

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.

2016

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2016 or tax year beginning

, and ending

Name of foundation
THE ROSAMOND GIFFORD CHARITABLE CORPORATION

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

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

A Employer identification number
15-0572881

B Telephone number
315-474-2489

C If exemption application is pending, check here

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 18,772,289. (Part I, column (d) must be on cash basis.)

J Accounting method: Cash Accrual
 Other (specify) _____

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	89,134.		N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	2,297.	2,297.		STATEMENT 1
	4 Dividends and interest from securities	657,855.	657,855.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<454,771.>			
	b Gross sales price for all assets on line 6a	2,911,116.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	294,515.	660,152.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	130,864.	91,605.		27,440.
	14 Other employee salaries and wages	272,411.	0.		264,992.
	15 Pension plans, employee benefits	79,300.	0.		77,917.
	16a Legal fees				
	b Accounting fees	STMT 3 35,890.	0.		34,975.
	c Other professional fees	STMT 4 44,058.	40,778.		3,280.
	17 Interest				
	18 Taxes	STMT 5 43,242.	20,477.		22,321.
	19 Depreciation and depletion				
	20 Occupancy	63,458.	0.		63,458.
	21 Travel, conferences, and meetings	18,849.	0.		18,771.
	22 Printing and publications				
	23 Other expenses	STMT 6 109,787.	12,143.		94,471.
	24 Total operating and administrative expenses. Add lines 13 through 23	797,859.	165,003.		607,625.
	25 Contributions, gifts, grants paid	627,791.			581,962.
26 Total expenses and disbursements. Add lines 24 and 25	1,425,650.	165,003.		1,189,587.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<1,131,135.>				
b Net investment income (if negative, enter -0-)		495,149.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only.		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	28,893.	66,650.	66,650.
	2 Savings and temporary cash investments	253,874.	360,040.	360,040.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable		10,097.	10,097.
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ 100,000. Less: allowance for doubtful accounts ▶ 0.	100,000.	100,000.	100,000.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	8,435.	7,413.	7,413.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	7,823,975.	7,033,508.	7,033,508.
	c Investments - corporate bonds STMT 8	4,548,077.	4,323,177.	4,323,177.
	11 Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	5,899,135.	6,871,404.	6,871,404.
	14 Land, buildings, and equipment: basis ▶ 138,621. Less: accumulated depreciation STMT 10 ▶ 138,621.			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	18,662,389.	18,772,289.	18,772,289.	
Liabilities	17 Accounts payable and accrued expenses	71,284.	94,041.	
	18 Grants payable	167,413.	219,866.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 11)	9,324.	20,867.	
23 Total liabilities (add lines 17 through 22)	248,021.	334,774.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	13,330,368.	13,353,515.	
	25 Temporarily restricted			
	26 Permanently restricted	5,084,000.	5,084,000.	
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances	18,414,368.	18,437,515.		
31 Total liabilities and net assets/fund balances	18,662,389.	18,772,289.		

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	18,414,368.
2 Enter amount from Part I, line 27a	2	<1,131,135.>
3 Other increases not included in line 2 (itemize) ▶ NET UNREALIZED GAIN ON INVESTMENTS	3	1,154,282.
4 Add lines 1, 2, and 3	4	18,437,515.
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	18,437,515.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,911,116.		3,365,887.	<454,771.>
b			
c			
d			
e			

(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			<454,771.>
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	<454,771.>
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))
2015	1,415,729.	19,891,247.	.071173
2014	1,634,984.	21,638,913.	.075558
2013	1,463,442.	20,818,632.	.070295
2012	1,458,081.	19,504,065.	.074758
2011	1,512,487.	20,150,430.	.075060

2 Total of line 1, column (d)	2	.366844
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	.073369
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	18,195,749.
5 Multiply line 4 by line 3	5	1,335,004.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,951.
7 Add lines 5 and 6	7	1,339,955.
8 Enter qualifying distributions from Part XII, line 4	8	1,189,587.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	9,903.
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	9,903.
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	9,903.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	17,034.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	17,034.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
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	7,131.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 7,131. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>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.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> 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? <i>If "No," attach explanation</i>	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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address ► <u>WWW.GIFFORDFOUNDATION.ORG</u>		
14 The books are in care of ► <u>JOHN LORENCE</u> Telephone no. ► <u>315-474-2489</u>		
Located at ► <u>100 CLINTON SQUARE, 126 N. SALINA STREET, 3RD FLOOR</u> ZIP+4 ► <u>13202</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	N/A	
and enter the amount of tax-exempt interest received or accrued during the year	15	
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	
Organizations relying on a current notice regarding disaster assistance check here	1b	
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 2016?	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2016 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 2016.)	N/A	
3b	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 2016?	4b	X

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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 propoganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). **N/A**

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870. **X**

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **N/A**

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 12		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DIRK SONNEBORN - 100 CLINTON SQUARE, 126 N. SALINA STREET, SYRACUSE, NY	EXEC. DIRECTOR 40.00	130,864.	13,086.	10,147.
HEIDI J HOLTZ - 100 CLINTON SQUARE, 126 N. SALINA STREET, SYRACUSE, NY	PROG DIRECTOR 40.00	75,531.	7,553.	0.
LINDSAY MCCLUNG - 100 CLINTON SQUARE, 126 N. SALINA STREET,	DIRECTOR OF GRANT MAKING 40.00	67,633.	6,763.	0.
SHEENA SOLOMON - 100 CLINTON SQUARE, 126 N. SALINA STREET, SYRACUSE, NY	DIRECTOR OF NEIGHBORHOOD INITIATIVE 40.00	58,979.	5,898.	0.

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	18,424,674.
b	Average of monthly cash balances	1b	48,168.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	18,472,842.
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	18,472,842.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	277,093.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	18,195,749.
6	Minimum investment return. Enter 5% of line 5	6	909,787.

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	909,787.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	9,903.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	17.
c	Add lines 2a and 2b	2c	9,920.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	899,867.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	899,867.
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	899,867.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,189,587.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,189,587.
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	1,189,587.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				899,867.
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	520,454.			
b From 2012	522,176.			
c From 2013	444,110.			
d From 2014	634,854.			
e From 2015	434,932.			
f Total of lines 3a through e	2,556,526.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$	1,189,587.			
a Applied to 2015, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				899,867.
e Remaining amount distributed out of corpus	289,720.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	2,846,246.			
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 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	520,454.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	2,325,792.			
10 Analysis of line 9:				
a Excess from 2012	522,176.			
b Excess from 2013	444,110.			
c Excess from 2014	634,854.			
d Excess from 2015	434,932.			
e Excess from 2016	289,720.			

THE ROSAMOND GIFFORD CHARITABLE CORPORATION

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 2016, enter the date of the ruling _____

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

	Tax year				(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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:
DIRK SONNEBORN, THE ROSAMOND GIFFORD CHARITABLE CORP., 315-474-2489
100 CLINTON SQUARE 3RD FLOOR, SYRACUSE, NY 13202

b The form in which applications should be submitted and information and materials they should include:
MINIMUM INFORMATION SHEET PROVIDED BY THE CORPORATION.

c Any submission deadlines:
NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
NO RESTRICTIONS.

THE ROSAMOND GIFFORD CHARITABLE CORPORATION

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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
<p><i>a Paid during the year</i></p> <p>SEE ATTACHED STATEMENT 100 CLINTON SQUARE SYRACUSE, NY 13202</p>	NONE	EXEMPT	SEE ATTACHED STATEMENT	581,962.
<p>Total</p>			▶ 3a	581,962.
<p><i>b Approved for future payment</i></p> <p>SEE ATTACHED STATEMENT 100 CLINTON SQUARE SYRACUSE, NY 13202</p>		EXEMPT	SEE ATTACHED STATEMENT	219,866.
<p>Total</p>			▶ 3b	219,866.

Part XV Line 3a

The Rosamond Gifford Charitable Corp.

Schedule of Grants

For the Year 2016

12/31/16

	<u>Relationship</u>	<u>Status</u>	<u>Grants Paid</u> <u>2016</u>
Onondaga Earth Corps - capacity building, consultant (original \$20,000)	None	Public	(2,500.00)
Spay and Neuter Syracuse - relocation project	None	Public	(15,000.00)
Rahma Health Clinic - neighborhood health fair	None	Public	(2,775.00)
Syracuse United Neighbors - consultant Jeff Grimshaw (original \$3000)	None	Public	(1,625.00)
Johnson Center - EPIC field trip to Washington DC	None	Public	(3,500.00)
Good Life Philanthropic Youth Fdn - Consulting support	None	Public	(1,500.00)
PEACE Inc.- Leadership Academy	None	Public	(15,000.00)
SCSD - Building Men Program 2015-16	None	Public	(10,000.00)
JOWONIO School - universal design & communications preschoolers	None	Public	(13,000.00)
Syracuse Stage - database purchase	None	Public	(15,000.00)
Atlantic States Legal Fdn - urban tree nursery: irrigation system	None	Public	(5,500.00)
Interfaith Works - City Syr Police - community dialogue project	None	Public	(15,000.00)
Refund from Grant 2246 July 2014 - Finger Lakes Musical Theatre	None	Public	5,729.00
Eagle Wings Academy - school needs	None	Public	(3,500.00)
David's Refuge - marketing materials & development	None	Public	(9,000.00)
Helping Hounds Dog Rescue Inc.-consultant balance	None	Public	(1,250.00)
100 Black Men of Syracuse - consultant balance	None	Public	(1,250.00)
CNY Arts Center - consultant balance	None	Public	(1,250.00)
David's Refuge - consultant balance	None	Public	(1,250.00)
Good Life Philanthropic Youth Fdn. Inc.- consultant balance	None	Public	(1,250.00)
Believe in Syracuse	None	Public	(6,000.00)
Believe in Syracuse-Paideia Philanthropy Mgmt-Babette Barker	None	Public	(2,500.00)
Cuse Pit Crew	None	Public	(2,790.00)
Cuse Pit Crew-MAK Consultant-Maritza Alvarado	None	Public	(2,500.00)
Dance Theater of Syracuse	None	Public	(6,000.00)
Dance Theater of Syracuse-Consultant-Angela Douglas	None	Public	(2,500.00)
Onondaga Earth Corp	None	Public	(6,000.00)
Onondaga Earth Corp-Consultant-Jeff Grimshaw	None	Public	(2,500.00)
Open Hand Theater-Elizabeth Quilter/Salt of CNY-Patty Weisse	None	Public	(1,742.50)
Refuge & Immigrant Self-Empowerment	None	Public	(6,000.00)
Refuge & Immigrant Self-Empowerment-Consultant-Beth Leibrick	None	Public	(2,500.00)
What If - Hawley Green Neighbors - welcome	None	Public	(5,000.00)
What If - Near Westside Initiative - Justin Mastrangelo - art cart	None	Public	(5,000.00)
What If - PGR Foundation - painting with friends and unfriendly behavior	None	Public	(3,800.00)
What If - Mercy Works - collective display art show	None	Public	(5,000.00)
What If - HW Smith PTO - end of year carnival	None	Public	(5,000.00)
What If - New Justice Conflict Resolution Serv - real fathers, men - peace camp	None	Public	(1,500.00)
What If - YWCA - Team Rock - my govt and me	None	Public	(5,000.00)
What If - Believe in Syracuse - syr neighborhood olympics	None	Public	(2,200.00)
What If - FORCE - ready syracuse CPR parties	None	Public	(3,890.00)
What If - LIGHT of Syr - 2nd annual eastside community festival	None	Public	(4,200.00)
What If - Syracuse Grows - near eastside community garden	None	Public	(4,000.00)
What If - SciExcite - tech initiative	None	Public	(2,900.00)
What If - Near Westside Initiative - Summer Music Series - Skiddy Park	None	Public	(2,475.00)
What If - Light a Candle for Literacy - after school program	None	Public	(2,000.00)
What If - Syracuse Grows - Fall workshop, 2017 garden tour	None	Public	(3,283.00)
What If - Univ United Methodist Church-Heal the Cuse Dance & Step Competition	None	Public	(5,000.00)
What If - Syr Elks Lodge Youth Fdn - marching band expansion	None	Public	(5,000.00)
What If - Onon Park Assoc. - Strathmore speaker series	None	Public	(2,500.00)
What If - ESF College Fdn.- Visioning Voices Speaker Series	None	Public	(2,600.00)
What If - Wacheva Cultural Arts - Dual Method Drum Circle	None	Public	(2,000.00)
Catholic Charities - 2016 Providence dinner - 4 tkts 5/18	None	Public	(780.00)
Interfaith Works of CNY - 4 tkts racial justice awards 2/24	None	Public	(600.00)
Sarah's Guest House - 4 tkts, 1/2 pg ad for Gala for Giving 4/2	None	Public	(1,000.00)
FOCUS Greater Syr - Wisdom Keeper Dr. Sharon Brangman	None	Public	(300.00)
Nat'l Federation of the Blind - 5/14 bowlathon - tshirts for resale	None	Public	(500.00)
Leadership of Greater Syr - distinguished community leaders 4/20	None	Public	(750.00)
Aurora of CNY - musical feast for eyes and ears 5/19	None	Public	(250.00)
Fair Housing Council - 5th annual bird houses for fair housing 3/31	None	Public	(250.00)
Leadership of Greater Syr - 6/23 golf classic	None	Public	(550.00)
Downtown Committee of Syr - good morning progress breakfast	None	Public	(25.00)
AccessCNY - SADA annual car show 2/10	None	Public	(125.00)
Landmark theater - 1 tkt gala & phantom	None	Public	(225.00)
Hopeprint - culture event 2016 @ sky armory	None	Public	(500.00)
Onon Historical Assoc - 3 tkts medal breakfast 5/5	None	Public	(150.00)
Arise Fdn - 2 tkts celebrating inclusion & achieving independence 4/20	None	Public	(250.00)
Elmcrest Childrens Center - 2 tkts child & heart awards dinner 4/21	None	Public	(300.00)
Leukemia & Lymphoma Society - 5/6 dinner for Herm	None	Public	(250.00)
Samaritan Center - 5 tkts raise the plates awards 4/29	None	Public	(375.00)
OnPoint for college - 1/2 table for celebration 2016 4//29	None	Public	(400.00)
Longhouse Council - 1 tkt boy scouts boypower event	None	Public	(250.00)

Syracuse Stage - 10 tkts for Cora Thomas performers	None	Public	(250.00)
Spay & Neuter Syr - 3 tkts 10t annual Oawcasso event	None	Public	(108.15)
Syracuse Stage - 2016-17 subscription	None	Public	(572.00)
Vera House - 6/16 recognition/celebration luncheon	None	Public	(50.00)
Onondaga Citizens League - 2016 annual meeting	None	Public	(360.00)
Crouse Health Foundation - 40th annual tribute evening 9/23	None	Public	(600.00)
Downtown Committee of Syr - annual meeting	None	Public	(40.00)
MOST - 2 tickets tiki party	None	Public	(50.00)
ACR Health - 2 tickets event brite	None	Public	(54.74)
David's Refuge - taste of event	None	Public	(500.00)
NY Funders Alliance - 2016 annual meeting	None	Public	(220.00)
Salvation Army - 45th annual civic celebration luncheon	None	Public	(150.00)
Access CNY - 2016 Awards dinner	None	Public	(200.00)
Everson Museum of Art - VOICES collaborative fundraising w Hiscock Legal Aid	None	Public	(300.00)
YWCA - Team Rock -wish upon a star annual gala	None	Public	(500.00)
Rescue Mission - 2016 Hope Awards 11/17	None	Public	(1,000.00)
100 Black Men - sponsor annual banquet	None	Public	(1,800.00)
Onondaga Earth Corps - taste of the world 10/22	None	Public	(550.00)
Samaritan Center - Pour event 11/5	None	Public	(140.00)
LiteracyCNY - birthday of the century -Colvin endowment fund	None	Public	(200.00)
Vera House - 25th annual new beginnings gala	None	Public	(1,260.00)
National Philanthropy Day luncheon - AFPCNY	None	Public	(250.00)
University Hill Corp. - annual meeting	None	Public	(40.00)
Syr University - Thurs morning Roundtable	None	Public	(250.00)
Catholic Charities - 2017 Providence Dinner 2 tkts	None	Public	(390.00)
Friends of Rosamond Gifford Zoo - Snow Leopard Soiree 1/20/17 4 tkts, ad	None	Public	(1,155.00)
LiteracyCNY - Scrabblemania 2/3/17 2 tkts	None	Public	(130.00)
Syracuse Auto Dealers Assoc. - preview gala supporting AccessCNY	None	Public	(250.00)
ACC Technical Services - review of Syr Dance Network	None	Public	(255.00)
Southside Interfaith CDC - mobile market 2016	None	Public	(5,000.00)
ioby - fundraising workshop 2/24	None	Public	(2,500.00)
Cazenovia Preservation Fdn - Land Trust accreditation	None	Public	(4,000.00)
Oswego College Fdn- scholarships for adult & youth programs	None	Public	(2,500.00)
St.Vincent de Paul Church - school age classroom revamp	None	Public	(2,500.00)
Landmark Theatre - void 2015 support	None	Public	4,000.00
Landmark Theatre - consulting support	None	Public	(2,500.00)
Tully Action Group - cornerstone park	None	Public	(2,000.00)
Syracuse Model Neighborhood Facility - Susan Burgess strategic planning	None	Public	(4,000.00)
ALS Assoc of Upstate - Syr walk to defeat ALS	None	Public	(1,000.00)
Community Resources for Independent Srs - Doucette consulting	None	Public	(1,500.00)
Board Development Series - supplies,dinners	None	Public	(2,279.45)
Board Development Series - Three Dog Consulting workshops 3/22-5/12	None	Public	(25,753.21)
Board Development Series - estimated sharing of expenses with CNY CF	None	Public	4,590.00
Syracuse Juneteenth - festival 2016	None	Public	(1,000.00)
Storygrowing - logo,domain names,meetings	None	Public	(675.82)
Jubilee Homes - southwest showcase sundays 6/19	None	Public	(250.00)
Friends of the Butternut Comm.Police Center - 5th annual gala	None	Public	(200.00)
Image Initiative - annual sisters empowering sisters conference	None	Public	(500.00)
Syracuse 20/20 Inc. - annual contribution	None	Public	(2,000.00)
LiteracyCNY - annual student volunteer recognition reception	None	Public	(75.00)
Kitchen Table Talk - hosts - 10 visits Apr/May	None	Public	(648.93)
NTL dinners	None	Public	(1,080.00)
NTL speakers	None	Public	(1,000.00)
Board Development Series - supplies,dinners	None	Public	(500.00)
NTL - Gene Ross graduation desserts	None	Public	(250.00)
Everson Museum - annual summer picnic	None	Public	(2,000.00)
Storygrowing - supplies, meetings	None	Public	(288.80)
Good Life Philanthropic Youth Fdn - support Gala	None	Public	(1,500.00)
NTL - photography & balloons for graduation	None	Public	(521.74)
Red House Arts Center - Show Us CNY 16	None	Public	(1,000.00)
On Point for College - staff development support - training in Albany	None	Public	(500.00)
YMCA - CNY Book Awards 2016	None	Public	(1,000.00)
CNY Jazz Arts Fdn - 2016 Stage of Nations Blue Rain Ecofest	None	Public	(1,000.00)
TLC picnic - gift certificates for prizes	None	Public	(135.00)
CONTACT Community Services - in memory of Nicholas Valentino	None	Public	(100.00)
Art Association of Oswego - Art for Youth program	None	Public	(500.00)
Catering at the Zoo - 5/25 75 people	None	Public	(2,916.56)
Near Westside Init - multi cultural block party supplies	None	Public	(1,500.00)
CancerConnects - compassion and resilience training	None	Public	(2,000.00)
Landmark Theatre - consulting support	None	Public	(4,250.00)
Syracuse 20/20 - consulting support	None	Public	(3,000.00)
OnPoint for College - support	None	Public	(500.00)
NWSI block party - supplies	None	Public	(363.36)
NTL - alumni gathering - catering,setup,cleanup	None	Public	(825.00)
Friends of Central Library - Gifford Lecture Series 2016-17	None	Public	(2,500.00)

ACCESS CNY - in memory of Amelia Greiner	None	Public	(150.00)
Upstate Minority Economic Alliance -startup costs (Allyn Fdn matching)	None	Public	(6,250.00)
Community Fdn.of Herkimer & Oneida - Project Fibonacci 2017 conference	None	Public	(250.00)
Center for Court Innovation - food Near Westside peacemaking project 2017	None	Public	(1,000.00)
Brady Faith Center - consultant Katie Doucette	None	Public	(1,500.00)
Friends of Central Library - Gifford Lecture Series 2016-17 (2 of 2)	None	Public	(2,500.00)
ArtRage Gallery - 2017 what if film series	None	Public	(3,000.00)
Jim Marshall Farms - 2017 Apr-Oct summer lecture series	None	Public	(500.00)
Hopeprint - refugee alliance meetings support	None	Public	(500.00)
Near Westside Initiative - Nojaim gift cards	None	Public	(250.00)
NTL - Diamond Catering	None	Public	(461.25)
TNT - facilitator training	None	Public	(367.18)
MOST - in memory of Gaylord C. Heine (father of Gwyn Mannion)	None	Public	(100.00)
ADVANS 3 - 2015 (5th year)	None	Public	(4,450.00)
ADVANS 4 - 2015 (3rd year)	None	Public	(2,662.52)
ADVANS 5 - 2016 (2nd year)	None	Public	(214,623.16)
Various Grants \$1,500 and under	None	Public	(15,619.05)
Total Grants 12/31/16			(581,962.42)

Part IV June 30

The Rosamond Gifford Charitable Corp.
Schedule of Grants
For the Year 2016
12/31/16

	<u>Relationship</u>	<u>Status</u>	Payable 2016 Unpaid Grants <u>12/31/16</u>
Dunbar Assoc. - Start Endowment Fund	None	Public	50,000
YMCA - downtown accessibility	None	Public	25,000
YWCA - repairs Zonta House	None	Public	7,000
Public Broadcasting Council of CNY - WCNY - projector and screen purchase	None	Public	14,000
Jubilee Homes - farm learning center	None	Public	10,000
Gifford Board - holiday grants	None	Public	1,000
Earlville Opera House - Community Outreach	None	Public	5,000
Syr Youth Golf -First Tee Syr - Computers at academic classroom at Butternut	None	Public	10,000
United Way of CNY - Work Train Collaborative Continuation	None	Public	30,000
Board Designated Series - Three Dog Consulting	None	Public	3,803
Cuse Pit Crew	None	Public	3,210
Open Hand Theater	None	Public	6,000
Open Hand Theater-Elizabeth Quilter/Salt of CNY-Patty Weisse	None	Public	758
ADVANS 3 - 2015 (5th year)	None	Public	19,697
ADVANS 4 - 2015 (3rd year)	None	Public	4,631
ADVANS 5 - 2016 (2nd year)	None	Public	29,767
Total Grants 12/31/16			219,866.19

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
NBT - MONEY MARKET	2,297.	2,297.	
TOTAL TO PART I, LINE 3	2,297.	2,297.	

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
COLONIAL-NBT - FUND INCOME	657,855.	0.	657,855.	657,855.	
TO PART I, LINE 4	657,855.	0.	657,855.	657,855.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	35,890.	0.		34,975.
TO FORM 990-PF, PG 1, LN 16B	35,890.	0.		34,975.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	40,778.	40,778.		0.
CONSULTANTS	3,280.	0.		3,280.
TO FORM 990-PF, PG 1, LN 16C	44,058.	40,778.		3,280.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	30,440.	7,599.		22,321.
FEDERAL EXCISE TAXES/FOREIGN TAXES	12,027.	12,103.		0.
NYS FILING FEE	775.	775.		0.
TO FORM 990-PF, PG 1, LN 18	43,242.	20,477.		22,321.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL REPORT AND OTHER SUPPLIES AND POSTAGE	3,379.	0.		5,079.
TELEPHONE	8,498.	5,914.		2,658.
DUES & SUBSCRIPTIONS	8,899.	6,229.		2,679.
INSURANCE	8,045.	0.		8,045.
MEETINGS	7,147.	0.		7,753.
MAINTENANCE	17,526.	0.		17,514.
COMMUNITY EVENTS	11,188.	0.		11,089.
CONTRACTUAL EXPENSES	0.	0.		9,646.
TO FORM 990-PF, PG 1, LN 23	45,105.	0.		30,008.
	109,787.	12,143.		94,471.

FORM 990-PF	CORPORATE STOCK		STATEMENT 7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
1800 FLOWERS COM	0.	0.	
ALERE INC	0.	0.	
ALLEGHANY CORPORATION	0.	0.	
ALLEGHENY TECHNOLOGIES INC	0.	0.	
AMG TIMESQUARE SMALL CAP	655,199.	655,199.	
BUILDERS FIRSTSOURCE	0.	0.	
CGI GROUP INC	0.	0.	
CORNING INC	0.	0.	
DFA US S/C VALUE-SMALL CAP MUTUAL FUNDS	719,977.	719,977.	
ENANTA PHARMACEUTICALS INC	0.	0.	

ENDO INTERNATIONAL PLC	0.	0.
EXELON CORP	0.	0.
FNFV GROUP	0.	0.
HEDGE FUNDS	1,011,729.	1,011,729.
INNERWORKINGS INC	0.	0.
ISTAR FINANCIAL INC	0.	0.
J. ALEXANDER S HOLDINGS INC	0.	0.
KNOWLES CORPORATION	0.	0.
OWENS ILLINOIS INC	0.	0.
PFIZER INC	0.	0.
RESTORATION HARDWARE HOLDING	0.	0.
SANDERSON INVESTMENTS	2,410,611.	2,410,611.
SCIENCE APPLICATIONS INTL CORP	0.	0.
TRI POINTE HOMES INC	0.	0.
TRIUMPH GROUP INC	0.	0.
VANGUARD 500 INDEX FUND-ADMIN	2,235,992.	2,235,992.
WEYERHAEUSER CO REIT	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,033,508.	7,033,508.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COLCHESTER GLOBAL BOND	895,148.	895,148.
HARBOR HIGH YIELD	576,612.	576,612.
RIDGEWORTH SEIX FLOATING RATE	483,943.	483,943.
VANGUARD TOTAL BOND MKT FUND	1,742,782.	1,742,782.
WESTERN ASSET CORE BD PORTFOLIO	624,692.	624,692.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,323,177.	4,323,177.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ABERDEEN EMERGING MARKETS INST	FMV	930,709.	930,709.
ABERDEEN INTERNATIONAL EQUITY FUND	FMV	1,765,461.	1,765,461.
ARMORY SQUARE VENTURES	FMV	113,101.	113,101.
CHAMPLAIN MID CAP FUND	FMV	1,131,847.	1,131,847.
CVI CREDIT VALUE FUND B	FMV	417,351.	417,351.
CVI CREDIT VALUE FUND III	FMV	431,226.	431,226.
DISTRESSED COMPANIES FUND	FMV	241,047.	241,047.
FPA MULTI ADVISOR FUND	FMV	949,918.	949,918.
VAN ECK GLOBAL HARD ASSETS	FMV	0.	0.
JACKSON SQ LARGE-CAP GROWTH	FMV	890,744.	890,744.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,871,404.	6,871,404.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 10

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

FORM 990-PF	OTHER LIABILITIES	STATEMENT	11
DESCRIPTION		BOY AMOUNT	EOY AMOUNT
DEFERRED FEDERAL EXCISE TAX		9,324.	20,867.
TOTAL TO FORM 990-PF, PART II, LINE 22		9,324.	20,867.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	12
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JAIME ALICEA 103 PHILLIPS ROAD SYRACUSE, NY 13214	VICE PRESIDENT 4.00	0.	0.	0.
SUNTRANA T. ALLEN 754 NORTH SALINA STREET SYRACUSE, NY 13202	TRUSTEE 2.00	0.	0.	0.
LAURENCE G. BOUSQUET ONE LINCOLN CENTER SYRACUSE, NY 13202	TRUSTEE 2.00	0.	0.	0.
JOSEPH CHARLES 5784 WIDEWATERS PARKWAY SYRACUSE, NY 13214	TREASURER 4.00	0.	0.	0.
MICHAEL FENG 650 JAMES STREET SUITE 302 SYRACUSE, NY 13203	TRUSTEE 2.00	0.	0.	0.
VINCENT LOVE 538 NOTTINGHAM ROAD SYRACUSE, NY 13210	TRUSTEE 2.00	0.	0.	0.
GWYN MANNION 7665 HUNT LANE FAYETTEVILLE, NY 13066	TRUSTEE 2.00	0.	0.	0.
RONALD TASCARELLA 214 WEST FIRST STREET OSWEGO, NY 13126	TRUSTEE 2.00	0.	0.	0.

THE ROSAMOND GIFFORD CHARITABLE CORPORAT

15-0572881

CYNTHIA B. MORROW, MD, MPH 200 EGGERS HALL SYRACUSE, NY 13244	TRUSTEE 2.00	0.	0.	0.
M. CATHERINE RICHARDSON ONE LINCOLN CENTER SYRACUSE, NY 13202	TRUSTEE 2.00	0.	0.	0.
MERIKE TREIER 115 WEST FAYETTE ST SYRACUSE, NY 13202	SECRETARY 4.00	0.	0.	0.
CARRIE MAE WEEMS 5173 SKYLINE DRIVE SYRACUSE, NY 13215	TRUSTEE 2.00	0.	0.	0.
BENJAMIN R. WALSH 333 W. WASHINGTON STREET, SUITE 130 SYRACUSE, NY 13202	PRESIDENT 4.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 13

ACTIVITY ONE

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

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

72,348.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 14
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ACTIVITY TWO

ADVANS PROGRAM - ADVANCING AND DEVELOPING THE ASSETS AND VALUE OF NONPROFITS IN SYRACUSE IS A CAPACITY BUILDING INITIATIVE DESIGNED TO STRENGTHEN AND DEVELOP AREA NONPROFITS. TEN (10) NONPROFITS ORGANIZATIONS SERVED.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 2

221,736.

GENERAL EXPLANATION	STATEMENT 15
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FORM/LINE IDENTIFIER

FORM 990-PF: CONTROLLED FOREIGN PARTNERSHIP REPORTING

EXPLANATION:

THE TAXPAYER WAS REQUIRED TO FILE FORM 8865, BUT IS NOT DOING SO UNDER THE CONSTRUCTIVE OWNERS EXCEPTION. THE TAXPAYER HAS AN INTEREST IN THE FOLLOWING ENTITY WHICH FILED A CONSTRUCTIVE OWNERS EXCEPTION:

FPA MULTI-ADVISOR FUND, LP
 11601 WILSHIRE BLVD. SUITE 1200
 LOS ANGELES, CA 90025

THAT PARTNERSHIP HAS A DIRECT PARTNERSHIP INTEREST IN THE FOLLOWING WHICH FILED FORM 8865:

GOBI CONCENTRATED PARTNERS, L.P.
 909 MONTGOMERY STREET, SUITE 400
 SAN FRANCISCO, CA 94133

THE TAXPAYER WOULD HAVE HAD TO FILE FORM 8865 FOR ITS INDIRECT OWNERSHIP IN THE FUND LISTED BELOW BUT FOR THIS EXCEPTION.

GOBI CONCENTRATED MASTER FUND LTD.
 PALM GROVE HOUSE, PO BOX 438
 ROAD TOWN, TORTOLA BRITISH VIRGIN ISLANDS