

ALLEGHENY FOUNDATION
One Oxford Centre
301 Grant Street, Suite 3900
Pittsburgh, Pennsylvania 15219-6402
Telephone (412) 392-2900

2016 ANNUAL REPORT

The Allegheny Foundation concentrates its giving in the Western Pennsylvania area and confines most of its grant awards to programs for historic preservation, civic development and education. The Foundation does not make grants to individuals or to organizations that are largely dependent on government subsidies. Proposals for the following are usually declined: event sponsorships, endowments or government agencies.

Initial inquiries to the Foundation should be in letter form signed by the organization's President, or authorized representative, and have the approval of the Board of Directors. The letter should include a concise description of the specific program for which funds are requested. Additional information must include a budget for the program and for the organization, the latest audited financial statement and annual report. A copy of the organization's current ruling letter evidencing tax exemption under Section 501(c)(3) of the Internal Revenue Service Code is required. Additional information may be requested if needed for further evaluation.

The Foundation considers grants on a quarterly basis; however, requests may be submitted at any time and will be acted upon as expeditiously as possible.

Grant application letters should be addressed to:

Mr. Matthew A. Groll
Chairman
Allegheny Foundation
One Oxford Centre
301 Grant Street, Suite 3900
Pittsburgh, Pennsylvania 15219-6401

ALLEGHENY FOUNDATION

OFFICERS:

Matthew A. Groll	Chairman
Lisa R. Orlando	Secretary

ADDRESS:

One Oxford Centre
301 Grant Street, Suite 3900
Pittsburgh, PA 15219-6401

STATEMENT OF INVESTMENTS - DECEMBER 31, 2016

	<u>Cost</u>	<u>Market Value</u>
Cash and Cash Equivalents	\$ 5,481,461	\$ 5,481,461
Fixed Income	63,960,089	62,531,027
Equities	283,346,112	331,436,311
Other Assets	<u>31,069,166</u>	<u>30,854,157</u>
	<u>\$383,856,828</u>	<u>\$430,302,956</u>

ALLEGHENY FOUNDATION

Schedule of Grants As of and for the Year Ended December 31, 2016

	<u>Payable,</u> <u>12/31/15</u>	<u>January 1 to December 31, 2016</u> <u>Approved</u>	<u>Paid</u>	<u>Payable,</u> <u>12/31/16</u>
Acton Institute for the Study of Religion and Liberty, Grand Rapids, Michigan Program support	\$ 100,000	\$ -	\$ 50,000	\$ 50,000
Allegheny County Parks Foundation, Pittsburgh, Pennsylvania Project support	-	43,000	43,000	-
Allegheny Institute for Public Policy, Pittsburgh, Pennsylvania General operating support	-	200,000	200,000	-
Allegheny Ridge Corporation, Altoona, Pennsylvania Project support	-	50,000	50,000	-
Amachi Pittsburgh, Pittsburgh, Pennsylvania General operating support	-	50,000	50,000	-
American Chestnut Foundation, Asheville, North Carolina Project support	-	200,000	200,000	-
American Legislative Exchange Council, Arlington, Virginia Program support	-	60,000	60,000	-
Andrew Carnegie Free Library, Carnegie, Pennsylvania Project support	-	35,000	35,000	-
Animal Rescue League of Western Pennsylvania, Pittsburgh, Pennsylvania Capital campaign	250,000	-	250,000	-
B&O Railroad Museum, Baltimore, Maryland Project support	-	20,000	20,000	-
Baptist Homes Foundation, Pittsburgh, Pennsylvania Project support	-	25,000	25,000	-

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Beaver Area Heritage Foundation, Beaver, Pennsylvania Capital campaign	\$ 250,000	\$ -	\$ 250,000	-
Beaver-Lawrence Railway Historical Society, West Pittsburg, Pennsylvania Capital improvements	-	25,000	25,000	-
Bill of Rights Institute, Arlington, Virginia Program support	-	50,000	50,000	-
Borough of Ligonier, Ligonier, Pennsylvania Project support	-	36,000	36,000	-
Boy Scouts of America, Westmoreland-Fayette Council Greensburg, Pennsylvania Capital support and general operating support	-	100,000	100,000	-
Boys & Girls Clubs of Western Pennsylvania, Pittsburgh, Pennsylvania Capital projects and program support	750,000	-	750,000	-
Brandywine Conservancy and Museum of Art, Chadds Ford, Pennsylvania Project support	-	1,000,000	500,000	500,000
Brother's Brother Foundation, Pittsburgh, Pennsylvania Disaster relief	-	100,000	100,000	-
Carnegie Library of McKeesport, McKeesport, Pennsylvania Capital improvements	-	150,000	150,000	-
Carnegie Mellon University, Pittsburgh, Pennsylvania Program support	-	150,000	75,000	75,000

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			<u>Approved</u>	<u>Paid</u>	
Center for Strategic and International Studies, Inc., Washington, D.C. Project support	\$ -	-	\$ 100,000	\$ 100,000	\$ -
Center for Sustainable Shale Development, Pittsburgh, Pennsylvania General operating support	-	-	75,000	75,000	-
Central Catholic High School, Pittsburgh, Pennsylvania Capital support	-	-	350,000	350,000	-
The Children's Home of Pittsburgh, Pittsburgh, Pennsylvania Capital campaign	-	-	500,000	500,000	-
Children's Institute of Pittsburgh, Pittsburgh, Pennsylvania Capital campaign	-	-	500,000	500,000	-
Community Foundation of Fayette, County, Pennsylvania, Uniontown, Pennsylvania Tuition support	-	-	25,000	25,000	-
Community Foundation of Westmoreland County, Greensburg, Pennsylvania Project support	-	-	50,000	50,000	-
Connellsville Redevelopment Authority, (Redevelopment Authority of the City of Connellsville) Connellsville, Pennsylvania Capital support	-	-	56,000	56,000	-
Coraopolis Community Development Foundation, Inc., Coraopolis, Pennsylvania Project support	-	-	290,000	290,000	-
Crossroads Foundation, Pittsburgh, Pennsylvania Capital campaign	-	-	500,000	500,000	-

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		\$	<u>Approved</u>	<u>Paid</u>	
East Broad Top Railroad Preservation Association, DuBois, Pennsylvania Project support	\$ -	\$	25,000	\$ 25,000	\$ -
Extra Mile Education Foundation, Inc., Pittsburgh, Pennsylvania Capital campaign	500,000		-	500,000	-
Program support	-		7,400	7,400	-
The Flagship Niagara League, Erie, Pennsylvania Capital campaign	100,000		-	100,000	-
The Forbes Funds, Pittsburgh, Pennsylvania Project support	-		100,000	100,000	-
Fort Ligonier Association, Ligonier, Pennsylvania Capital campaign	-		1,250,000	750,000	500,000
Foundation for Free Enterprise Education, Erie, Pennsylvania Program support	-		25,000	25,000	-
Frick Art & Historical Center, Inc., Pittsburgh, Pennsylvania Project support	250,000		-	250,000	-
Operating support	-		150,000	150,000	-
The Friendship Circle of Pittsburgh, Inc., Pittsburgh, Pennsylvania Capital campaign	-		250,000	250,000	-
Garden Club of McKeesport, McKeesport, Pennsylvania Capital improvements	-		10,000	10,000	-
Goodwill of Southwestern Pennsylvania, Pittsburgh, Pennsylvania Capital campaign	500,000		-	500,000	-

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			<u>Approved</u>	<u>Paid</u>	
Greater Pittsburgh Community Food Bank, Duquesne, Pennsylvania General support	\$ -	\$	200,000	\$ 200,000	\$ -
Greater Pittsburgh Literacy Council, Pittsburgh, Pennsylvania Program support	-		75,000	75,000	-
Grove City College, (The Center for Vision and Values) Grove City, Pennsylvania General operating support	-		200,000	200,000	-
Holy Family Institute, Pittsburgh, Pennsylvania General operating support	125,000		-	125,000	-
Hosanna House, Inc., Pittsburgh, Pennsylvania Project support	-		275,000	275,000	-
Humane Society of Westmoreland County, Greensburg, Pennsylvania General operating support	-		10,000	10,000	-
Intercollegiate Studies Institute, Inc., Wilmington, Delaware Project support	-		125,000	125,000	-
Jewish Community Center of Greater Pittsburgh, Pittsburgh, Pennsylvania Capital support	-		250,000	250,000	-
Johnstown Area Heritage Association, Johnstown, Pennsylvania Capital campaign	-		250,000	250,000	-
Kiskiminetas Springs School, (The Kiski School) Saltsburg, Pennsylvania Capital campaign	250,000		-	250,000	-

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Latrobe Area Hospital Charitable Foundation, Latrobe, Pennsylvania Program support	\$ -	\$	500,000	\$ 500,000	\$ -
Leukemia & Lymphoma Society, Inc., (Western Pennsylvania Office), Pittsburgh, Pennsylvania Program support	-		70,000	70,000	-
Light of Life Ministries, Inc., Pittsburgh, Pennsylvania General operating support	-		50,000	50,000	-
Ligonier Valley School District, Ligonier, Pennsylvania Project support	25,000		-	25,000	-
Ligonier Valley YMCA, Ligonier, Pennsylvania Capital campaign	500,000		-	500,000	-
Lincoln Highway Heritage Corridor, Latrobe, Pennsylvania Capital support	-		250,000	250,000	-
Lincoln Institute of Public Opinion Research, Inc., Harrisburg, Pennsylvania General support	-		65,000	65,000	-
Loyalhanna Watershed Association, Ligonier, Pennsylvania Project support	50,000		-	50,000	-
The Mentoring Partnership of Southwestern Pennsylvania, Pittsburgh, Pennsylvania Program support	-		150,000	75,000	75,000
The Mon Valley Initiative, Homestead, Pennsylvania Project support	-		100,000	100,000	-

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Mon-Yough Community Services, McKeesport, Pennsylvania					
Program support	\$ -	\$	180,000	\$ 180,000	\$ -
Capital support	-		75,000	75,000	-
National Aviary in Pittsburgh, Inc., Pittsburgh, Pennsylvania					
Exhibit support	200,000		-	50,000	150,000
National Flag Foundation, Pittsburgh, Pennsylvania					
Program and general operating support	150,000		-	150,000	-
The Neighborhood Academy, Pittsburgh, Pennsylvania					
General operating support	-		150,000	50,000	100,000
Capital support	-		500,000	500,000	-
Neville House Associates, Inc., Bridgeville, Pennsylvania					
Operating support	15,000		-	10,000	5,000
New Century Careers, Pittsburgh, Pennsylvania					
Operating support	-		200,000	200,000	-
Nine Mile Run Watershed Association, Inc., Pittsburgh, Pennsylvania					
Project support	-		60,000	60,000	-
Northeast Ohio Society for the Prevention of Cruelty to Animals, Parma, Ohio					
General operating support	-		5,000	5,000	-
Parkinson Foundation of Western Pennsylvania, Pittsburgh, Pennsylvania					
General operating support	-		15,000	15,000	-
Pennsylvania Coalition of Public Charter Schools, King of Prussia, Pennsylvania					
Operating support	-		100,000	100,000	-

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			<u>Approved</u>	<u>Paid</u>	
Pennsylvania Right to Work Defense and Education Foundation, Inc., Carlisle, Pennsylvania General operating support	\$ -	\$	25,000	\$ 25,000	\$ -
Pennsylvania Trolley Museum, Inc., Washington, Pennsylvania General operating support	-		100,000	100,000	-
Capital support	-		5,000,000	750,000	4,250,000
Philanthropy Roundtable, Washington, D.C. Program support and general operating support	-		40,000	40,000	-
Pittsburgh Ballet Theatre, Inc., Pittsburgh, Pennsylvania General operating support	-		50,000	50,000	-
Pittsburgh Botanic Garden, Pittsburgh, Pennsylvania Project support	50,000		-	50,000	-
Capital support	-		1,000,000	500,000	500,000
Pittsburgh Chapter of the National Tooling and Machining Foundation, Inc., Pittsburgh, Pennsylvania Program support	130,000		-	130,000	-
Pittsburgh Filmmakers, Inc., Pittsburgh, Pennsylvania Project support	-		25,000	25,000	-
Pittsburgh Opera, Inc., Pittsburgh, Pennsylvania General operating support	-		100,000	100,000	-
The Pittsburgh Parks Conservancy, Pittsburgh, Pennsylvania Capital campaign	250,000		-	250,000	-
Pittsburgh Public Theater, Pittsburgh, Pennsylvania General operating support	-		75,000	75,000	-

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Pittsburgh Symphony Orchestra, Inc., Pittsburgh, Pennsylvania Operating support	\$ -	\$	100,000	\$ 100,000	\$ -
Point Park University, Pittsburgh, Pennsylvania Center for Media Innovation Capital support	1,000,000 5,000,000		- -	1,000,000 500,000	- 4,500,000
Railroaders Memorial Museum, Inc., Altoona, Pennsylvania Project support	-		75,000	75,000	-
Regional Trail Corporation, (Allegheny Trail Alliance) Latrobe, Pennsylvania Project support	50,000		-	50,000	-
River City Brass Band, Pittsburgh, Pennsylvania General operating and program support	-		110,000	110,000	-
RiverQuest, (Pittsburgh Voyager) Pittsburgh, Pennsylvania Capital support	100,000		-	100,000	-
Saint Vincent College, Latrobe, Pennsylvania Capital support	500,000		-	500,000	-
Saint Vincent College, (Fred Rogers Center for Early Learning and Children's Media), Latrobe, Pennsylvania Program support	75,000		-	25,000	50,000
Salvation Army, The Western Pennsylvania Division, Carnegie, Pennsylvania Capital support	-		32,000	32,000	-
Sharpsville Area Historical Society, Sharpsville, Pennsylvania Capital support	-		22,000	22,000	-

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Southern Alleghenies Museum of Art, Loretto, Pennsylvania Program support	\$ -	\$	10,000	\$ 10,000	\$ -
Trade Institute of Pittsburgh, Pittsburgh, Pennsylvania Program support and general operating support	-		250,000	250,000	-
Tri-County Patriots for Independent Living, Washington, Pennsylvania Capital support	-		50,000	50,000	-
Washington County Community Foundation, Inc., Eighty Four, Pennsylvania Operating support	75,000		-	25,000	50,000
Western Pennsylvania School for the Deaf, Pittsburgh, Pennsylvania Program support	200,000		-	100,000	100,000
Western Reserve Historical Society, Cleveland, Ohio General support	-		5,000	5,000	-
Westinghouse Charter School for the Arts, Wilmerding, Pennsylvania Project support	-		500,000	100,000	400,000
Westmoreland Community Action, (Westmoreland Human Opportunities, Inc.) Greensburg, Pennsylvania Program support	185,000		-	100,000	85,000
Westmoreland County Community College, Youngwood, Pennsylvania Project support	-		200,000	200,000	-
Westmoreland County Food Bank, Inc., Delmont, Pennsylvania General operating support	-		100,000	100,000	-

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	Payable, <u>12/31/15</u>	January 1 to December 31, 2016	Approved	Paid	Payable, <u>12/31/16</u>
Westmoreland Cultural Trust, Greensburg, Pennsylvania Capital support	\$ -	\$	500,000	\$ 500,000	\$ -
Westmoreland Land Trust, Greensburg, Pennsylvania Operating support	-		75,000	35,000	40,000
Westmoreland Museum of Art, Greensburg, Pennsylvania General operating support	-		250,000	250,000	-
Westmoreland Symphony Orchestra, Greensburg, Pennsylvania Program support	-		90,000	30,000	60,000
YMCA of Greensburg, Greensburg, Pennsylvania Capital support	150,000		-	150,000	-
Young America's Foundation, Herndon, Virginia Project support and general operating support	-		200,000	200,000	-
Young Preservationists Association of Pittsburgh, Pittsburgh, Pennsylvania Operating support	<u>100,000</u>		<u>-</u>	<u>100,000</u>	<u>-</u>
Total Grants	<u>\$ 11,880,000</u>		<u>\$ 19,396,400</u>	<u>\$ 19,786,400</u>	<u>\$ 11,490,000</u>

Return of Private Foundation

2016

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
Do not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation ALLEGHENY FOUNDATION		A Employer identification number 25-6012303
Number and street (or P.O. box number if mail is not delivered to street address) ONE OXFORD CENTRE	Room/suite 3900	B Telephone number (see instructions) (412) 392-2900
City or town, state or province, country, and ZIP or foreign postal code PITTSBURGH, PA 15219-0946		C If exemption application is pending, check here. <input type="checkbox"/>
G Check all that that apply:		D 1. Foreign organizations, check here. <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation. <input type="checkbox"/>
<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		E If private foundation status was terminated under section 507(b)(1)(A), check here. <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. <input type="checkbox"/>
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 430,357,437.		
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	9,675,422.	9,675,422.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	304,315.			
	b Gross sales price for all assets on line 6a	24,740,533.			
	7 Capital gain net income (from Part IV, line 2)		304,315.		ATCH 20
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH 2	7,376.	698,091.			
12 Total. Add lines 1 through 11	9,987,113.	10,677,828.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	452,590.	50,442.		402,148.
	14 Other employee salaries and wages	126,960.			126,960.
	15 Pension plans, employee benefits	214,392.	18,660.		195,732.
	16a Legal fees (attach schedule) ATCH 3	12,374.			12,374.
	b Accounting fees (attach schedule) ATCH 4	47,731.	23,866.		23,865.
	c Other professional fees (attach schedule) [5]	395,076.	385,018.		10,058.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [6]	160,000.			
	19 Depreciation (attach schedule) and depletion	1,747.		ATCH 15	
	20 Occupancy	171,665.	14,941.		156,724.
	21 Travel, conferences, and meetings	12,403.			12,403.
	22 Printing and publications	629.	55.		574.
	23 Other expenses (attach schedule) ATCH 7	63,034.	4,671.		58,363.
	24 Total operating and administrative expenses. Add lines 13 through 23.	1,658,601.	497,653.		999,201.
	25 Contributions, gifts, grants paid	19,396,400.		ATCH 13&17	19,786,400.
26 Total expenses and disbursements. Add lines 24 and 25	21,055,001.	497,653.	0.	20,785,601.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-11,067,888.				
b Net investment income (if negative, enter -0-)		10,180,175.			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing	100.	42,383.	42,383.	
	2	Savings and temporary cash investments	15,173,907.	5,481,461.	5,481,461.	
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) <u>ATCH 8 & 19</u>	89,686,773.	94,398,917.	141,017,250.	
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶ (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) <u>ATCH 9 & 19</u>	290,135,937.	283,611,226.	283,804,245.		
14	Land, buildings, and equipment: basis ▶ <u>ATCH 15</u> 175,235.					
	Less: accumulated depreciation ▶ <u>ATCH 15</u> 163,137.	7,256.	12,098.	12,098.		
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	395,003,973.	383,546,085.	430,357,437.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable	11,880,000.	11,490,000.		
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)	11,880,000.	11,490,000.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted	383,123,973.	372,056,085.		
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	383,123,973.	372,056,085.			
31	Total liabilities and net assets/fund balances (see instructions)	395,003,973.	383,546,085.			

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)	1 383,123,973.
2	Enter amount from Part I, line 27a	2 -11,067,888.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 372,056,085.
5	Decreases not included in line 2 (itemize) ▶	5
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 372,056,085.

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash... (2) Other assets... b Other transactions: (1) Sales of assets to a noncharitable exempt organization... (2) Purchases of assets from a noncharitable exempt organization... (3) Rental of facilities, equipment, or other assets... (4) Reimbursement arrangements... (5) Loans or loan guarantees... (6) Performance of services or membership or fundraising solicitations... c Sharing of facilities, equipment, mailing lists, other assets, or paid employees... d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A'.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code... 2b If "Yes," complete the following schedule.

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

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.

Sign Here MATTHEW A. GROLL 11.03.17 CHAIRMAN. May the IRS discuss this return with the preparer shown below (see instructions)? [X] Yes [] No

Paid Preparer Use Only Print/Type preparer's name ANDREA KYZYMA Preparer's signature Date 11/2/17 Check self-employed if PTIN P01273279 Firm's name GRANT THORNTON LLP Firm's EIN 36-6055558 Firm's address 2001 MARKET STREET, SUITE 700 PHILADELPHIA, PA 19103 Phone no. 215-561-4200