

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 instructions is at www.irs.gov/form990pf.

OMB No 1545-0052
2017
Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017 , and ending 12-31-2017

Name of foundation ESL CHARITABLE FOUNDATION		A Employer identification number 82-0548352	
Number and street (or P O box number if mail is not delivered to street address) 225 CHESTNUT STREET		B Telephone number (see instructions) (585) 336-1000	
City or town, state or province, country, and ZIP or foreign postal code ROCHESTER, NY 146042424		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 50,873,822		J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	50,080,999			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	666,501	666,501		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	56,861			
	b Gross sales price for all assets on line 6a 56,861				
	7 Capital gain net income (from Part IV, line 2)		85,959		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	50,804,361	752,460	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0	0	0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	15,712	11,262	0	4,450
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	14,260	0	0	0
	19 Depreciation (attach schedule) and depletion	2,120	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings	5,876	0	0	5,876
	22 Printing and publications				
	23 Other expenses (attach schedule)	31,983	13	0	30,227
	24 Total operating and administrative expenses. Add lines 13 through 23	69,951	11,275	0	40,553
	25 Contributions, gifts, grants paid	1,941,583			1,906,583
26 Total expenses and disbursements. Add lines 24 and 25	2,011,534	11,275	0	1,947,136	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	48,792,827				
b Net investment income (if negative, enter -0-)		741,185			
c Adjusted net income (if negative, enter -0-)			0		

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing		3,408,064	3,408,064
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges		19,725	19,725
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	0	40,979,319	40,979,319
	c Investments—corporate bonds (attach schedule)	0	6,454,703	6,454,703
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ _____ 14,131 Less accumulated depreciation (attach schedule) ▶ _____ 2,120	0	12,011	12,011
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	0	50,873,822	50,873,822	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)	0	45,760	
	23 Total liabilities (add lines 17 through 22)	0	45,760	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0	0	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29 Retained earnings, accumulated income, endowment, or other funds	0	50,828,062		
30 Total net assets or fund balances (see instructions)	0	50,828,062		
31 Total liabilities and net assets/fund balances (see instructions) .	0	50,873,822		

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	0
2 Enter amount from Part I, line 27a	2	48,792,827
3 Other increases not included in line 2 (itemize) ▶ _____	3	2,035,235
4 Add lines 1, 2, and 3	4	50,828,062
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	50,828,062

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)
1 a CAPITAL GAIN DISTRIBUTIONS		2017-01-01	2017-12-31
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 85,959			85,959
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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			85,959
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	85,959
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) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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 instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	1,319,242	0	0 000000
2015	893,824	0	0 000000
2014	907,549	0	0 000000
2013	438,250	0	0 000000
2012	708,302	0	0 000000

2 Total of line 1, column (d)	2	0 000000
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	0 000000
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	21,793,932
5 Multiply line 4 by line 3	5	0
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,412
7 Add lines 5 and 6	7	7,412
8 Enter qualifying distributions from Part XII, line 4	8	1,947,136

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for 2017 estimated tax payments. Total tax due is 1,648, with 1,648 refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, 'Yes', and 'No' responses. Questions cover political campaign influence, political expenditures, and state reporting requirements.

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 No
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 No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 Yes
14 The books are in care of ESL FEDERAL CREDIT UNION Telephone no (585) 336-1000
Located at 225 CHESTNUT STREET ROCHESTER NY ZIP+4 14604
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -Check here 15
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes," enter the name of the foreign country 16 Yes No

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.
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 No
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 2017? 1c No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? Yes No
If "Yes," list the years 20, 20, 20, 20
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) 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 20, 20, 20, 20
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 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017). 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017? 4b No

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?			5b
	Organizations relying on a current notice regarding disaster assistance check here.			<input type="checkbox"/>
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>			6b
				No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			7b

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

Part VIII

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

Table with 5 columns: (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.

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

Table with 5 columns: (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.

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

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

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation.

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

Table with 2 columns: Description of activities, Expenses.

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Table with 2 columns: Description of investments, Amount.

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	20,520,451
b	Average of monthly cash balances.	1b	1,605,368
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	22,125,819
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	22,125,819
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	331,887
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	21,793,932
6	Minimum investment return. Enter 5% of line 5.	6	1,089,697

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	1,089,697
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	7,412
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	7,412
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,082,285
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,082,285
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	1,082,285

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	1,947,136
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	1,947,136
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 (see instructions).	5	7,412
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,939,724

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				1,082,285
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.	708,302			
b From 2013.	438,250			
c From 2014.	907,549			
d From 2015.	893,798			
e From 2016.	1,319,242			
f Total of lines 3a through e.	4,267,141			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>1,947,136</u>				
a Applied to 2016, 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 2017 distributable amount.				1,082,285
e Remaining amount distributed out of corpus	864,851			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	5,131,992			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				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 2012 not applied on line 5 or line 7 (see instructions).	708,302			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	4,423,690			
10 Analysis of line 9				
a Excess from 2013.	438,250			
b Excess from 2014.	907,549			
c Excess from 2015.	893,798			
d Excess from 2016.	1,319,242			
e Excess from 2017.	864,851			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. ▶

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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 organization 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))

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

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

AJAMU KITWANA
 225 CHESTNUT STREET
 ROCHESTER, NY 14604
 (585) 336-1000
 AKITWANA@ESL.ORG

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

APPLICATIONS SHOULD BE SUBMITTED IN WRITING, INCLUDING REQUESTED AMOUNT, DATE AND REASON FOR REQUEST. AN IRS LETTER OF 501(C)(3) STATUS, DEDUCTIBILITY STATUS, W-9 FORM WITH TIN/EIN, A LIST OF ORGANIZATIONS' BOARD OF DIRECTORS, CEO, PRESIDENT MUST ALL BE PROVIDED AS WELL

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

SERVE THE GEOGRAPHICAL AREAS OF MEMBERS OF ESL FEDERAL CREDIT UNION. MUST BE 501(C)(3)

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				1,941,583
b <i>Approved for future payment</i>				
Total ▶ 3b				0

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

Part XVII

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?

	Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of:		
(1) Cash.		No
(2) Other assets.		No
b Other transactions:		
(1) Sales of assets to a noncharitable exempt organization.		No
(2) Purchases of assets from a noncharitable exempt organization.		No
(3) Rental of facilities, equipment, or other assets.		No
(4) Reimbursement arrangements.		No
(5) Loans or loan guarantees.		No
(6) Performance of services or membership or fundraising solicitations.		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	Yes	

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
1c	379,196	ESL FEDERAL CREDIT UNION	ESL FEDERAL CREDIT UNION PROVIDES THE REPORTING ORGANIZATION WITH OFFICE SPACE AND THE USE OF EMPLOYEES AT NO CHARGE

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
ESL FEDERAL CREDIT UNION	501(C)(1)	COMMON MANAGEMENT

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

Sign Here Signature of officer or trustee 2018-05-14 Date Signature of preparer 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 WENDY CAMPOS	Preparer's Signature	Date 2018-05-10	Check if self-employed <input type="checkbox"/>	PTIN P00448102
	Firm's name ▶ MOSS ADAMS LLP				Firm's EIN ▶ 91-0189318
	Firm's address ▶ 805 SW BROADWAY STE 1200 PORTLAND, OR 97205				Phone no (503) 242-1447

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
DAVID FIEDLER 225 CHESTNUT STREET ROCHESTER, NY 14604	CHAIR 4 00	0	0	0
TOM ROGERS 225 CHESTNUT STREET ROCHESTER, NY 14604	VICE CHAIR & TREASURER 1 00	0	0	0
FAHEEM MASOOD 225 CHESTNUT STREET ROCHESTER, NY 14604	FIRST VICE CHAIR 1 00	0	0	0
ARLINE SANTIAGO 225 CHESTNUT STREET ROCHESTER, NY 14604	VICE CHAIR & SECRETARY 1 00	0	0	0
MAUREEN WOLFE 225 CHESTNUT STREET ROCHESTER, NY 14604	VICE CHAIR 1 00	0	0	0


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
19TH WARD COMMUNITY ASSOCIATION OF ROCHESTER NEW YORK INC 216 THURSTON ROAD ROCHESTER, NY 14619	NONE	PC	COMMUNITY IMPROVEMENT	1,500
ACTION FOR A BETTER COMMUNITY 550 E MAIN STREET ROCHESTER, NY 14604	NONE	PC	HUMAN SERVICES	2,500
AMERICAN HEART ASSOCIATION 25 CIRCLE STREET SUITE 102 ROCHESTER, NY 14607	NONE	PC	HEALTH	6,750
AMERICAN RED CROSS GREATER ROCHESTER CHAPTER 50 PRINCE STREET ROCHESTER, NY 14607	NONE	PC	HUMAN SERVICES	37,500
ANTHONY L JORDAN HEALTH FOUNDATION 214C LAKE AVENUE ROCHESTER, NY 14608	NONE	PC	HEALTH	1,000
Total 3a				1,941,583

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
BADEN STREET SETTLEMENT ROCHESTER INC 152 BADEN ST ROCHESTER, NY 146052056	NONE	PC	HUMAN SERVICES	2,500
BOYS AND GIRLS CLUB OF ROCHESTER INC 500 GENESEE STREET ROCHESTER, NY 14611	NONE	PC	HUMAN SERVICES	7,500
CAMERON COMMUNITY MINISTRIES INC 48 CAMERON ST ROCHESTER, NY 14606	NONE	PC	HUMAN SERVICES	3,000
CATHOLIC FAMILY CENTERCO UNITED WAY PROSPERITY FUND 75 COLLEGE AVE ROCHESTER, NY 14607	NONE	PC	HUMAN SERVICES	100,000
CAUSEWAVE COMMUNITY PARTNERS 274 N GOODMAN ST SUITE 269B ROCHESTER, NY 14607	NONE	PC	EDUCATION	30,000
Total 3a ▶				1,941,583

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
CAUSEWAVE COMMUNITY PARTNERS 274 N GOODMAN ST SUITE 269B ROCHESTER, NY 14607	NONE	PC	COMMUNITY IMPROVEMENT	3,000
CHAMPION ACADEMY OF ROCHESTER (CO ROCHESTER AREA COMMUNITY FOUNDATION INITI 500 EAST AVENUE ROCHESTER, NY 14607	NONE	PC	EDUCATION	25,000
CHILDREN'S INSTITUTE INC 274 N GOODMAN ST SUITE 269B ROCHESTER, NY 14607	NONE	PC	HEALTH	1,000
CHILDREN'S INSTITUTE INC 274 N GOODMAN ST SUITE 269B ROCHESTER, NY 14607	NONE	PC	EDUCATION	35,000
CONSUMER CREDIT COUNSELING SERVICE OF ROCHESTER INC 1000 UNIVERSITY AVE SUITE 900 ROCHESTER, NY 14624	NONE	PC	COMMUNITY IMPROVEMENT	48,000
Total 				1,941,583
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
DAVID HOCHSTEIN MEMORIAL MUSIC SCHOOL INC 50 N PLYMOUTH AVE ROCHESTER, NY 14614	NONE	PC	HEALTH	6,500
DRESS FOR SUCCESS ROCHESTER INC 47 STATE STREET ROCHESTER, NY 14614	NONE	PC	HUMAN SERVICES	15,000
E3 ROCHESTER INC 255 EAST AVENUE SUITE 310 ROCHESTER, NY 14604	NONE	PC	EDUCATION	100,000
EAST HOUSE CORPORATION 259 MONROE AVE S-200 ROCHESTER, NY 14607	NONE	PC	HEALTH	1,500
EMPIRE JUSTICE CENTER ONE WEST MAIN STREET SUITE 200 ROCHESTER, NY 14614	NONE	PC	COMMUNITY IMPROVEMENT	50,000
Total ►				1,941,583
3a				


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
F F THOMPSON HOSPITAL FOUNDATION INC 350 PARRISH STREET CANANDAIGUA, NY 14424	NONE	PC	HUMAN SERVICES	5,000
FINGER LAKES AREA COMMUNITY ENDOWMENT- BUDDING READERS 8485 GARLINGHOUSE ROAD NAPLES, NY 14512	NONE	PC	EDUCATION	3,000
FLOWER CITY HABITAT FOR HUMANITY 755 CULVER ROAD ROCHESTER, NY 14609	NONE	PC	HUMAN SERVICES	5,000
FLOWER CITY HABITAT FOR HUMANITY 755 CULVER ROAD ROCHESTER, NY 14609	NONE	PC	COMMUNITY IMPROVEMENT	100,000
GATEWAYS MUSIC FESTIVAL INC 26 GIBB STREET BOX 58 ROCHESTER, NY 14604	NONE	PC	ARTS AND CULTURE	1,500
Total 3a				1,941,583

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
GENESEE COUNTRY VILLAGE & MUSEUM 1410 FLINT HILL ROAD MUMFORD, NY 14511	NONE	PC	ARTS AND CULTURE	5,000
GENESEE LAND TRUST INC 46 PRINCE STREET SUITE LL005 ROCHESTER, NY 14607	NONE	PC	COMMUNITY IMPROVEMENT	1,000
GENESEE SYMPHONY ORCHESTRA PO BOX 391 BATAVIA, NY 14021	NONE	PC	ARTS AND CULTURE	1,000
GEVA THEATRE CENTER INC 75 WOODBURY BOULEVARD ROCHESTER, NY 14607	NONE	PC	ARTS AND CULTURE	25,000
GIRLS ON THE RUN OF GREATER ROCHESTER PO BOX 71 FAIRPORT, NY 14450	NONE	PC	HUMAN SERVICES	1,500
Total 3a				1,941,583

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
GREATER ROCHESTER SUMMER LEARNING ASSOCIATION 274 NORTH GOODMAN STREET SUITE D103 ROCHESTER, NY 14607	NONE	PC	EDUCATION	50,000
HERITAGE CHRISTIAN SERVICES 275 KENNETH DRIVE SUITE 100 ROCHESTER, NY 146234277	NONE	PC	HUMAN SERVICES	3,000
HOBART AND WILLIAM SMITH COLLEGES 300 PULTENEY ST GENEVA, NY 144563304	NONE	PC	EDUCATION	8,333
HOPE HALL1612 BUFFALO RD ROCHESTER, NY 14624	NONE	PC	EDUCATION	2,500
IBERO-AMERICAN ACTION LEAGUE 817 EAST MAIN ST ROCHESTER, NY 14605	NONE	PC	EDUCATION	12,500
Total 				1,941,583
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
IBERO-AMERICAN ACTION LEAGUE 817 EAST MAIN ST ROCHESTER, NY 14605	NONE	PC	HUMAN SERVICES	500
JUNIOR ACHIEVEMENT OF CENTRAL UPSTATE NEW YORK 1 S WASHINGTON STREET SUITE 110 ROCHESTER, NY 14614	NONE	PC	EDUCATION	20,000
LATINAS UNIDAS INCPO BOX 64611 ROCHESTER, NY 14624	NONE	PC	COMMUNITY IMPROVEMENT	2,000
LEADERSHIP ROCHESTER 875 E MAIN STREET STE 140 ROCHESTER, NY 14605	NONE	PC	COMMUNITY IMPROVEMENT	5,000
LIFETIME ASSISTANCE INC 425 PAUL ROAD ROCHESTER, NY 14624	NONE	PC	HUMAN SERVICES	500
Total ▶ 3a				1,941,583

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
MAKE-A-WISH FOUNDATION 3025 MONROE AVE ROCHESTER, NY 14618	NONE	PC	HUMAN SERVICES	3,500
MEMORIAL ART GALLERY - UNIVERSITY OF ROCHESTER 500 UNIVERSITY AVENUE ROCHESTER, NY 14607	NONE	PC	ARTS AND CULTURE	15,000
MERCY FLIGHT CENTRAL INC 2420 BRICKYARD RD CANANDAIGUA, NY 14424	NONE	PC	HEALTH	5,000
MONROE COMMUNITY COLLEGE FOUNDATION 1000 EAST HENRIETTA ROAD ROCHESTER, NY 14623	NONE	PC	EDUCATION	61,200
NCS COMMUNITY DEVELOPMENT CORPORATION 275 DRIVING PARK AVENUE ROCHESTER, NY 14613	NONE	PC	COMMUNITY IMPROVEMENT	5,000
Total 3a				1,941,583

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
NEW YORK STATE WINE AND CULINARY CENTER INC 800 SOUTH MAIN STREET CANANDAIGUA, NY 14424	NONE	PC	HUMAN SERVICES	2,500
OPEN DOOR MISSION 156 N PLYMOUTH AVE ROCHESTER, NY 14608	NONE	PC	HUMAN SERVICES	1,000
PATHSTONE CORPORATION 400 EAST AVENUE ROCHESTER, NY 146071910	NONE	PC	EDUCATION	32,000
PERINATAL NETWORK OF MONROE COUNTY 693 EAST AVENUE ROCHESTER, NY 14607	NONE	PC	HEALTH	3,000
QUAD A FOR KIDS(CO ROCHESTER AREA COMMUNITY FOUNDATION INITIATIVES INC) 500 EAST AVENUE ROCHESTER, NY 14607	NONE	PC	EDUCATION	11,900
Total ► 3a				1,941,583

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
RECONNECT ROCHESTER INC 1115 E MAIN ST BOX 61 ROCHESTER, NY 14609	NONE	PC	COMMUNITY IMPROVEMENT	10,000
REFUGEES HELPING REFUGEES 835 SOUTH AVENUE ROCHESTER, NY 14620	NONE	PC	COMMUNITY IMPROVEMENT	25,000
ROC THE FUTURE(CO ROCHESTER AREA COMMUNITY FOUNDATION INITIATIVES INC) 500 EAST AVENUE ROCHESTER, NY 14607	NONE	PC	EDUCATION	32,000
ROCHESTER CHILDFIRST NETWORK 941 SOUTH AVENUE ROCHESTER, NY 14620	NONE	PC	EDUCATION	100,000
ROCHESTER CONTEMPORARY ART CENTER 137 EAST AVE ROCHESTER, NY 14604	NONE	PC	ARTS AND CULTURE	8,000
Total ▶				1,941,583
3a				


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
ROCHESTER EDUCATION FOUNDATION 250 MILL ST ROCHESTER, NY 14614	NONE	PC	EDUCATION	4,500
ROCHESTER FRINGE FESTIVAL PO BOX 10508 ROCHESTER, NY 14610	NONE	PC	ARTS AND CULTURE	2,500
ROCHESTER MARKET DRIVEN COMMUNITY CORPORATION 510 CLINTON SQUARE ROCHESTER, NY 14604	NONE	PC	COMMUNITY IMPROVEMENT	50,000
ROCHESTER MUSEUM AND SCIENCE CENTER 657 EAST AVE ROCHESTER, NY 14607	NONE	PC	EDUCATION	5,000
ROCHESTER PHILHARMONIC ORCHESTRA 108 EAST AVENUE ROCHESTER, NY 14604	NONE	PC	ARTS AND CULTURE	20,000
Total 3a				1,941,583

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
ROCHESTER REGIONAL HEALTH SYSTEM 100 KINGS HIGHWAY SOUTH SUITE 2300 ROCHESTER, NY 14617	NONE	PC	HEALTH	2,500
ROCHESTER SCHOOL OF THE HOLY CHILDHOOD INC 100 GROTON PARKWAY ROCHESTER, NY 14623	NONE	PC	HUMAN SERVICES	100,000
ROCOVERY FITNESS INC 1035 DEWEY AVENUE ROCHESTER, NY 14613	NONE	PC	HUMAN SERVICES	5,000
RONALD MCDONALD HOUSE CHARITIES OF ROCHESTER 333 WESTMORELAND DRIVE ROCHESTER, NY 14620	NONE	PC	HEALTH	2,000
SAINTS PLACE 46 S MAIN ST PITTSFORD, NY 14534	NONE	PC	HUMAN SERVICES	3,000
Total 3a				1,941,583

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
SPIRITUS CHRISTI PRISON OUTREACH INC 934 CULVER ROAD ROCHESTER, NY 14609	NONE	PC	HUMAN SERVICES	5,000
ST JOSEPH'S NEIGHBORHOOD CENTER 417 SOUTH AVENUE ROCHESTER, NY 14620	NONE	PC	COMMUNITY IMPROVEMENT	20,000
STRONG HOME CARE GROUP 2180 EMPIRE BOULEVARD WEBSTER, NY 14580	NONE	PC	HEALTH	1,200
THE CENTER FOR TEEN EMPOWERMENT 392 GENESEE ST ROCHESTER, NY 14611	NONE	PC	HUMAN SERVICES	2,500
THE CENTER FOR YOUTH SERVICES 905 MONROE AVE ROCHESTER, NY 14620	NONE	PC	HUMAN SERVICES	50,000
Total 3a 				1,941,583

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
THE STRONG - NATIONAL MUSEUM OF PLAY ONE MANHATTAN SQUARE ROCHESTER, NY 14607	NONE	PC	ARTS AND CULTURE	5,000
UNITED WAY OF GREATER ROCHESTER 75 COLLEGE AVE ROCHESTER, NY 14607	NONE	PC	COMMUNITY IMPROVEMENT	550,000
URBAN LEAGUE OF ROCHESTER NY INC 265 N CLINTON AVE ROCHESTER, NY 14605	NONE	PC	EDUCATION	10,000
URBAN LEAGUE OF ROCHESTER NY INC 265 N CLINTON AVE ROCHESTER, NY 14605	NONE	PC	COMMUNITY IMPROVEMENT	40,000
VETERANS OUTREACH CENTER 459 SOUTH AVENUE ROCHESTER, NY 14620	NONE	PC	HUMAN SERVICES	2,000
Total ►				1,941,583
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
WOMEN'S FOUNDATION OF GENESEE VALLEY INC 277 ALEXANDER STREET SUITE 305 ROCHESTER, NY 14607	NONE	PC	HUMAN SERVICES	6,500
YMCA OF GREATER ROCHESTER 44 EAST MAIN STREET ROCHESTER, NY 14604	NONE	PC	HUMAN SERVICES	7,500
YWCA OF ROCHESTER AND MONROE COUNTY 175 N CLINTON AVE ROCHESTER, NY 14604	NONE	PC	HUMAN SERVICES	2,700
Total ▶				1,941,583
3a				

TY 2017 General Explanation Attachment**Name:** ESL CHARITABLE FOUNDATION**EIN:** 82-0548352**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1		FORM 990-PF, PAGE 1, LINE J	THE "CASH" METHOD OF ACCOUNTING BOX ON PAGE 1, LINE J WAS MISTAKENLY CHECKED ON PRIOR YEAR RETURNS, ALTHOUGH INFORMATION WAS REPORTED ON AN ACCRUAL BASIS

TY 2017 Investments Corporate Bonds Schedule**Name:** ESL CHARITABLE FOUNDATION**EIN:** 82-0548352**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BLACKROCK US MORTGAGE PORT INSTL	1,616,184	1,616,184
DOUBLELINE TOTAL RETURN BD FD CL I	1,614,709	1,614,709
EATON VANCE FLOATING RATE FD CL I	458,524	458,524
STONE RIDGE ALT LENDING RISK PREMIUM INST	1,168,917	1,168,917
TEMPLETON GLOBAL BOND FUND ADV CL	1,596,369	1,596,369

TY 2017 Investments Corporate Stock Schedule**Name:** ESL CHARITABLE FOUNDATION**EIN:** 82-0548352

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ISHARES CORE MSCI TOTAL INTEL STOCK ETF	6,285,922	6,285,922
ISHARES EDGE MSCI USA MOMENTUM ETF	964,781	964,781
ISHARES TIPS BOND ETF	1,149,356	1,149,356
SCHWAB FUNDAMENTAL US LARGE CO ETF	2,264,832	2,264,832
SPDR S&P GLOBAL NATURAL RESOURCES ETF	742,674	742,674
SPDR S&P 500 ETF	10,312,805	10,312,805
VANGUARD EXTENDED MARKET ETF	2,266,443	2,266,443
VANGUARD REIT ETF	457,220	457,220
VANGUARD TOTAL BOND MARKET ETF	5,891,393	5,891,393
ALPS CORE CMDY MGMT COMPLETE CMDY STRAT I	458,300	458,300
CAUSEWAY INTERNATIONAL VALUE FUND INST CL	2,265,824	2,265,824
GOLDMAN SACHS MLP ENERGY INFRASTRUCTURE INST	678,269	678,269
NUVEEN NWQ SMALL CAP VALUE I	2,182,171	2,182,171
OPPENHEIMER DEVELOPING MKTS FD CL Y	1,104,159	1,104,159
STONE RIDGE REINSURANCE RISK PREM INTERVAL	1,390,640	1,390,640
VERSUS CAP MULTI MNGR REAL ESTATE INCM FD INST	692,506	692,506
VERSUS CAP REAL ASSET FUND	226,117	226,117
BREAKWATER CREDIT OPP FUND CAYMAN LTD	944,334	944,334
ROYAL OAK REALTY TRUST	701,573	701,573

TY 2017 Other Expenses Schedule**Name:** ESL CHARITABLE FOUNDATION**EIN:** 82-0548352**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRADE ASSOCIATION DUES	4,750	0	0	4,750
PARKING	220	0	0	220
MEALS	3,485	0	0	1,742
SOFTWARE SERVICE AGREEMENT	23,503	0	0	23,503
MISCELLANEOUS EXPENSE	25	13	0	12

TY 2017 Other Increases Schedule**Name:** ESL CHARITABLE FOUNDATION**EIN:** 82-0548352

Description	Amount
UNREALIZED GAIN/LOSS ON INVESTMENTS	2,014,507
UNDIVIDED EARNINGS	20,728

TY 2017 Other Liabilities Schedule**Name:** ESL CHARITABLE FOUNDATION**EIN:** 82-0548352

Description	Beginning of Year - Book Value	End of Year - Book Value
ACCRUED MISCELLANEOUS	0	45,760

TY 2017 Other Professional Fees Schedule**Name:** ESL CHARITABLE FOUNDATION**EIN:** 82-0548352

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
REOCCURING PROFESSIONAL SERVICES	15,712	11,262	0	4,450

**TY 2017 Substantial Contributors
Schedule****Name:** ESL CHARITABLE FOUNDATION**EIN:** 82-0548352**Name****Address**

ESL FEDERAL CREDIT UNION

225 CHESTNUT STREET
ROCHESTER, NY 14604

TY 2017 Taxes Schedule**Name:** ESL CHARITABLE FOUNDATION**EIN:** 82-0548352

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INCOME TAXES	14,260	0	0	0

Schedule B
(Form 990, 990-EZ,
or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors
▶ Attach to Form 990, 990-EZ, or 990-PF
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at
www.irs.gov/form990

OMB No 1545-0047
2017

Name of the organization
ESL CHARITABLE FOUNDATION

Employer identification number
82-0548352

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

- 501(c)() (enter number) organization
- 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹ 3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization ESL CHARITABLE FOUNDATION	Employer identification number 82-0548352
--	---

Part I **Contributors** (See instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ESL FEDERAL CREDIT UNION 225 CHESTNUT STREET ROCHESTER, NY 14604	\$ 50,080,999	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization ESL CHARITABLE FOUNDATION	Employer identification number 82-0548352
--	---

Part II Noncash Property (See instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____
	_____ _____ _____	_____ \$ _____	_____

Name of organization ESL CHARITABLE FOUNDATION	Employer identification number 82-0548352
--	---

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

<hr/> <hr/>	<hr/> <hr/>
(e) Transfer of gift Transferee's name, address, and ZIP 4	(e) Transfer of gift Relationship of transferor to transferee
<hr/> <hr/>	<hr/> <hr/>

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

<hr/> <hr/>	<hr/> <hr/>
(e) Transfer of gift Transferee's name, address, and ZIP 4	(e) Transfer of gift Relationship of transferor to transferee
<hr/> <hr/>	<hr/> <hr/>

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

<hr/> <hr/>	<hr/> <hr/>
(e) Transfer of gift Transferee's name, address, and ZIP 4	(e) Transfer of gift Relationship of transferor to transferee
<hr/> <hr/>	<hr/> <hr/>

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

<hr/> <hr/>	<hr/> <hr/>
(e) Transfer of gift Transferee's name, address, and ZIP 4	(e) Transfer of gift Relationship of transferor to transferee
<hr/> <hr/>	<hr/> <hr/>