TAX RETURN FILING INSTRUCTIONS

FORM 990-PF

FOR THE YEAR ENDING

December 31, 2013

Prepared for	Health Foundation For Western & Central New York 726 Exchange Street No. 518 Buffalo, NY 14210-1485
Prepared by	Lumsden & Mccormick, LLP 369 Franklin Street Buffalo, NY 14202
Amount due or refund	An overpayment of $704. The entire overpayment has been applied to the estimated tax payments.
Make check payable to	No amount is due.
Mail tax return and check (if applicable) to	Department of the Treasury Internal Revenue Service Center Ogden, UT 84201-0027
Return must be mailed on or before	November 17, 2014
Special Instructions	The return should be signed and dated. Please note that there is $5,588,491 of undistributed income for 2013 on Form 990-PF. The organization must distribute this amount by the end of its 2014 tax year to avoid the excise tax on undistributed income. In this packet is your copy and the copy to be filed with the attached envelope.

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No. 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation
HEALTH FOUNDATION FOR WESTERN &
CENTRAL NEW YORK

A Employer identification number
22-3804398

Number and street (or P.O. box number if mail is not delivered to street address): 726 EXCHANGE STREET
Room/suite: 518

B Telephone number
(716) 852-3030

City or town, state or province, country, and ZIP or foreign postal code
BUFFALO, NY 14210-1485

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 122,656,395.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,736,511.	2,094,484.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,111,602.			STATEMENT 1
	b Gross sales price for all assets on line 6a 38,408,676.				
	7 Capital gain net income (from Part IV, line 2)		2,523,008.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	59,169.	24,712.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	3,907,282.	4,642,204.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	375,025.	0.		375,025.
	14 Other employee salaries and wages	390,578.	0.		390,578.
	15 Pension plans, employee benefits	164,165.	0.		164,165.
	16a Legal fees STMT 4	12,161.	0.		12,161.
	b Accounting fees STMT 5	20,250.	5,062.		15,188.
	c Other professional fees STMT 6	2,405,760.	890,030.		1,515,730.
	17 Interest				
	18 Taxes STMT 7	24,990.	65,251.		0.
	19 Depreciation and depletion	48,438.	0.		
	20 Occupancy	82,874.	0.		82,874.
	21 Travel, conferences, and meetings	184,476.	0.		184,476.
	22 Printing and publications	15,071.	0.		15,071.
	23 Other expenses STMT 8	385,014.	125,263.		385,014.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	4,108,802.	1,085,606.		3,140,282.
	25 Contributions, gifts, grants paid	2,132,976.			2,132,976.
	26 **Total expenses and disbursements.** Add lines 24 and 25	6,241,778.	1,085,606.		5,273,258.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<2,334,496.>			
	b **Net investment income** (if negative, enter -0-)		3,556,598.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

323501
10-10-13 LHA **For Paperwork Reduction Act Notice, see instructions.**

Form **990-PF** (2013)

13081110 783816 B0-0585-00 2013.05000 HEALTH FOUNDATION FOR WESTE B0-05881

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. HEALTH FOUNDATION FOR WESTERN & CENTRAL NEW YORK	Employer identification number (EIN) or 22-3804398
	Number, street, and room or suite no. If a P.O. box, see instructions. 726 EXCHANGE STREET, NO. 518	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BUFFALO, NY 14210-1485	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ CAROL L. QUARANTILLO 726 EXCHANGE STREET, SUITE 518 - BUFFALO, NY 14210-1485

Telephone No. ▶ 716-852-3030 Fax No. ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 17, 2014.

5 For calendar year 2013, or other tax year beginning _____, and ending _____.

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO OBTAIN THIRD PARTY INFORMATION REQUIRED TO FILE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 72,000.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 72,000.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ PRESIDENT Date ▶

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only.

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	436,919.	419,583.	419,583.
	2 Savings and temporary cash investments	6,948,506.	970,677.	970,677.
	3 Accounts receivable ▶ 46,176.			
	Less: allowance for doubtful accounts ▶	56,425.	46,176.	46,176.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	20,718,037.	30,145,103.	30,145,103.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	83,424,172.	90,123,488.	90,123,488.
	14 Land, buildings, and equipment: basis ▶ 423,381.			
	Less: accumulated depreciation ▶ 198,861.	253,574.	224,520.	224,520.
	15 Other assets (describe ▶ STATEMENT 11)	738,880.	726,848.	726,848.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item 1)	112,576,513.	122,656,395.	122,656,395.
Liabilities	17 Accounts payable and accrued expenses	10,619.	22,401.	
	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 ▶ STATEMENT 12)	99,048.	139,832.	
	23 **Total liabilities** (add lines 17 through 22)	109,667.	162,233.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	112,466,846.	122,494,162.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	112,466,846.	122,494,162.	
	31 **Total liabilities and net assets/fund balances**	112,576,513.	122,656,395.	

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	112,466,846.
2 Enter amount from Part I, line 27a	2	<2,334,496.>
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS ON INVESTMENTS	3	12,361,812.
4 Add lines 1, 2, and 3	4	122,494,162.
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	122,494,162.

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				
b	SEE ATTACHED STATEMENTS			
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	38,408,676.		35,885,668.	2,523,008.

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				2,523,008.

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 2,523,008.

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

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

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

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

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

If "Yes," the foundation does not 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))
2012	4,880,700.	104,071,991.	.046897
2011	4,230,180.	99,769,245.	.042400
2010	4,086,296.	88,157,318.	.046352
2009	4,105,737.	74,509,903.	.055103
2008	4,125,902.	83,849,228.	.049206

2 Total of line 1, column (d)	2	.239958
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.047992
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	115,780,290.
5 Multiply line 4 by line 3	5	5,556,528.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	35,566.
7 Add lines 5 and 6	7	5,592,094.
8 Enter qualifying distributions from Part XII, line 4	8	5,292,642.

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.

HEALTH FOUNDATION FOR WESTERN & CENTRAL NEW YORK
EIN: 22-3804398
DECEMBER 31, 2013
TAB A

CORPORATE STOCK (EQUITY)

	Book Value	Market Value
Artisan Midcap Instl	$ 2,475,080	$ 2,475,080
Allergain Inc	198,944	198,944
Amazon.com Inc	227,310	227,310
American Tower Corp Cl A	237,145	237,145
Apple Inc	192,430	192,430
Celgene Corp	360,747	360,747
Chipolte Mexican Grill - Cl A	161,965	161,965
CME Group Inc	246,757	246,757
Cognizant Technology Solutions Corp	259,317	259,317
Ecolab Inc	139,618	139,618
Equinix Inc	121,731	121,731
FMC Technologies Inc	139,714	139,714
Gilead Sciences Inc	368,215	368,215
Google Inc Cl A	314,920	314,920
Harbor Intl Instl	10,377,057	10,377,057
HIS Inc Cl A	205,405	205,405
Illumina Inc	231,354	231,354
Intuitive Surgical Inc	227,375	227,375
Parametric Emerg Mkts	4,040,703	4,040,703
Precision Castparts Corp	145,153	145,153
Qualcom Inc	110,855	110,855
Rowe Price Group Inc	238,996	238,996
Stratasys Ltd	141,704	141,704
Vanguard Emg Markets Index	4,066,262	4,066,262
Vanguard Total Intl Stock	4,393,952	4,393,952
Viacom Inc - Cl B	234,246	234,246
Visa Inc	288,148	288,148
	$ 30,145,103	$ 30,145,103
	STATEMENT 9	STATEMENT 9

PARTNERSHIPS AND COMMON TRUST FUNDS

	Book Value	Market Value
AEW Global Property Securities Fund	$ 4,009,913	$ 4,009,913
Archstone Equity	7,429,151	7,429,151
Colchester Global Investors, Inc.	5,058,866	5,058,866
Drake	7,510,704	7,510,704
Forester	7,583,561	7,583,561
Silchester Intl Investors Tobacco Free	13,969,936	13,969,936
S&P 500 Tabacco Free Index	12,908,099	12,908,099
SSgA Custom Real Asset	4,230,713	4,230,713
S&P Midcap Index - Non Lending 400	6,685,152	6,685,152
TIFF Absolute Return	8,393,797	8,393,797
	$ 77,779,892	$ 77,779,892
	STATEMENT 10	STATEMENT 10

FIXED INCOME

	Book Value	Market Value
PIMCO	$ 7,008,275	$ 7,008,275
Vanguard Inflation	1,820,513	1,820,513
Vanguard Intermediate	1,844,570	1,844,570
Collateral - Vanguard	1,670,238	1,670,238
	$ 12,343,596	$ 12,343,596
	STATEMENT 10	STATEMENT 10

HEALTH FOUNDATION FOR WESTERN & CENTRAL NEW YORK
EIN: 22-3804398
DECEMBER 31, 2013
TAB B - PART I, LINES 4, 6, AND 7

	Column A Revenue and expenses per books	Pass-through income from Schedules K-1	Column B Net Investment Income
Dividends and interest from securities			
Various investments	727,065	-	727,065
Silchester Intl Investors Tobacco Free	390,584	482,890	482,890
SSgA Custom Real Asset	-	951	951
S&P Midcap Index - Non Lending	-	24,493	24,493
S&P Midcap Index - Non Lending 400	-	98,349	98,349
S&P 500 Tabacco Free Index		256,289	256,289
WTC - CTF Strategic Real Asset Portfolio	38,802	49,361	49,361
Colchester Global Investors, Inc.	181,343	23,025	23,025
City of London Emerging Markets	255,556	255,556	255,556
AEW Global Property Securities Fund	143,161	176,505	176,505
Total Dividends:	1,736,511	1,367,419	2,094,484
	Part I, Line 4, Column (a)		Part I, Line 4, Column (b)

	Column A Revenue and expenses per books	Pass-through income (loss) from Schedules K-1	Column B Net Investment Income
Net gain from sale of assets			
Gain from sale of publicly traded securities	904,315	-	904,315
Capital gain distributions	267,419		267,419
Sale of Silchester Intl Investors Tobacco Free	27,587	-	27,587
Sale of Colchester Global Investors, Inc	2,329	-	2,329
Sale of SSgA 500 Index	503,515	-	503,515
Sale of SSgA Custom Real Asset	1,056	-	1,056
Sale of SSgA Midcap 400 NL	244,904	-	244,904
Sale of TIFF Absolute Return	62,830	-	62,830
Sale of Archipelago	1,004,184	-	1,004,184
Sale of Wellington Strat Real Assets	92,294	-	92,294
Sale of City of London Emerging Mkts	(1,506,556)	-	(1,506,556)
Silchester Intl Investors Tobacco Free	774,634	651,854	651,854
AEW Global Property Securities Fund	211,225	30,764	30,764
S&P Midcap Index - Non Lending	-	(11,234)	(11,234)
S&P 500 Tobacco Free Index	-	705,830	705,830
WTC - CTF Strategic Real Asset Portfolio	-	(523,015)	(523,015)
Colchester Global Investors, Inc.	(125,360)	30,709	30,709
City of London Emerging Markets	(352,774)	(352,774)	(352,774)
SSgA Custom Real Asset	-	(81,957)	(81,957)
S&P Midcap Index 400	-	468,954	468,954
Total net gain from sale of assets:	2,111,602	919,131	2,523,008
	Part I, Line 6a, Column (a)		Part I, Line 7, Column (b)

HEALTH FOUNDATION FOR WESTERN & CENTRAL NEW YORK
EIN 22-3804398
TAB C

Asset No. Asset ID	Description Class	Location Department	Depr. Basis In Service Date	Disposal Price Disposal Date	Accum. Depr. Last Depr. Date	Book Value
Equipment						
1 1	PRINTER & SUPPLIES Equipment		$480.00 4/2/2002	$0.00	$480.00 12/31/2012	$0.00
2 2	PRINTING SUPPLIES Equipment		$2,109.95 4/17/2002	$0.00	$2,109.95 12/31/2012	$0.00
3 3	CUSTOM BUILD COMP SYSTEM Equipment		$1,049.00 10/29/2002	$0.00	$1,049.00 12/31/2012	$0.00
4 4	CUSTOM BUILD COMPUTER SYSTEM Equipment		$1,199.00 10/29/2002	$0.00	$1,199.00 12/31/2012	$0.00
5 5	HP-SB21 PROJECTOR, SVGA, 1000 LUMENS D Equipment		$1,881.24 10/4/2004	$0.00	$1,881.24 12/31/2012	$0.00
6 6	GIG 3 PACK ONSTREAM MEDIA Equipment		$498.00 10/29/2002	$0.00	$498.00 12/31/2012	$0.00
7 7	BACKUP MYPC SOFTWARE Equipment		$149.00 10/29/2002	$0.00	$149.00 12/31/2012	$0.00
8 8	COMPUTER (AMBER) Equipment		$2,482.15 9/13/2004	$0.00	$2,482.15 12/31/2012	$0.00
9 9	ENVELOPE FEEDER FOR 4100TN Equipment		$299.00 10/29/2002	$0.00	$299.00 12/31/2012	$0.00
10 10	EXTERNAL USB 2.0 ONSTREAM 30/60 Equipment		$799.00 10/29/2002	$0.00	$799.00 12/31/2012	$0.00
11 11	MICROSOFT OFFICE CP-PRO Equipment		$718.00 11/12/2002	$0.00	$718.00 12/31/2012	$0.00
12 12	TIME PLAN 12 HRS Equipment		$1,080.00 11/12/2002	$0.00	$1,080.00 12/31/2012	$0.00
13 13	PC ANYWHERE VERSION 10.5 Equipment		$149.00 11/12/2002	$0.00	$149.00 12/31/2012	$0.00
14 14	CUSTOM BUILD SERVER Equipment		$2,199.99 6/30/2003	$0.00	$2,199.99 12/31/2012	$0.00
15 15	GRANT SOFTWARE Equipment		$1,139.40 11/30/2004	$0.00	$1,139.40 12/31/2012	$0.00
16 16	NEW COMPUTER Equipment		$1,709.00 1/30/2004	$0.00	$1,709.00 12/31/2012	$0.00
17 17	DELL COMPUTER (HEIDI) Equipment		$2,056.46 2/27/2006	$0.00	$2,056.46 12/31/2012	$0.00
18 18	2 COMPUTER MONITORS Equipment		$459.98 11/6/2006	$0.00	$459.98 12/31/2012	$0.00
19 19	LAPTOP COMPUTER Equipment		$300.00 8/31/2006	$0.00	$300.00 12/31/2012	$0.00

HEALTH FOUNDATION FOR WESTERN & CENTRAL NEW YORK
EIN 22-3804398
TAB C

Asset No. Asset ID	Description Class	Location Department	Depr. Basis In Service Date	Disposal Price Disposal Date	Accum. Depr. Last Depr. Date	Book Value
20 20	2 NEW COMPUTER SERVERS Equipment		$8,231.96 3/29/2007	$0.00	$8,231.96 12/31/2012	$0.00
21 21	FLAT PANEL MONITER Equipment		$199.99 4/30/2007	$0.00	$199.99 12/31/2012	$0.00
22 22	PHOTOSMART DIGITAL CAMERA Equipment		$180.00 4/30/2007	$0.00	$180.00 12/31/2012	$0.00
23 23	SYNERGY COMPUTER EQUIPMENT Equipment		$1,975.50 6/1/2007	$0.00	$1,975.50 12/31/2012	$0.00
24 24	COMPUTER EQUIPMENT - SYNERGY Equipment		$1,755.86 1/15/2008	$0.00	$1,671.59 1/31/2013	$84.27
25 25	KENNEDY COMPUTER, DOCKING STATION & Equipment		$1,915.91 7/16/2008	$0.00	$1,915.91 7/31/2013	$0.00
26 26	COMPAQ BUSINESS NOTEBOOK 6710B Equipment		$1,006.34 10/8/2008	$0.00	$1,006.34 9/30/2013	$0.00
45 45	Phone System - Buffalo Equipment		$6,040.00 12/17/2010	$0.00	$3,724.67 12/31/2013	$2,315.33
46 46	Phone System - Syracuse Equipment		$6,890.00 12/20/2010	$0.00	$4,248.83 12/31/2013	$2,641.17
47 47	Software Equipment		$6,581.22 12/20/2010	$0.00	$4,058.42 12/31/2013	$2,522.80
51 51	Copier Equipment		$4,841.00 12/29/2010	$0.00	$2,985.29 12/31/2013	$1,855.71
52 52	Wireless hub Equipment		$1,350.00 12/30/2010	$0.00	$832.50 12/31/2013	$517.50
55 55	Video Conferencing Equipment - Buffalo Equipment		$47,194.18 4/8/2011	$0.00	$25,956.80 12/31/2013	$21,237.38
56 56	Computer Mac - Amber's Equipment		$2,471.83 4/23/2011	$0.00	$1,318.31 12/31/2013	$1,153.52
59 59	3 Wireless desktops w/unify-receiver - 2syr/1buf Equipment		$209.97 8/1/2011	$0.00	$101.48 12/31/2013	$108.49
60 60	3 21.5 montors w/3 yr warranty - 2syr/1 buf Equipment		$567.00 8/1/2011	$0.00	$274.05 12/31/2013	$292.95
61 61	1510x Projector - Syr Equipment		$733.09 8/1/2011	$0.00	$354.33 12/31/2013	$378.76
62 62	460 mini tower w/ 2 yr. warranty - syr Equipment		$1,229.00 8/1/2011	$0.00	$594.02 12/31/2013	$634.98
63 63	2 Lat E6420 laptops w/2 yr warranty - syr Equipment		$3,768.00 8/1/2011	$0.00	$1,821.20 12/31/2013	$1,946.80

Asset No. Asset ID	Description Class	Location Department	Depr. Basis In Service Date	Disposal Price Disposal Date	Accum. Depr. Last Depr. Date	Book Value
64	Computers		$2,232.39	$0.00	$1,041.79	$1,190.60
64	Equipment		8/19/2011		12/31/2013	
42	Computers		$3,386.21	$0.00	$3,047.59	$338.62
42	Equipment		7/1/2009		12/31/2013	
66	Computers		$2,215.49	$0.00	$701.57	$1,513.92
66	Equipment		5/22/2012		12/31/2013	
69	Monitors and Projector		$1,518.12	$0.00	$404.83	$1,113.29
69	Equipment		8/22/2012		12/31/2013	
73	Blackbaud Implementation		$1,750.00	$0.00	$408.34	$1,341.66
73	Equipment		11/15/2012		12/31/2013	
74	Blackbaud Implementation		$4,153.24	$0.00	$976.78	$3,176.46
74	Equipment		12/15/2012		12/31/2013	
75	RE/FE Software		$45,453.00	$0.00	$6,493.29	$38,959.71
75	Equipment		1/1/2013		12/31/2013	
76	GE Software		$42,545.00	$0.00	$6,077.86	$36,467.14
76	Equipment		1/1/2013		12/31/2013	
77	Apple Macbook Air		$1,492.00	$0.00	$298.40	$1,193.60
77	Equipment		1/1/2013		12/31/2013	
78	MacBook Software		$231.62	$0.00	$46.32	$185.30
78	Equipment		1/1/2013		12/31/2013	
79	GE Implementation		$3,555.00	$0.00	$507.86	$3,047.14
79	Equipment		1/1/2013		12/31/2013	
80	HP ProBook		$714.00	$0.00	$142.80	$571.20
80	Equipment		5/2/2013		12/31/2013	
81	Blackbaud Implementation		$3,060.00	$0.00	$306.00	$2,754.00
81	Equipment		5/31/2013		12/31/2013	
83	Polycom - Syracuse		$958.61	$0.00	$159.77	$798.84
83	Equipment		8/1/2013		12/31/2013	
84	Polycom - Buffalo		$1,457.39	$0.00	$242.90	$1,214.49
84	Equipment		8/1/2013		12/31/2013	
85	Dell Server		$4,903.39	$0.00	$408.62	$4,494.77
85	Equipment		8/1/2013		12/31/2013	
86	Dell Sonic Wall		$1,098.95	$0.00	$109.90	$989.05
86	Equipment		8/1/2013		12/31/2013	
87	hp pRO bOOK		$837.00	$0.00	$139.50	$697.50
87	Equipment		9/1/2013		12/31/2013	
		Totals for Equipment.	*$239,460.43*	*$0.00*	*$103,723.48*	*$135,736.95*

Furniture & Fixtures

HEALTH FOUNDATION FOR WESTERN & CENTRAL NEW YORK
EIN 22-3804398
TAB C

Asset No. Asset ID	Description Class	Location Department	Depr. Basis In Service Date	Disposal Price Disposal Date	Accum. Depr. Last Depr. Date	Book Value
82 82	President's office guest chairs Furniture & Fixtures		$1,075.00 8/12/2013	$0.00	$89.58 12/31/2013	$985.42
70 70	Furniture Furniture & Fixtures		$830.46 8/22/2012	$0.00	$221.45 12/31/2013	$609.01
50 50	Office Furniture - Buffalo Furniture & Fixtures		$8,832.62 12/21/2010	$0.00	$3,911.59 12/31/2013	$4,921.03
72 72	Ergonomis project Furniture & Fixtures		$253.20 9/17/2012	$0.00	$63.30 12/31/2013	$189.90
67 67	Ergonomic Chairs & office Furniture Furniture & Fixtures		$6,264.06 7/16/2012	$0.00	$1,856.44 12/31/2013	$4,407.62
43 43	8 Chairs (Knoll) Furniture & Fixtures		$3,556.96 6/2/2010	$0.00	$1,837.21 12/31/2013	$1,719.75
44 44	4 Rectangular Tables Furniture & Fixtures		$777.40 6/2/2010	$0.00	$401.54 12/31/2013	$375.86
57 57	Office Furniture Furniture & Fixtures		$1,553.56 6/1/2011	$0.00	$802.67 12/31/2013	$750.89
58 58	Rectangular Desk Furniture & Fixtures		$221.00 6/20/2011	$0.00	$110.50 12/31/2013	$110.50
53 53	Furniture - Syracuse Furniture & Fixtures		$4,361.45 12/30/2010	$0.00	$2,689.56 12/31/2013	$1,671.89
54 54	Furniture for Two offices - Buffalo Furniture & Fixtures		$6,923.95 3/8/2011	$0.00	$3,923.57 12/31/2013	$3,000.38
27 27	OFFICE FURNITURE Furniture & Fixtures		$200.00 9/9/2002	$0.00	$200.00 12/31/2012	$0.00
28 28	FURNITURE-(2)4DR LATERAL FILES Furniture & Fixtures		$734.40 11/6/2002	$0.00	$734.40 12/31/2012	$0.00
29 29	FILE CABINET Furniture & Fixtures		$579.60 4/8/2003	$0.00	$579.60 12/31/2012	$0.00
30 30	BOOKCASES Furniture & Fixtures		$366.00 8/1/2003	$0.00	$366.00 12/31/2012	$0.00
31 31	TELEPHONE SYSTEM Furniture & Fixtures		$1,995.00 2/24/2004	$0.00	$1,995.00 12/31/2012	$0.00
32 32	NEW PHONE SYSTEM Furniture & Fixtures		$1,995.00 4/30/2004	$0.00	$1,995.00 12/31/2012	$0.00
33 33	NEW OFFICE FURNITURE Furniture & Fixtures		$18,021.01 5/6/2004	$0.00	$18,021.01 12/31/2012	$0.00
34 34	SYRACUSE OFFICE FURNITURE Furniture & Fixtures		$4,228.43 2/23/2005	$0.00	$4,228.43 12/31/2012	$0.00

HEALTH FOUNDATION FOR WESTERN & CENTRAL NEW YORK
EIN 22-3804398
TAB C

Asset No. Asset ID	Description Class	Location Department	Depr. Basis In Service Date	Disposal Price Disposal Date	Accum. Depr. Last Depr. Date	Book Value
35	NEW FURNITURE LARKIN		$9,541.99	$0.00	$8,477.48	$1,064.51
35	Furniture & Fixtures		3/29/2007		1/31/2013	
36	SOS 2 CREDENZAS		$510.84	$0.00	$453.87	$56.97
36	Furniture & Fixtures		6/1/2007		1/31/2013	
37	MILLINGTON OFFICE FURNITURE		$898.84	$0.00	$798.57	$100.27
37	Furniture & Fixtures		6/1/2007		1/31/2013	
38	RICOH AFICIO COPIER/PRINTER/SCAN/FAX		$7,511.00	$0.00	$7,511.00	$0.00
38	Furniture & Fixtures		11/28/2007		12/31/2012	
39	FILE CABINET & TOP ANN'S OFFICE		$940.62	$0.00	$761.44	$179.18
39	Furniture & Fixtures		4/23/2008		12/31/2013	
40	POLYCOM		$2,033.90	$0.00	$1,549.64	$484.26
40	Furniture & Fixtures		9/3/2008		12/31/2013	
		Totals for Furniture & Fixtures	*$84,206.29*	*$0.00*	*$63,578.85*	*$20,627.44*
Leasehold Improvements						
41	LEASEHOLD IMPROVEMENTS-LARKIN		$12,426.80	$0.00	$12,426.80	$0.00
41	Leasehold Improvements		3/29/2007		12/31/2012	
48	Syracuse Improvement		$20,000.00	$0.00	$4,153.84	$15,846.16
48	Leasehold Improvements		12/20/2010		12/31/2013	
49	Buffalo Improvements		$56,565.50	$0.00	$11,748.21	$44,817.29
49	Leasehold Improvements		12/20/2010		12/31/2013	
65	Video conference upgrade		$7,104.72	$0.00	$2,249.82	$4,854.90
65	Leasehold Improvements		5/31/2012		12/31/2013	
68	Video 190 - Upgrade to Conference Room		$467.00	$0.00	$140.10	$326.90
68	Leasehold Improvements		7/2/2012		12/31/2013	
71	Sign in Front Office		$3,150.00	$0.00	$840.00	$2,310.00
71	Leasehold Improvements		9/14/2012		12/31/2013	
		Totals for Leasehold Improvements	*$99,714.02*	*$0.00*	*$31,558.77*	*$68,155.25*
		GRAND TOTALS:	**$423,380.74**	**$0.00**	**$198,861.10**	**$224,519.64**

87 asset(s) listed.

HEALTH FOUNDATION FOR WESTERN CENTRAL NEW YORK
EIN: 22-3804398
TAB D
Grants Paid

Recipient Name	Recipient Address Block	Recipient City	Recipient State	Recipient Zip	Status	Purpose	Amount
American Red Cross, Greater Buffalo Chapter	786 Delaware Avenue	Buffalo	NY	14209	501c3	Fellows Action Network	$ 86,000
Brothers of Mercy Nursing Home, Inc.	10570 Bergtold Road	Clarence	NY	14031	501c3	Opportunity Fund	$ 200
Buffalo History Museum	One Museum Court	Buffalo	NY	14216	501c3	Service Recognition	$ 750
Care Management Coalition	844 Delaware Avenue	Buffalo	NY	14209	501c3	Opportunity Fund	$ 2,500
Catholic Charities of Onondaga County	1654 W. Onondaga Street	Syracuse	NY	13204	501c3	CNY - NAI	$ 10,000
Cayuga County Human Services Coalition	17 E. Genesee Street	Auburn	NY	13021	501c3	Falls Prevention	$ 25,000
Center for Court Innovation	One Park Plaza300 S. State Street, Suite 102	Syracuse	NY	13202	501c3	Maternal & Child Health Services	$ 10,000
Center for Creative Leadership	One Leadership Place	Greensboro	NC	27410	501c3	Fellows Action Network	$ 15,255
Central New York Community Foundation	431 E. Fayette St.Suite 100	Syracuse	NY	13202	501c3	Opportunity Fund	$ 10,000
Central New York Community Foundation	431 E. Fayette St.Suite 100	Syracuse	NY	13202	501c3	Green and Healthy Homes	$ 10,000
Central New York Community Foundation	431 E. Fayette St.Suite 100	Syracuse	NY	13202	501c3	Various Health Initiatives	$ 25,000
Christian Health Services of Syracuse	3200 Burnet Avenue	Syracuse	NY	13206	501c3	Maternal & Child Health Services	$ 32,500
Community Connections of NY, Inc.	567 Exchange Street, Suite201	Buffalo	NY	14210	501c3	GetSET	$ 200,000
Community Connections of NY, Inc.	567 Exchange Street, Suite201	Buffalo	NY	14210	501c3	GetSET	$ 35,000
Community Health Worker Network of Buffalo c/o The	104 Maryland Street	Buffalo	NY	14201	501c3	Community Health Workers	$ 115,240
Daemen College	4380 Main Street	Amherst	NY	14226	501c3	Geriatric Workforce	$ 6,000
Daemen College	4380 Main Street	Amherst	NY	14226	501c3	Geriatric Workforce	$ 20,000
Daemen College	4380 Main Street	Amherst	NY	14226	501c3	Geriatric Workforce	$ 10,000
Delta State University	c/o John Yurkow Accounting Fund, PO Box 3141	Cleveland	MS	38733	501c3	Service Recognition	$ 1,000
DentaQuest Institute	2400 Computer Drive	Westborough	MA	01581	501c3	Portable Dental Care	$ 11,000
D'Youville College	320 Porter Avenue	Buffalo	NY	14201	501c3	Geriatric Workforce	$ 6,000
D'Youville College	320 Porter Avenue	Buffalo	NY	14201	501c3	Geriatric Workforce	$ 6,000
D'Youville College	320 Porter Avenue	Buffalo	NY	14201	501c3	Improving Medication Outcomes	$ 10,000
D'Youville College	320 Porter Avenue	Buffalo	NY	14201	501c3	Improving Medication Outcomes	$ 5,990
D'Youville College	320 Porter Avenue	Buffalo	NY	14201	501c3	Geriatric Workforce	$ 10,000
East Hill Family Medical, Inc.	144 Genesee Street, Suite 500	Auburn	NY	13021	501c3	FQHC	$ 10,000
East Hill Family Medical, Inc.	144 Genesee Street, Suite 500	Auburn	NY	13021	501c3	FQHC	$ 5,000
East Hill Family Medical, Inc.	144 Genesee Street, Suite 500	Auburn	NY	13021	501c3	FQHC	$ 5,000
East Hill Family Medical, Inc.	144 Genesee Street, Suite 500	Auburn	NY	13021	501c3	FQHC	$ 15,500
Eighth District Dental Society	Memorial Education Foundation, Inc.,The 3831 Harlem Road	Buffalo	NY	14215	501c3	CHOMPERS	$ 300,000
Erie County Department of Senior Services	95 Franklin Street	Buffalo	NY	14202	501c3	Ready or Not	$ 10,000
Erie County Department of Senior Services	95 Franklin Street	Buffalo	NY	14202	501c3	Powerful Tools for Caregivers	$ 9,000
Evergreen Foundation of Western New York, Inc.	206 S Elmwood Avenue	Buffalo	NY	14201	501c3	Opportunity Fund	$ 9,000
Family Nurturing Center of Central New York	209 Elizabeth Street, 4th Floor	Utica	NY	13501	501c3	Maternal & Child Health Services	$ 10,000
Genesee County Office for the Aging	2 Bank Street	Batavia	NY	14020	501c3	Falls Prevention	$ 50,000
Genesee County Office for the Aging	2 Bank Street	Batavia	NY	14020	501c3	Falls Prevention	$ 20,000
Grantmakers for Effective Organizations	1725 Desales Street, NW, Suite 404	Washington	DC	20036	501c3	GEO	$ 3,050
Grantmakers Forum of New York	75 College Avenue	Rochester	NY	14607	501c3	GFNY	$ 1,000
Grantmakers Forum of New York	75 College Avenue	Rochester	NY	14607	501c3	GFNY	$ 1,500
Grantmakers in Aging	2001 Jefferson Davis Highway	Arlington	VA	22202	501c3	GIA	$ 3,500
Grantmakers in Health	1100 Connecticut Avenue NWSuite 1200	Washington	DC	20036	501c3	GIH	$ 4,500
Harder + Company	299 Kansas Street	San Francisco	CA	94103	501c3	CHOMPERS	$ 25,000
Harder + Company	299 Kansas Street	San Francisco	CA	94103	501c3	Early Child Mental Health - Help Me Grow	$ 10,000
Health Ministry of the Southern Tier	300 Nasser Civic Center Plaza, Suite 230	Corning	NY	14830	501c3	Health Care Services - Uninsured Individuals	$ 40,000
HealtheConnections	109 South Warren Street, Suite 500	Syracuse	NY	14210	501c3	Opportunity Fund	$ 7,750
HEALTHeLINK	2568 Walden Avenue, Suite 107	Buffalo	NY	14225	501c3	Health Homes	$ 25,411
Healthy Community Alliance, Inc,	1 School StreetSuite 100	Gowanda	NY	14070	501c3	Geriatric Workforce	$ 135,000
Herkimer County HealthNet, Inc.	320 North Main Street, Suite 3300	Herkimer	NY	13350	501c3	Falls Prevention	$ 35,000
Herkimer County HealthNet, Inc.	320 N. Main Street, Suite 3300	Herkimer	NY	13350	501c3	Maternal & Child Health Services	$ 20,000
IMPARA-Institute at Menorah Park for Applied Research on Aging	4101 East Genesee Street	Syracuse	NY	143214	501c3	Opportunity Fund	$ 8,000
Institute for Human Services, Inc.	6666 County Route 11	Bath	NY	14810	501c3	Southern Finger Lakes Fund	$ 52,500
Institute for Human Services, Inc.	6666 County Route 11	Bath	NY	14810	501c3	Southern Finger Lakes Fund	$ 52,500
Le Moyne College	1419 Salt Springs Road	Syracuse	NY	13214	501c3	Geriatric Workforce	$ 6,000
LeMoyne College	114 Mitchell Hall1419 Salt Springs Road	Syracuse	NY	13214	501c3	Geriatric Workforce	$ 20,000
March of Dimes	3445 Winton Place, Suite 121	Rochester	NY	14623	501c3	Maternal & Child Health Services	$ 50,000
March of Dimes	3445 Winton Place, Suite 121	Rochester	NY	14623	501c3	Maternal & Child Health Services	$ 50,000
Menorah Campus, Inc.	2700 North Forest Road	Getzville	NY	14068	501c3	Improving Care Transitions	$ 125,000
Niagara University	PO Box 2039	Niagara University	NY	14109	501c3	Geriatric Workforce	$ 10,000
Niagara University	Office of Sponsored Programs and Foundation Relations Library 208, PO Box 2200	Niagara University	NY	14109	501c3	Early Child Mental Health - Help Me Grow	$ 73,440
Oswego County Opportunities, Inc.	239 Onsida Street	Fulton	NY	13069	501c3	Falls Prevention	$ 35,000
P2 Collaborative of Western New York, Inc.	355 Harlem Road, Bldg. C, 2nd Floor	West Seneca	NY	14224	501c3	Care Transitions	$ 25,000
Parkway Senior Center	220 Memorial Parkway	Utica	NY	13501	501c3	Ready or Not	$ 10,000
Research Foundation of SUNY	644 Ellicott StreetSuite 104	Buffalo	NY	14203	501c3	Improving Medication Outcomes	$ 5,000
Research Foundation of SUNY	644 Ellicott StreetSuite 104	Buffalo	NY	14203	501c3	Improving Medication Outcomes	$ 5,000
Rome Memorial Hospital, Inc.	1500 N. James Street	Rome	NY	13440	501c3	Maternal & Child Health Services	$ 10,000
Schuyler Center for Analysis and Advocacy	150 State Street, 4th Floor	Albany	NY	12207	501c3	CHOMPERS	$ 65,000
SUNY Upstate Medical University	Department of Physician Assistant Studies 750 East Adams Street, Room 2120	Syracuse	NY	13210	501c3	Geriatric Workforce	$ 6,000
The Gifford Foundation, Inc.	100 Clinton Square126 North Salina Street, 3rd Floor	Syracuse	NY	13202	501c3	CNY-NAI	$ 12,960
The Gifford Foundation, Inc.	100 Clinton Square126 North Salina Street, 3rd Floor	Syracuse	NY	13202	501c3	Memorial Donation	$ 500
The Research Foundation for SUNY/Buffalo State	1300 Elmwood Avenue	Buffalo	NY	14222	501c3	Opportunity Fund	$ 1,500
UB Foundation Services, Inc.	P. O. Box 900	Buffalo	NY	14226	501c3	Geriatric Workforce	$ 6,000
UB Foundation Services, Inc.	P. O. Box 900	Buffalo	NY	14226	501c3	Geriatric Workforce	$ 10,000
UB Foundation Services, Inc.	P. O. Box 900	Buffalo	NY	14226	501c3	Geriatric Workforce	$ 10,000
UB Foundation Services, Inc.(School of Public Heal	Research Foundation of SUNY on behalf of the University at Buffalo PO Box 9	Albany	NY	12201	501c3	Powerful Tools for Caregivers	$ 5,090
UB Foundation Services, Inc.(School of Public Heal	Research Foundation of SUNY on behalf of the University at Buffalo PO Box 9	Albany	NY	12201	501c3	Powerful Tools for Caregivers	$ 840
United Way of Buffalo & Erie County	742 Delaware Avenue	Buffalo	NY	14209	501c3	Opportunity Fund	$ 6,000
University of Rochester	435 E. Henrietta Road	Rochester	NY	14260	501c3	Geriatric Workforce	$ 50,000
Western New York Grantmakers	712 Main Street	Buffalo	NY	14202	501c3	WNYG	$ 1,000
Western New York Grantmakers	712 Main Street	Buffalo	NY	14202	501c3	WNYG	$ 2,000
							2,132,976.00

HEALTH FOUNDATION FOR WESTERN CENTRAL NEW YORK
EIN: 22-3604398
TAB E
FUTURE GRANT PAYMENTS

Recipient Name	Recipient Address Block	Recipient City	Recipient State	Recipient Zip	Status	Purpose	Amount
ACCORD Corporation	84 Schuyler Street/PO Box 573	Belmont	NY	14813	501c3	expand CFK outreach & education activities to further disseminate CFK programming to new areas	$ 5,000.00
Allegany/Western Steuben Rural Health Network, Inc	85 N Main Street Suite 4	Wellsville	NY	14895	501c3	Ready or Not	$ 5,000.00
American Red Cross, Greater Buffalo Chapter	786 Delaware Avenue	Buffalo	NY	14209	501c3	FAN - continue to develop & maintain program	$ 88,000.00
Amherst Meals on Wheels	370 John James Audubon Pkwy	Amherst	NY	14228	501c3	Ready or Not	$ 2,885.00
Catholic Charities of Buffalo	741 Delaware Avenue	Buffalo	NY	14209	501c3	Ready or Not	$ 10,000.00
Catholic Charities of Buffalo	741 Delaware Avenue	Buffalo	NY	14209	501c3	Ready or Not	$ 7,466.00
Cattaraugus and Wyoming Project Head Start	101 S 19th Street	Olean	NY	14760	501c3	CHOMPERS! Cavity Free Kids - Phase 2	$ 5,000.00
Cayuga County Human Services Coalition	17 E. Genesee Street	Auburn	NY	13021	501c3	Step Up to Stop Falls - Phase 2	$ 6,000.00
Cayuga County Human Services Coalition	17 E. Genesee Street	Auburn	NY	13021	501c3	Step Up to Stop Falls - Phase 2	$ 19,000.00
Center for Creative Leadership	One Leadership Place	Greensboro	NC	27410	501c3	Health Leadership Fellows Program	$ 15,255.00
Community Health Worker Network of Buffalo c/o The	104 Maryland Street	Buffalo	NY	14201	501c3	Social Determinants of Health & Asset-based Community Development	$ 90,050.00
Complete Senior Care, Inc.	1302 Main Street	Niagara Falls	NY	14301	501c3	Ready or Not	$ 5,000.00
Daemen College	4380 Main Street	Amherst	NY	14226	501c3	Geriatric Workforce Rotation	$ 20,000.00
Daemen College	4380 Main Street	Amherst	NY	14226	501c3	Geriatric Workforce Rotation-Nurse Practitioner Scholarships	$ 6,000.00
D'Youville College	320 Porter Avenue	Buffalo	NY	14201	501c3	Geriatric Rotation for Nursing	$ 20,000.00
D'Youville College	320 Porter Avenue	Buffalo	NY	14201	501c3	Geriatric Workforce Rotation-Nurse Practitioner Scholarships	$ 6,000.00
D'Youville College	320 Porter Avenue	Buffalo	NY	14201	501c3	Geriatric Workforce Rotation-Nurse Practitioner Scholarships	$ 6,000.00
East Hill Familyl Medicall, Inc.	144 Genesee Street, Suite 500	Auburn	NY	13021	501c3	Increased organizational core competencies & capacity	$ 5,000.00
East Hill Familyl Medicall, Inc.	144 Genesee Street, Suite 500	Auburn	NY	13021	501c3	Increased organizational core competencies & capacity	$ 13,000.00
Harder + Company	299 Kansas Street	San Francisco	CA	94103	501c3	PEDALS-Evaluation	$ 25,000.00
Harder + Company	299 Kansas Street	San Francisco	CA	94103	501c3	PEDALS-Evaluation	$ 18,500.00
Herkimer County HealthNet, Inc.	320 North Main Street, Suite 3300	Herkimer	NY	13350	501c3	Step Up to Stop Falls - Phase 2	$ 15,000.00
Holy Cross Head Start, Inc.	150 Maryland Street	Buffalo	NY	14201	501c3	CHOMPERS! Cavity Free Kids -Phase 2	$ 5,000.00
Jericho Road Ministries, Inc.	184 Barton Street	Buffalo	NY	14213	501c3	Ready or Not	$ 8,000.00
Le Moyne College	1419 Salt Springs Road	Syracuse	NY	13214	501c3	Geriatric Workforce-Physician Assistant Scholarships in Geriatrics	$ 6,000.00
Madison County Health Department	PO Box 605	Wellsville	NY	13163	501c3	Ready or Not	$ 7,511.00
March of Dimes	3445 Winton Place, Suite 121	Rochester	NY	14623	501c3	Women's Health Education Navigation Program (WHEN)	$ 50,000.00
March of Dimes	3445 Winton Place, Suite 121	Rochester	NY	14623	501c3	Women's Health Education Navigation Program (WHEN)	$ 50,000.00
March of Dimes	3445 Winton Place, Suite 121	Rochester	NY	14623	501c3	Women's Health Education Navigation Program (WHEN)	$ 50,000.00
Menorah Campus, Inc.	2700 North Forest Road	Getzville	NY	14068	501c3	Town Square for Aging Consortium	$ 110,000.00
Mohawk Valley Perinatal Network	1000 Cornelia Street 2nd Floor	Utica	NY	13502	501c3	CHOMPERS! Cavity Free Kids - Phase 2	$ 5,000.00
Niagara Falls Memorial Medical Center	621 Tenth Streeet	Niagara Falls	NY	14302	501c3	Project Manager for Get Well/Stay Well Progam	$ 78,000.00
Niagara University	PO Box 2039	Niagara Universi	NY	14109	501c3	Investing in an Elder-Competent Workforce	$ 20,000.00
Oswego County Opportunities, Inc.	239 Oneida Street	Fulton	NY	13069	501c3	Step Up to Stop Falls - Phase 2	$ 15,000.00
P2 Collaborative of Western New York, Inc.	355 Harlem Road, Bldg. C, 2nd Floor	West Seneca	NY	14224	501c3	Bridge support to allow sufficient time to demonstrate the sustainability of the CCTP program	$ 10,000.00
P2 Collaborative of Western New York, Inc.	355 Harlem Road, Bldg. C, 2nd Floor	West Seneca	NY	14224	501c3	Bridge support to allow sufficient time to demonstrate the sustainability of the CCTP program	$ 10,000.00
Parkway Senior Center	220 Memorial Parkway	Utica	NY	13501	501c3	Ready or Not	$ 5,000.00
Schuyler Center for Analysis and Advocacy	150 State Street, 4th Floor	Albany	NY	12207	501c3	Campaign to Support Children's Oral Health	$ 65,000.00
Schuyler Center for Analysis and Advocacy	150 State Street, 4th Floor	Albany	NY	12207	501c3	Campaign to Support Children's Oral Health	$ 40,000.00
SUNY Upstate Medical University	750 E Adams Street, Room 2120	Syracuse	NY	13210	501c3	Geriatric Workforce-Physician Assistant Scholarships in Geriatrics	$ 6,000.00
Syracuse Northeast Community Center	716 Halwley Avenue	Syracuse	NY	13203	501c3	CNY-Neighborhood Action Initiative	$ 7,500.00
The Centers at St. Camillus	813 Fay Road	Syracuse	NY	13219	501c3	Ready or Not	$ 8,000.00
The Reseach Foundation for SUNY/Buffalo State	1300 Elmwood Avenue	Buffalo	NY	14222	501c3	develop a web portal for Safety Net data	$ 2,785.00
UB Foundation Services, Inc.	P. O. Box 900	Buffalo	NY	14226	501c3	Geriatric Rotation for Social Work Students	$ 20,000.00
UB Foundation Services, Inc.	P. O. Box 900	Buffalo	NY	14226	501c3	Geriatric Rotation for Social Work Students	$ 20,000.00
UB Foundation Services, Inc.	P. O. Box 900	Buffalo	NY	14226	501c3	Geriatric Workforce-Nurse Practitioner Scholarships in Geriatrics	$ 6,000.00
University of Colorado Health Sciences Center	PO Box 910238	Denver	CO	80291-0238	501c3	HealthIER Evaluation	$ 75,000.00
University of Colorado Health Sciences Center	PO Box 910238	Denver	CO	80291-0238	501c3	HealthIER Evaluation	$ 75,000.00
University of Colorado Health Sciences Center	PO Box 910238	Denver	CO	80291-0238	501c3	HealthIER Evaluation	$ 25,000.00
University of Rochester	435 E. Henrietta Road	Rochester	NY	14260	501c3	Continuing education in geriatrics to primary care practitioners in rural counties	$ 35,000.00
							1,207,952.00

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	71,132.
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	71,132.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	71,132.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 54,891.		
b	Exempt foreign organizations - tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 17,000.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	71,891.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached	8	55.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	704.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 704. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.HFWCNY.ORG

14 The books are in care of ▶ CAROL L. QUARANTILLO Telephone no. ▶716-852-3030

Located at ▶726 EXCHANGE STREET, SUITE 518, BUFFALO, NY ZIP+4 ▶14210-1485

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

		Yes	No
16 At any time during calendar year 2013, 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 Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16		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? ☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
If "Yes," list the years ▶ _____, _____, _____, _____			
b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ _____, _____, _____, _____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b If "Yes," did it have excess business holdings in 2013 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 2013.)* N/A	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		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 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		375,025.	63,283.	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
KARA WILLIAMS - 100 CLINTON SQ,126 N. SALINA ST, 3RD FLOOR, SYRACUSE,	PROGRAM OFFICER 40.00	78,757.	11,462.	0.
KATHERINE MCLAUGHIN - 100 CLINTON SQ,126 N. SALINA ST, 3RD FLOOR,	COMMUNICATIONS MANAGER 40.00	64,404.	6,826.	0.
CAROL QUARANTILLO - 726 EXCHANGE STREET, SUITE 518, BUFFALO, NY 14210	DIRECTOR OF FINANCE AND ADMIN. 40.00	54,860.	6,992.	0.

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
CHRISTINE R. KLOTZ 1432 PALM GRASS PASS, WANAKEE, WI 53597	CONSULTANT FEES	110,007.
LISA PAYNE SIMON 76 BRANTWOOD ROAD, ARLINGTON, MA 02476	CONSULTANT FEES	94,700.
GLENDA CADWALLADER - 4745 CHESTNUT RIDGE ROAD. NO. 12, AMHERST, NY 14228	CONSULTANT FEES	73,708.
VIRGINIA OEHLER 305 LAKEFRONT BLVD., BUFFALO, NY 14202	CONSULTANT FEES	55,500.
Total number of others receiving over $50,000 for professional services ▶		0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 SEE STATEMENT 14	275,714.
2 SEE STATEMENT 15	132,544.
3 FALLS PREVENTATION - COLLABORATIVE TO BENEFIT OLDER ADULTS. THIS PROJECT IS TEAMING UP WITH LOCAL AND REGIONAL ELDER CARE AGENCIES TO FORGE THE FALLS PREVENTION CONSORTIUM.	110,980.
4 SEE STATEMENT 16	108,227.

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	116,872,747.
b	Average of monthly cash balances	1b	670,695.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	117,543,442.
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	117,543,442.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,763,152.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	115,780,290.
6	**Minimum investment return.** Enter 5% of line 5	6	5,789,015.

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	5,789,015.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 71,132.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	71,132.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,717,883.
4	Recoveries of amounts treated as qualifying distributions	4	87,273.
5	Add lines 3 and 4	5	5,805,156.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	5,805,156.

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	5,273,258.
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	19,384.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,292,642.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	5,292,642.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				5,805,156.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			5,075,977.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 5,292,642.				
a Applied to 2012, but not more than line 2a			5,075,977.	
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 2013 distributable amount				216,665.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (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 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				5,588,491.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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 2013, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 17

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
a Paid during the year				
SEE ATTACHMENT - TAB D				2,132,976.
Total ▶ 3a				2,132,976.
b Approved for future payment				
SEE ATTACHMENT - TAB E				1,207,952.
Total ▶ 3b				1,207,952.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,736,511.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			18	24,712.	
8 Gain or (loss) from sales of assets other than inventory			18	2,111,602.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a RETURNED GRANT FUNDS					34,457.
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		3,872,825.	34,457.
13 **Total.** Add line 12, columns (b), (d), and (e)					13 3,907,282.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
11	RETURNED GRANT FUNDS

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ [signature] | 11/14/2014 | ▶ PRESIDENT

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MICHAEL J. GRIMALDI	Michael J Grimaldi	11/10/14		P01295846

Firm's name ▶ LUMSDEN & MCCORMICK, LLP — Firm's EIN ▶ 16-0765486

Firm's address ▶ 369 FRANKLIN STREET BUFFALO, NY 14202 — Phone no. (716)856-3300

Form **990-PF** (2013)

323622 10-10-13

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	VARIOUS PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b	S&P 500 TOBACCO FREE INDEX	P	VARIOUS	VARIOUS
c	SILCHESTER INTERNATIONAL INVESTORS TOBACCO FREE	P	VARIOUS	VARIOUS
d	COLCHESTER GLOBAL INVESTORS, INC.	P	VARIOUS	VARIOUS
e	SSGA CUSTOM REAL ASSET	P	VARIOUS	VARIOUS
f	ARCHIPELAGO	P	VARIOUS	VARIOUS
g	CITY OF LONDON EMERGING MARKETS	P	VARIOUS	VARIOUS
h	TIFF ABSOLUTE RETURN	P	VARIOUS	VARIOUS
i	S&P MIDCAP - NON LENDING 400	P	VARIOUS	VARIOUS
j	WTC-CTF STRATEGIC REAL ASSET PORTFOLIO	P	VARIOUS	VARIOUS
k	SILCHESTER INTERNATIONAL INVESTORS TOBACCO FREE K	P	VARIOUS	VARIOUS
l	SSGA CUSTOM REAL ASSET K-1	P	VARIOUS	VARIOUS
m	S&P MIDCAP INDEX - NON LENDING K-1	P	VARIOUS	VARIOUS
n	S&P 500 TOBACCO FREE INDEX K-1	P	VARIOUS	VARIOUS
o	WTC-CTF STRATEGIC REAL ASSET PORTFOLIO K-1	P	VARIOUS	VARIOUS

	(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	16,342,735.		15,438,420.	904,315.
b	1,509,401.		1,005,886.	503,515.
c	121,050.		93,463.	27,587.
d	30,614.		28,285.	2,329.
e	63,500.		62,444.	1,056.
f	7,654,184.		6,650,000.	1,004,184.
g	7,493,444.		9,000,000.	<1,506,556.>
h	252,396.		189,566.	62,830.
i	504,727.		259,823.	244,904.
j	4,169,206.		4,076,912.	92,294.
k			<651,854.>	651,854.
l			81,957.	<81,957.>
m			11,234.	<11,234.>
n			<705,830.>	705,830.
o			523,015.	<523,015.>

	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				904,315.
b				503,515.
c				27,587.
d				2,329.
e				1,056.
f				1,004,184.
g				<1,506,556.>
h				62,830.
i				244,904.
j				92,294.
k				651,854.
l				<81,957.>
m				<11,234.>
n				705,830.
o				<523,015.>

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

323591
05-01-13

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	COLCHESTER GLOBAL INVESTORS, INC. K-1	P	VARIOUS	VARIOUS
b	CITY OF LONDON EMERGING MARKETS K-1	P	VARIOUS	VARIOUS
c	AEW GLOBAL PROPERTY SECURITIES FUND K-1	P	VARIOUS	VARIOUS
d	S&P MIDCAP - NON LENDING 400 K-1	P	VARIOUS	VARIOUS
e	CAPITAL GAINS DIVIDENDS			
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			<30,709.>	30,709.
b			352,774.	<352,774.>
c			<30,764.>	30,764.
d			<468,954.>	468,954.
e	267,419.			267,419.
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				30,709.
b				<352,774.>
c				30,764.
d				468,954.
e				267,419.
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	2,523,008.
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

323591
05-01-13

Form **2220**

Department of the Treasury
Internal Revenue Service

Underpayment of Estimated Tax by Corporations

▶ Attach to the corporation's tax return. FORM 990-PF

▶ Information about Form 2220 and its separate instructions is at www.irs.gov/form2220.

OMB No. 1545-0142

2013

Name HEALTH FOUNDATION FOR WESTERN & CENTRAL NEW YORK

Employer identification number 22-3804398

Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment

1 Total tax (see instructions)			1	71,132.
2 a Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a			
b Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b			
c Credit for federal tax paid on fuels (see instructions)	2c			
d **Total**. Add lines 2a through 2c			2d	
3 Subtract line 2d from line 1. If the result is less than $500, **do not** complete or file this form. The corporation does not owe the penalty			3	71,132.
4 Enter the tax shown on the corporation's 2012 income tax return (see instructions). **Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5**			4	29,990.
5 **Required annual payment.** Enter the **smaller** of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3			5	29,990.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it does not owe a penalty (see instructions).

6 [ ] The corporation is using the adjusted seasonal installment method.

7 [X] The corporation is using the annualized income installment method.

8 [X] The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment

		(a)	(b)	(c)	(d)
9 **Installment due dates.** Enter in columns (a) through (d) the 15th day of the 4th (**Form 990-PF filers:** Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9	05/15/13	06/15/13	09/15/13	12/15/13
10 **Required installments.** If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 5 above in each column.	10	7,498.	28,069.		23,768.
11 Estimated tax paid or credited for each period (see instructions). For column (a) only, enter the amount from line 11 on line 15	11	44,891.	10,000.		
Complete lines 12 through 18 of one column before going to the next column.					
12 Enter amount, if any, from line 18 of the preceding column	12		37,393.	19,324.	19,324.
13 Add lines 11 and 12	13		47,393.	19,324.	19,324.
14 Add amounts on lines 16 and 17 of the preceding column	14				
15 Subtract line 14 from line 13. If zero or less, enter -0-	15	44,891.	47,393.	19,324.	19,324.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		0.		
17 **Underpayment.** If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17				4,444.
18 **Overpayment.** If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18	37,393.	19,324.	19,324.	

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

JWA **For Paperwork Reduction Act Notice, see separate instructions.**

Form **2220** (2013)

312801
12-26-13

Part IV Figuring the Penalty

		(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions). **(Form 990-PF and Form 990-T filers:** Use 5th month instead of 3rd month.)	19				
20 Number of days from due date of installment on line 9 to the date shown on line 19	20				
21 Number of days on line 20 after 4/15/2013 and before 7/1/2013	21				
22 Underpayment on line 17 x Number of days on line 21 / 365 x 3%	22	$	$	$	$
23 Number of days on line 20 after 06/30/2013 and before 10/1/2013	23				
24 Underpayment on line 17 x Number of days on line 23 / 365 x 3%	24	$	$	$	$
25 Number of days on line 20 after 9/30/2013 and before 1/1/2014	25				
26 Underpayment on line 17 x Number of days on line 25 / 365 x 3%	26	$	$	$	$
27 Number of days on line 20 after 12/31/2013 and before 4/1/2014	27	SEE ATTACHED WORKSHEET			
28 Underpayment on line 17 x Number of days on line 27 / 365 x 3%	28	$	$	$	$
29 Number of days on line 20 after 3/31/2014 and before 7/1/2014	29				
30 Underpayment on line 17 x Number of days on line 29 / 365 x *%	30	$	$	$	$
31 Number of days on line 20 after 6/30/2014 and before 10/01/2014	31				
32 Underpayment on line 17 x Number of days on line 31 / 365 x *%	32	$	$	$	$
33 Number of days on line 20 after 9/30/2014 and before 1/1/2015	33				
34 Underpayment on line 17 x Number of days on line 33 / 365 x *%	34	$	$	$	$
35 Number of days on line 20 after 12/31/2014 and before 2/16/2015	35				
36 Underpayment on line 17 x Number of days on line 35 / 365 x *%	36	$	$	$	$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37	$	$	$	$

38 **Penalty.** Add columns (a) through (d) of line 37. Enter the total here and on Form 1120; line 33; or the comparable line for other income tax returns ..... 38 $ 55.

* Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at **www.irs.gov**. You can also call 1-800-829-4933 to get interest rate information.

Schedule A **Adjusted Seasonal Installment Method and Annualized Income Installment Method** (see instructions)

Form 1120S filers: For lines 1, 2, 3, and 21, below, "taxable income" refers to excess net passive income or the amount on which tax is imposed under section 1374(a), whichever applies.

Part I - Adjusted Seasonal Installment Method (Caution: Use this method only if the base period percentage for any 6 consecutive months is at least 70%. See instructions.)

		(a)	(b)	(c)	(d)
1 Enter taxable income for the following periods:		First 3 months	First 5 months	First 8 months	First 11 months
a Tax year beginning in 2010	1a				
b Tax year beginning in 2011	1b				
c Tax year beginning in 2012	1c				
2 Enter taxable income for each period for the tax year beginning in 2013. (see instructions for the treatment of extraordinary items).	2				
3 Enter taxable income for the following periods:		First 4 months	First 6 months	First 9 months	Entire year
a Tax year beginning in 2010	3a				
b Tax year beginning in 2011	3b				
c Tax year beginning in 2012	3c				
4 Divide the amount in each column on line 1a by the amount in column (d) on line 3a	4				
5 Divide the amount in each column on line 1b by the amount in column (d) on line 3b	5				
6 Divide the amount in each column on line 1c by the amount in column (d) on line 3c	6				
7 Add lines 4 through 6	7				
8 Divide line 7 by 3.0	8				
9a Divide line 2 by line 8	9a				
b Extraordinary items (see instructions)	9b				
c Add lines 9a and 9b	9c				
10 Figure the tax on the amt on ln 9c using the instr for Form 1120, Sch J, ln 2 (or comparable ln of corp's return)	10				
11a Divide the amount in columns (a) through (c) on line 3a by the amount in column (d) on line 3a	11a				
b Divide the amount in columns (a) through (c) on line 3b by the amount in column (d) on line 3b	11b				
c Divide the amount in columns (a) through (c) on line 3c by the amount in column (d) on line 3c	11c				
12 Add lines 11a though 11c	12				
13 Divide line 12 by 3.0	13				
14 Multiply the amount in columns (a) through (c) of line 10 by columns (a) through (c) of line 13. In column (d), enter the amount from line 10, column (d)	14				
15 Enter any alternative minimum tax for each payment period (see instructions)	15				
16 Enter any other taxes for each payment period (see instr)	16				
17 Add lines 14 through 16	17				
18 For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c (see instructions)	18				
19 Total tax after credits. Subtract line 18 from line 17. If zero or less, enter -0-	19				

Part II - Annualized Income Installment Method **

		(a)	(b)	(c)	(d)
20 Annualization periods (see instructions)	20	First 2 months	First 3 months	First 6 months	First 9 months
21 Enter taxable income for each annualization period (see instructions for the treatment of extraordinary items)	21	1,030,657.	1,014,937.	1,166,387.	2,225,049.
22 Annualization amounts (see instructions)	22	6.000000	4.000000	2.000000	1.333330
23a Annualized taxable income. Multiply line 21 by line 22	23a	6,183,942.	4,059,748.	2,332,774.	2,966,725.
b Extraordinary items (see instructions)	23b				
c Add lines 23a and 23b	23c	6,183,942.	4,059,748.	2,332,774.	2,966,725.
24 Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 2 (or comparable line of corporation's return)	24	123,679.	81,195.	46,655.	59,335.
25 Enter any alternative minimum tax for each payment period (see instructions)	25				
26 Enter any other taxes for each payment period (see instr)	26				
27 Total tax. Add lines 24 through 26	27	123,679.	81,195.	46,655.	59,335.
28 For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c (see instructions)	28				
29 Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0-	29	123,679.	81,195.	46,655.	59,335.
30 Applicable percentage	30	25%	50%	75%	100%
31 Multiply line 29 by line 30	31	30,920.	40,598.	34,991.	59,335.

Part III - Required Installments

		1st installment	2nd installment	3rd installment	4th installment
Note: Complete lines 32 through 38 of one column before completing the next column.					
32 If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the **smaller** of the amounts in each column from line 19 or line 31	32	30,920.	40,598.	34,991.	59,335.
33 Add the amounts in all preceding columns of line 38 (see instructions)	33		7,498.	35,567.	35,567.
34 **Adjusted seasonal or annualized income installments.** Subtract line 33 from line 32. If zero or less, enter -0-	34	30,920.	33,100.	0.	23,768.
35 Enter 25% of line 5 on page 1 of Form 2220 in each column. **Note:** "Large corporations," see the instructions for line 10 for the amounts to enter	35	7,498.	28,069.	17,783.	17,783.
36 Subtract line 38 of the preceding column from line 37 of the preceding column	36				17,783.
37 Add lines 35 and 36	37	7,498.	28,069.	17,783.	35,566.
38 **Required installments.** Enter the **smaller** of line 34 or line 37 here and on page 1 of Form 2220, line 10 (see instructions)	38	7,498.	28,069.	0.	23,768.

Form **2220** (2013)

** ANNUALIZED INCOME INSTALLMENT METHOD USING STANDARD OPTION

JWA
312822
12-26-13

FORM 990-PF
UNDERPAYMENT OF ESTIMATED TAX WORKSHEET

Name(s)	Identifying Number
HEALTH FOUNDATION FOR WESTERN & CENTRAL NEW YORK	22-3804398

(A) *Date	(B) Amount	(C) Adjusted Balance Due	(D) Number Days Balance Due	(E) Daily Penalty Rate	(F) Penalty
		-0-			
05/15/13	7,498.	7,498.			
05/15/13	<10,000.>	<2,502.>			
05/15/13	<34,891.>	<37,393.>			
06/15/13	28,069.	<9,324.>			
06/15/13	<10,000.>	<19,324.>			
12/15/13	23,768.	4,444.	150	.000082192	55.
05/14/14	<17,000.>	<12,556.>			

Penalty Due (Sum of Column F). ..... 55.

* Date of estimated tax payment, withholding credit date or installment due date.

312511
05-01-13

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VARIOUS PUBLICLY TRADED SECURITIES	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16,342,735.	15,438,420.	0.	0.	904,315.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
S&P 500 TOBACCO FREE INDEX	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,509,401.	1,005,886.	0.	0.	503,515.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SILCHESTER INTERNATIONAL INVESTORS TOBACCO FREE	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
121,050.	93,463.	0.	0.	27,587.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
COLCHESTER GLOBAL INVESTORS, INC.	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
30,614.	28,285.	0.	0.	2,329.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SSGA CUSTOM REAL ASSET	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
63,500.	62,444.	0.	0.	1,056.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ARCHIPELAGO	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,654,184.	6,650,000.	0.	0.	1,004,184.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CITY OF LONDON EMERGING MARKETS	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,493,444.	9,000,000.	0.	0.	<1,506,556.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TIFF ABSOLUTE RETURN	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
252,396.	189,566.	0.	0.	62,830.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
S&P MIDCAP - NON LENDING 400	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
504,727.	259,823.	0.	0.	244,904.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WTC-CTF STRATEGIC REAL ASSET PORTFOLIO	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,169,206.	4,076,912.	0.	0.	92,294.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SILCHESTER INTERNATIONAL INVESTORS TOBACCO FREE K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	<774,634.>	0.	0.	774,634.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SSGA CUSTOM REAL ASSET K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
S&P MIDCAP INDEX - NON LENDING K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
S&P 500 TOBACCO FREE INDEX K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WTC-CTF STRATEGIC REAL ASSET PORTFOLIO K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
COLCHESTER GLOBAL INVESTORS, INC. K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	125,360.	0.	0.	<125,360.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CITY OF LONDON EMERGING MARKETS K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	352,774.	0.	0.	<352,774.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AEW GLOBAL PROPERTY SECURITIES FUND K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	<211,225.>	0.	0.	211,225.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
S&P MIDCAP - NON LENDING 400 K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

CAPITAL GAINS DIVIDENDS FROM PART IV	267,419.
TOTAL TO FORM 990-PF, PART I, LINE 6A	2,111,602.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
VARIOUS INVESTMENTS PER BOOKS (SEE TAB B	727,065.	0.	727,065.	727,065.	
VARIOUS INVESTMENTS PER BOOKS (SEE TAB B	267,419.	267,419.	0.	0.	
VARIOUS INVESTMENTS PER BOOKS (SEE TAB B	1,009,446.	0.	1,009,446.	1,367,419.	
TO PART I, LINE 4	2,003,930.	267,419.	1,736,511.	2,094,484.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME - PRI	24,712.	24,712.	
RETURNED GRANT FUNDS	34,457.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	59,169.	24,712.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	12,161.	0.		12,161.
TO FM 990-PF, PG 1, LN 16A	12,161.	0.		12,161.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	20,250.	5,062.		15,188.
TO FORM 990-PF, PG 1, LN 16B	20,250.	5,062.		15,188.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	890,030.	890,030.		0.
ADVISORY FEES	146,423.	0.		146,423.
EVALUATION CONSULTANTS	567,071.	0.		567,071.
PROGRAM CONSULTANTS	802,236.	0.		802,236.
TO FORM 990-PF, PG 1, LN 16C	2,405,760.	890,030.		1,515,730.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	24,990.	0.		0.
SILCHESTER INTERNATIONAL INVESTORS TOBACCO FREE K-1 FOREIGN TAXES	0.	44,124.		0.
WTC-CTF STRATEGIC REAL ASSET PORTFOLIO K-1 FOREIGN TAXES	0.	3,052.		0.
COLCHESTER GLOBAL INVESTORS, INC. K-1 FOREIGN TAXES	0.	1,297.		0.
AEW GLOBAL PROPERTY SECURITIES FUND K-1 FOREIGN TAXES	0.	8,018.		0.
CITY OF LONDON EMERGING MARKETS K-1 FOREIGN TAX	0.	8,760.		0.
TO FORM 990-PF, PG 1, LN 18	24,990.	65,251.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TELEPHONE/ELECTRONIC COMMUNICATION	139,510.	0.		139,510.
OFFICE EXPENSE	111,215.	0.		111,215.
INSURANCE	4,954.	0.		4,954.
CHF SPONSORED EVENTS	84,438.	0.		84,438.
MAINTENANCE EXPENSE	29,704.	0.		29,704.
MISCELLANEOUS EXPENSE	7,536.	0.		7,536.
NYS FILING FEES	1,500.	0.		1,500.
MEMBERSHIP DUES	6,157.	0.		6,157.
WTC - CTF STRATEGIC REAL ASSET PORTFOLIO - K-1	0.	739.		0.
S&P 500 TOBACCO FREE INDEX K-1	0.	2,163.		0.
S&P MIDCAP INDEX - NON LENDING K-1	0.	574.		0.
AEW GLOBAL PROPERTY SECURITIES FUND K-1	0.	3,888.		0.
CITY OF LONDON EMERGING MARKETS K-1	0.	116,245.		0.
SILCHESTER INTERNATIONL INVESTORS TOBACCO FREE K-1	0.	243.		0.
SSGA CUSTOM REAL ASSET K-1	0.	369.		0.
S&P MIDCAP INDEX 400 K-1	0.	1,042.		0.
TO FORM 990-PF, PG 1, LN 23	385,014.	125,263.		385,014.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK-SEE TAB A	30,145,103.	30,145,103.
TOTAL TO FORM 990-PF, PART II, LINE 10B	30,145,103.	30,145,103.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PARTNERSHIPS AND COMMON TRUST FUNDS -SEE TAB A	FMV	77,779,892.	77,779,892.
FIXED INCOME-SEE TAB A	FMV	12,343,596.	12,343,596.
TOTAL TO FORM 990-PF, PART II, LINE 13		90,123,488.	90,123,488.

FORM 990-PF OTHER ASSETS STATEMENT 11

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DEFERRED COMPENSATION	99,048.	139,832.	139,832.
PROGRAM RELATED INVESTMENT	639,832.	587,016.	587,016.
TO FORM 990-PF, PART II, LINE 15	738,880.	726,848.	726,848.

FORM 990-PF OTHER LIABILITIES STATEMENT 12

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED COMPENSATION LIABILITY	99,048.	139,832.
TOTAL TO FORM 990-PF, PART II, LINE 22	99,048.	139,832.

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

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MELVA D. VISHER 726 EXCHANGE STREET, SUITE 518 BUFFALO, NY 14210	TRUSTEE 4.00	0.	0.	0.
DENISE DUNFORD, DNS, FNP, RN 726 EXCHANGE STREET, SUITE 518 BUFFALO, NY 14210	TRUSTEE 4.00	0.	0.	0.
MARILYN J. BAADER 431 E. FAYETTE STREET, SUITE 250 SYRACUSE, NY 13202	TRUSTEE 4.00	0.	0.	0.
VINCENT J. MANCUSO 726 EXCHANGE STREET, SUITE 518 BUFFALO, NY 14210	TREASURER 4.00	0.	0.	0.
ARTHER R. GOSHIN, MD, MPH 431 E. FAYETTE STREET, SUITE 250 SYRACUSE, NY 13202	TRUSTEE 4.00	0.	0.	0.
EUGENE MEEKS 726 EXCHANGE STREET, SUITE 518 BUFFALO, NY 14210	TRUSTEE 4.00	0.	0.	0.
CATHERINE A. GALE, ESQ. 431 E. FAYETTE STREET, SUITE 250 SYRACUSE, NY 13202	TRUSTEE 4.00	0.	0.	0.
SALLY BERRY 431 E. FAYETTE STREET, SUITE 250 SYRACUSE, NY 13202	SECRETARY 4.00	0.	0.	0.
C. ANTHONY RIDER, CPA 726 EXCHANGE STREET, SUITE 518 BUFFALO, NY 14210	TRUSTEE 8.00	0.	0.	0.
ROBERT A. LUDWIG 726 EXCHANGE STREET, SUITE 518 BUFFALO, NY 14210	TRUSTEE 4.00	0.	0.	0.
JAMES L. MAGAVERN, ESQ. 726 EXCHANGE STREET, SUITE 518 BUFFALO, NY 14210	TRUSTEE 4.00	0.	0.	0.

PATRICIA J. NUMANN, MD 726 EXCHANGE STREET, SUITE 518 BUFFALO, NY 14210	TRUSTEE 4.00	0.	0.	0.
DAVID A. MILLING, MD 726 EXCHANGE STREET, SUITE 518 BUFFALO, NY 14210	TRUSTEE 4.00	0.	0.	0.
ANN F. MONROE 726 EXCHANGE STREET, SUITE 518 BUFFALO, NY 14210	PRESIDENT 40.00	247,741.	49,196.	0.
PETER J. O'NEILL 431 E. FAYETTE STREET, SUITE 250 SYRACUSE, NY 13202	TRUSTEE 4.00	0.	0.	0.
LISA D. ALFORD 431 E. FAYETTE STREET, SUITE 250 SYRACUSE, NY 13202	TRUSTEE 4.00	0.	0.	0.
LEOLA RODGERS, MPH 431 E. FAYETTE STREET, SUITE 250 SYRACUSE, NY 13202	TRUSTEE 4.00	0.	0.	0.
L. THOMAS WOLFF, MD 431 E. FAYETTE STREET, SUITE 250 SYRACUSE, NY 13202	TRUSTEE 4.00	0.	0.	0.
JOSEPH J. COZZO, MA, MS, LMHC 726 EXCHANGE STREET, SUITE 518 BUFFALO, NY 14210	TRUSTEE 4.00	0.	0.	0.
ANGEL GUTIERREZ, MD, FACP 726 EXCHANGE STREET, SUITE 518 BUFFALO, NY 14210	BOARD CHAIR 4.00	0.	0.	0.
THEODORE J. SCALLON 431 E. FAYETTE STREET, SUITE 250 SYRACUSE, NY 13202	TRUSTEE 4.00	0.	0.	0.
AMBER L. SLICHTA 726 EXCHANGE STREET, SUITE 518 BUFFALO, NY 14210	VICE PRESIDENT 40.00	127,284.	14,087.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		375,025.	63,283.	0.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 14

ACTIVITY ONE

FELLOWS - A PROGRAM DESIGNED TO EXPAND A NETWORK OF SKILLED LEADERS THAT WILL LEARN TO LEAD COLLABORATIVELY FROM BOTH WITHIN AND OUTSIDE OF THEIR ORGANIZATIONS AND BECOME ADVOCATES FOR IMPROVED HEALTH CARE DELIVERY PARTICULARLY FOR THE FRAIL ELDERLY AND CHILDREN LIVING IN COMMUNITIES OF POVERTY.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 1	275,714.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 15

ACTIVITY TWO

GET SET - MANAGED CARE READINESS - A TEAM BASED APPROACH TO CAPACITY BUILDING THAT IS DESIGNED TO HELP MID-SIZED HEALTH, BEHAVIORAL HEALTH AND HUMAN SERVICE ORGANIZATIONS STRENGTHEN THEIR INFRASTRUCTURE AT THE OPERATIONS LEVEL.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 2	132,544.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 16

ACTIVITY FOUR

READY OR NOT - THIS PROGRAM IS DESIGNED TO PROVIDE ORGANIZATIONS WITH FINANCIAL AND EXPERT ASSISTANCE THAT WILL HELP THEM BECOME STRATEGIC INSTEAD OF REACTIVE, AND GIVE THEM THE TIME AND BREATHING SPACE TO POSITION THEMSELVES FOR FUTURE SUCCESS. SELECTED ORGANIZATIONS WILL FOCUS ON IMPROVING THEIR ORGANIZATIONAL CAPACITY IN ORDER TO STRENGTHEN THE CORE OF THE ORGANIZATION.∅THE FOUNDATION BELIEVES THIS WILL ENABLE THE ORGANIZATIONS TO BETTER PROVIDE EFFECTIVE PROGRAMS AND SUPPORTS TO THOSE THEY SERVE, AND ULTIMATELY IMPROVE HEALTH OUTCOMES FOR CHILDREN IN POVERTY AND FRAIL ELDERS.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 4	108,227.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 17
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

AMBER L. SLICHTA
726 EXCHANGE STREET, SUITE 518
BUFFALO, NY 14210

TELEPHONE NUMBER

(716)852-3030

FORM AND CONTENT OF APPLICATIONS

NO SET FORM

ANY SUBMISSION DEADLINES

SUBMISSION DEADLINES VARY BASED ON THE PROJECT. (SEE FOUNDATION WEBSITE AT WWW.HFWCNY.ORG FOR ADDITIONAL INFORMATION)

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE FOUNDATION PROVIDES GRANTS FOR THE PURPOSE OF IMPROVING THE HEALTH AND HEALTH CARE OF THE PEOPLE AND COMMUNITIES OF WESTERN AND CENTRAL NEW YORK. (SEE FOUNDATION WEBSITE AT WWW.HFWCNY.ORG FOR ADDITIONAL INFORMATION)