017.	0.		10,017.
NON-CAPITAL IT EXPENDITURES	4,845.	0.		4,845.
OTHER ACCRUAL TO CASH ADJUSTMENT	0.	0.		-136,916.
TO FORM 990-PF, PG 1, LN 23	5,235,163.	2,244,012.		2,281,820.

FORM 990-PF	CORPORATE STOCK		STATEMENT 8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
EQUITY MUTUAL FUNDS	137,939,337.	137,939,337.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	137,939,337.	137,939,337.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALTERNATIVE INVESTMENTS	FMV	104,729,706.	104,729,706.
TOTAL TO FORM 990-PF, PART II, LINE 13		104,729,706.	104,729,706.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	10
DESCRIPTION		BOY AMOUNT	EOY AMOUNT
OTHER CURRENT LIABILITIES		153,766.	132,149.
TOTAL TO FORM 990-PF, PART II, LINE 22		153,766.	132,149.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	11
-------------	-----------------------------------------------------------------------------	-----------	----

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOHN URBAN 150 STATE STREET, SUITE 100 ROCHESTER, NY 14614	PRESIDENT & CEO 40.00	294,959.	36,645.	0.
BRIDGETTE WIEFLING, MD 150 STATE STREET, SUITE 100 ROCHESTER, NY 14614	BOARD MEMBER 1.25	0.	0.	0.
G. JEAN HOWARD-CHERUBIM 150 STATE STREET, SUITE 100 ROCHESTER, NY 14614	BOARD MEMBER 1.25	0.	0.	0.
JAMES H. WATTERS 150 STATE STREET, SUITE 100 ROCHESTER, NY 14614	BOARD MEMBER 1.25	0.	0.	0.
SANFORD MAYER, MD, FAAP 150 STATE STREET, SUITE 100 ROCHESTER, NY 14614	BOARD MEMBER 1.25	0.	0.	0.
LOUIS J. PAPA, MD 150 STATE STREET, SUITE 100 ROCHESTER, NY 14614	BOARD MEMBER 1.25	0.	0.	0.
CHRISTINE WAGNER, SSJ, PHD 150 STATE STREET, SUITE 100 ROCHESTER, NY 14614	BOARD MEMBER 1.25	0.	0.	0.
THOMAS S. RICHARDS 150 STATE STREET, SUITE 100 ROCHESTER, NY 14614	BOARD MEMBER 1.25	0.	0.	0.

DENNIS M. RICHARDSON 150 STATE STREET, SUITE 100 ROCHESTER, NY 14614	BOARD MEMBER 1.25	0.	0.	0.
GEOFFREY ROSENBERGER 150 STATE STREET, SUITE 100 ROCHESTER, NY 14614	BOARD MEMBER 1.25	0.	0.	0.
CONNIE O. WALKER 150 STATE STREET, SUITE 100 ROCHESTER, NY 14614	BOARD MEMBER 1.25	0.	0.	0.
THOMAS WESLEY 150 STATE STREET, SUITE 100 ROCHESTER, NY 14614	VP & CHIEF FINANCIAL OFFIC 40.00	149,017.	29,375.	0.
JAMES GOULD 150 STATE STREET, SUITE 100 ROCHESTER, NY 14614	BOARD MEMBER 1.25	0.	0.	0.
ROBERT X. OPPENHEIMER 150 STATE STREET, SUITE 100 ROCHESTER, NY 14614	BOARD MEMBER, EX-OFFICIO 1.25	0.	0.	0.
ERIKA AUGUSTINE 150 STATE STREET, SUITE 100 ROCHESTER, NY 14614	BOARD MEMBER 1.25	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		<u>443,976.</u>	<u>66,020.</u>	<u>0.</u>

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

GREATER ROCHESTER HEALTH FOUNDATION  
150 STATE STREET, SUITE 100  
ROCHESTER, NY 14614

TELEPHONE NUMBER

585-258-1799

FORM AND CONTENT OF APPLICATIONS

GRANT APPLICATION FORM, PROPOSAL, PROJECT BUDGET, ORGANIZATION OPERATING BUDGET, BOARD OF DIRECTORS LISTING, MOST RECENT FINANCIAL STATEMENT, COPY OF IRS (C) (3) DETERMINATION LETTER.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

**Exempt Organization Business Income Tax Return**  
(and proxy tax under section 6033(e))

**2017**

For calendar year 2017 or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

▶ Go to [www.irs.gov/Form990T](http://www.irs.gov/Form990T) for instructions and the latest information.

▶ Do not enter SSN numbers on this form as it may be made public if your organization is a 501(c)(3).

Department of the Treasury  
Internal Revenue Service

Open to Public Inspection for  
501(c)(3) Organizations Only

<p><b>A</b> <input type="checkbox"/> Check box if address changed</p> <p><b>B</b> Exempt under section  <input checked="" type="checkbox"/> 501(c)(3)  <input type="checkbox"/> 408(e) <input type="checkbox"/> 220(e)  <input type="checkbox"/> 408A <input type="checkbox"/> 530(a)  <input type="checkbox"/> 529(a)</p>	Print or Type	<p>Name of organization ( <input type="checkbox"/> Check box if name changed and see instructions.)  <b>GREATER ROCHESTER HEALTH FOUNDATION</b></p> <p>Number, street, and room or suite no. If a P.O. box, see instructions.  <b>150 STATE STREET, NO. 100</b></p> <p>City or town, state or province, country, and ZIP or foreign postal code  <b>ROCHESTER, NY 14614</b></p>	<p><b>D</b> Employer identification number (Employees' trust, see instructions.)  <b>13-4301222</b></p> <p><b>E</b> Unrelated business activity codes (See instructions.)  <b>900099</b></p>
--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	---------------------	---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

<p><b>C</b> Book value of all assets at end of year  <b>250,724,953.</b></p>	<p><b>F</b> Group exemption number (See instructions.) ▶</p> <p><b>G</b> Check organization type ▶ <input checked="" type="checkbox"/> 501(c) corporation <input type="checkbox"/> 501(c) trust <input type="checkbox"/> 401(a) trust <input type="checkbox"/> Other trust</p>
----------------------------------------------------------------------------------	--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

**H** Describe the organization's primary unrelated business activity. ▶ **PASSTHROUGH INVESTMENTS**

**I** During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? ..... ▶  Yes  No  
 If "Yes," enter the name and identifying number of the parent corporation. ▶

**J** The books are in care of ▶ **THOMAS WESLEY, CFO** Telephone number ▶ **585-258-1799**

<b>Part I Unrelated Trade or Business Income</b>	(A) Income	(B) Expenses	(C) Net
<b>1a</b> Gross receipts or sales			
<b>b</b> Less returns and allowances			
<b>c</b> Balance	<b>1c</b>		
<b>2</b> Cost of goods sold (Schedule A, line 7)	<b>2</b>		
<b>3</b> Gross profit. Subtract line 2 from line 1c	<b>3</b>		
<b>4a</b> Capital gain net income (attach Schedule D)	<b>4a</b>		
<b>b</b> Net gain (loss) (Form 4797, Part II, line 17) (attach Form 4797)	<b>4b</b>		
<b>c</b> Capital loss deduction for trusts	<b>4c</b>		
<b>5</b> Income (loss) from partnerships and S corporations (attach statement)	<b>5</b>		
<b>6</b> Rent income (Schedule C)	<b>6</b>		
<b>7</b> Unrelated debt-financed income (Schedule E)	<b>7</b>		
<b>8</b> Interest, annuities, royalties, and rents from controlled organizations (Sch. F)...	<b>8</b>		
<b>9</b> Investment income of a section 501(c)(7), (9), or (17) organization (Schedule G)	<b>9</b>		
<b>10</b> Exploited exempt activity income (Schedule I)	<b>10</b>		
<b>11</b> Advertising income (Schedule J)	<b>11</b>		
<b>12</b> Other income (See instructions; attach schedule)	<b>12</b>		
<b>13 Total.</b> Combine lines 3 through 12	<b>13</b>	<b>-54,155.</b>	<b>-54,155.</b>

**Part II Deductions Not Taken Elsewhere** (See instructions for limitations on deductions.)  
 (Except for contributions, deductions must be directly connected with the unrelated business income.)

<b>14</b> Compensation of officers, directors, and trustees (Schedule K)	<b>14</b>	
<b>15</b> Salaries and wages	<b>15</b>	
<b>16</b> Repairs and maintenance	<b>16</b>	
<b>17</b> Bad debts	<b>17</b>	
<b>18</b> Interest (attach schedule)	<b>18</b>	
<b>19</b> Taxes and licenses	<b>19</b>	
<b>20</b> Charitable contributions (See instructions for limitation rules)	<b>20</b>	
<b>21</b> Depreciation (attach Form 4562)	<b>21</b>	
<b>22</b> Less depreciation claimed on Schedule A and elsewhere on return	<b>22a</b>	<b>22b</b>
<b>23</b> Depletion	<b>23</b>	
<b>24</b> Contributions to deferred compensation plans	<b>24</b>	
<b>25</b> Employee benefit programs	<b>25</b>	
<b>26</b> Excess exempt expenses (Schedule I)	<b>26</b>	
<b>27</b> Excess readership costs (Schedule J)	<b>27</b>	
<b>28</b> Other deductions (attach schedule)	<b>28</b>	
<b>29 Total deductions.</b> Add lines 14 through 28	<b>29</b>	<b>0.</b>
<b>30</b> Unrelated business taxable income before net operating loss deduction. Subtract line 29 from line 13	<b>30</b>	<b>-54,155.</b>
<b>31</b> Net operating loss deduction (limited to the amount on line 30)	<b>31</b>	
<b>32</b> Unrelated business taxable income before specific deduction. Subtract line 31 from line 30	<b>32</b>	<b>-54,155.</b>
<b>33</b> Specific deduction (Generally \$1,000, but see line 33 instructions for exceptions)	<b>33</b>	<b>1,000.</b>
<b>34 Unrelated business taxable income.</b> Subtract line 33 from line 32. If line 33 is greater than line 32, enter the smaller of zero or line 32	<b>34</b>	<b>-54,155.</b>

**Part III Tax Computation**

<b>35 Organizations Taxable as Corporations.</b> See instructions for tax computation. Controlled group members (sections 1561 and 1563) check here <input type="checkbox"/> See instructions and:		
<b>a</b> Enter your share of the \$50,000, \$25,000, and \$9,925,000 taxable income brackets (in that order): (1) \$ _____ (2) \$ _____ (3) \$ _____		
<b>b</b> Enter organization's share of: (1) Additional 5% tax (not more than \$11,750) \$ _____ (2) Additional 3% tax (not more than \$100,000) \$ _____		
<b>c</b> Income tax on the amount on line 34	<b>35c</b>	0.
<b>36 Trusts Taxable at Trust Rates.</b> See instructions for tax computation. Income tax on the amount on line 34 from: <input type="checkbox"/> Tax rate schedule or <input type="checkbox"/> Schedule D (Form 1041)	<b>36</b>	
<b>37 Proxy tax.</b> See instructions	<b>37</b>	
<b>38 Alternative minimum tax</b>	<b>38</b>	
<b>39 Tax on Non-Compliant Facility Income.</b> See instructions	<b>39</b>	
<b>40 Total.</b> Add lines 37, 38 and 39 to line 35c or 36, whichever applies	<b>40</b>	0.

**Part IV Tax and Payments**

<b>41a</b> Foreign tax credit (corporations attach Form 1118; trusts attach Form 1116)	<b>41a</b>	
<b>b</b> Other credits (see instructions)	<b>41b</b>	
<b>c</b> General business credit. Attach Form 3800	<b>41c</b>	
<b>d</b> Credit for prior year minimum tax (attach Form 8801 or 8827)	<b>41d</b>	
<b>e Total credits.</b> Add lines 41a through 41d	<b>41e</b>	
<b>42</b> Subtract line 41e from line 40	<b>42</b>	0.
<b>43</b> Other taxes. Check if from: <input type="checkbox"/> Form 4255 <input type="checkbox"/> Form 8611 <input type="checkbox"/> Form 8697 <input type="checkbox"/> Form 8866 <input type="checkbox"/> Other (attach schedule)	<b>43</b>	
<b>44 Total tax.</b> Add lines 42 and 43	<b>44</b>	0.
<b>45a</b> Payments: A 2016 overpayment credited to 2017	<b>45a</b>	
<b>b</b> 2017 estimated tax payments	<b>45b</b>	
<b>c</b> Tax deposited with Form 8868	<b>45c</b>	41,000.
<b>d</b> Foreign organizations: Tax paid or withheld at source (see instructions)	<b>45d</b>	
<b>e</b> Backup withholding (see instructions)	<b>45e</b>	
<b>f</b> Credit for small employer health insurance premiums (Attach Form 8941)	<b>45f</b>	
<b>g</b> Other credits and payments: <input type="checkbox"/> Form 2439 <input type="checkbox"/> Form 4136 <input type="checkbox"/> Other _____ Total	<b>45g</b>	
<b>46 Total payments.</b> Add lines 45a through 45g	<b>46</b>	41,000.
<b>47</b> Estimated tax penalty (see instructions). Check if Form 2220 is attached <input type="checkbox"/>	<b>47</b>	
<b>48 Tax due.</b> If line 46 is less than the total of lines 44 and 47, enter amount owed	<b>48</b>	
<b>49 Overpayment.</b> If line 46 is larger than the total of lines 44 and 47, enter amount overpaid	<b>49</b>	41,000.
<b>50</b> Enter the amount of line 49 you want: <b>Credited to 2018 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>50</b>	41,000.

**Part V Statements Regarding Certain Activities and Other Information** (see instructions)

<b>51</b> At any time during the 2017 calendar year, did the organization have an interest in or a signature or other authority over a financial account (bank, securities, or other) in a foreign country? If YES, the organization may have to file FinCEN Form 114, Report of Foreign Bank and Financial Accounts. If YES, enter the name of the foreign country here	Yes	No
		X
<b>52</b> During the tax year, did the organization receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If YES, see instructions for other forms the organization may have to file.		X
<b>53</b> Enter the amount of tax-exempt interest received or accrued during the tax year \$		

**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: \_\_\_\_\_ Date: \_\_\_\_\_ Title: **INTERIM CEO**

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	MORGAN N HOPKINS	MORGAN N HOPKINS	11/15/18		P01296717
	Firm's name <b>▶ DEJOY, KNAUF &amp; BLOOD, LLP</b>	Firm's address <b>▶ 280 EAST BROAD STREET, SUITE 300</b>		Firm's EIN <b>▶ 16-1375790</b>	Phone no. <b>585-546-1840</b>

**Schedule A - Cost of Goods Sold.** Enter method of inventory valuation ► **N/A**

1	Inventory at beginning of year .....	1		6	Inventory at end of year .....	6	
2	Purchases .....	2		7	<b>Cost of goods sold.</b> Subtract line 6 from line 5. Enter here and in Part I, line 2 .....	7	
3	Cost of labor .....	3		8	Do the rules of section 263A (with respect to property produced or acquired for resale) apply to the organization? .....		Yes No
4a	Additional section 263A costs (attach schedule) .....	4a					
b	Other costs (attach schedule) .....	4b					
5	<b>Total.</b> Add lines 1 through 4b .....	5					

**Schedule C - Rent Income (From Real Property and Personal Property Leased With Real Property)**

(see instructions)

1. Description of property

(1)	
(2)	
(3)	
(4)	

2. Rent received or accrued

(a) From personal property (if the percentage of rent for personal property is more than 10% but not more than 50%)	(b) From real and personal property (if the percentage of rent for personal property exceeds 50% or if the rent is based on profit or income)	3(a) Deductions directly connected with the income in columns 2(a) and 2(b) (attach schedule)
(1)		
(2)		
(3)		
(4)		
Total	0.	Total 0.

(c) **Total income.** Add totals of columns 2(a) and 2(b). Enter here and on page 1, Part I, line 6, column (A) .....

(b) **Total deductions.** Enter here and on page 1, Part I, line 6, column (B) ... 0.

**Schedule E - Unrelated Debt-Financed Income** (see instructions)

1. Description of debt-financed property	2. Gross income from or allocable to debt-financed property	3. Deductions directly connected with or allocable to debt-financed property		
		(a) Straight line depreciation (attach schedule)	(b) Other deductions (attach schedule)	
(1)				
(2)				
(3)				
(4)				
4. Amount of average acquisition debt on or allocable to debt-financed property (attach schedule)	5. Average adjusted basis of or allocable to debt-financed property (attach schedule)	6. Column 4 divided by column 5	7. Gross income reportable (column 2 x column 6)	8. Allocable deductions (column 6 x total of columns 3(a) and 3(b))
(1)		%		
(2)		%		
(3)		%		
(4)		%		
<b>Totals</b> .....			Enter here and on page 1, Part I, line 7, column (A). 0.	Enter here and on page 1, Part I, line 7, column (B). 0.
<b>Total dividends-received deductions</b> included in column 8 .....				0.



**Schedule F - Interest, Annuities, Royalties, and Rents From Controlled Organizations** (see instructions)

1. Name of controlled organization	2. Employer identification number	Exempt Controlled Organizations			
		3. Net unrelated income (loss) (see instructions)	4. Total of specified payments made	5. Part of column 4 that is included in the controlling organization's gross income	6. Deductions directly connected with income in column 5
(1)					
(2)					
(3)					
(4)					

**Nonexempt Controlled Organizations**

7. Taxable income	8. Net unrelated income (loss) (see instructions)	9. Total of specified payments made	10. Part of column 9 that is included in the controlling organization's gross income	11. Deductions directly connected with income in column 10
(1)				
(2)				
(3)				
(4)				
<b>Totals</b> .....			Add columns 5 and 10. Enter here and on page 1, Part I, line 8, column (A). <b>0.</b>	Add columns 6 and 11. Enter here and on page 1, Part I, line 8, column (B). <b>0.</b>

**Schedule G - Investment Income of a Section 501(c)(7), (9), or (17) Organization** (see instructions)

1. Description of income	2. Amount of income	3. Deductions directly connected (attach schedule)	4. Set-asides (attach schedule)	5. Total deductions and set-asides (col. 3 plus col. 4)
(1)				
(2)				
(3)				
(4)				
<b>Totals</b> .....		Enter here and on page 1, Part I, line 9, column (A). <b>0.</b>		Enter here and on page 1, Part I, line 9, column (B). <b>0.</b>

**Schedule I - Exploited Exempt Activity Income, Other Than Advertising Income** (see instructions)

1. Description of exploited activity	2. Gross unrelated business income from trade or business	3. Expenses directly connected with production of unrelated business income	4. Net income (loss) from unrelated trade or business (column 2 minus column 3). If a gain, compute cols. 5 through 7.	5. Gross income from activity that is not unrelated business income	6. Expenses attributable to column 5	7. Excess exempt expenses (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
<b>Totals</b> .....		Enter here and on page 1, Part I, line 10, col. (A). <b>0.</b>	Enter here and on page 1, Part I, line 10, col. (B). <b>0.</b>			Enter here and on page 1, Part II, line 26. <b>0.</b>

**Schedule J - Advertising Income** (see instructions)

**Part I Income From Periodicals Reported on a Consolidated Basis**

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7.	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
<b>Totals</b> (carry to Part II, line (5)) .....		<b>0.</b>	<b>0.</b>			<b>0.</b>

**Part II** **Income From Periodicals Reported on a Separate Basis** (For each periodical listed in Part II, fill in columns 2 through 7 on a line-by-line basis.)

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7.	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
<b>Totals from Part I</b> .....	<b>0.</b>	<b>0.</b>				<b>0.</b>
<b>Totals, Part II (lines 1-5)</b> .....	Enter here and on page 1, Part I, line 11, col. (A). <b>0.</b>	Enter here and on page 1, Part I, line 11, col. (B). <b>0.</b>				Enter here and on page 1, Part II, line 27. <b>0.</b>

**Schedule K - Compensation of Officers, Directors, and Trustees** (see instructions)

1. Name	2. Title	3. Percent of time devoted to business	4. Compensation attributable to unrelated business
(1)		%	
(2)		%	
(3)		%	
(4)		%	
<b>Total.</b> Enter here and on page 1, Part II, line 14 .....			<b>0.</b>

FORM 990-T	INCOME (LOSS) FROM PARTNERSHIPS		STATEMENT 13
PARTNERSHIP NAME	GROSS INCOME	DEDUCTIONS	NET INCOME OR (LOSS)
AETHER REAL ASSETS II LP	-8,955.	765.	-9,720.
AETHER REAL ASSETS III LP	-24,246.	8,655.	-32,901.
AG REALTY FUND VIII LP	38,603.	0.	38,603.
AMBERBROOK V LLC	1,526.	190.	1,336.
CARLYLE REALTY PARTNERS VI LP	59,776.	257.	59,519.
FR XII-A BRAVO AIV, LP	-5,398.	0.	-5,398.
FR XII-A CHARLIE AIV, LP	-63,804.	74,751.	-138,555.
INDUSTRY VENTURES SECONDARY VII LP	269.	0.	269.
INDUSTRY VENTURES SECONDARY VIII LP	0.	10.	-10.
PARK SQUARE CAPITAL CREDIT OPPURTUNITIES II LP	89,581.	0.	89,581.
PRIVATE ADVISORS SMALL COMPANY BUYOUT FUND V, LP	2,642.	20,266.	-17,624.
SECONDARY OPPORTUNITIES FUND III LP	2,896.	25,889.	-22,993.
SIGULER GUFF DISTRESSED OPPORTUNITIES FUND IV, LP	-106.	0.	-106.
WARBURG PINCUS PRIVATE EQUITY (E&P) XI-A, LP	36,891.	31,971.	4,920.
WARBURG PINCUS (UNIVERSAL) PRIVATE EQUITY XI CAYMAN LP	-2,315.	0.	-2,315.
PRIVATE ADVISORS SMALL COMPANY COINVEST	-17,781.	0.	-17,781.
WARBURG PINCUS (EUROPA) PRIVATE EQUITY XI CAYMAN LP	0.	2,621.	-2,621.
PINNACLE NATURAL RESOURCES, LP	1,641.	0.	1,641.
TOTAL TO FORM 990-T, PAGE 1, LINE 5	111,220.	165,375.	-54,155.