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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**Note.** The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0052

2012

Open to public inspection

For calendar year **2012** or tax year beginning

, and ending

Name of foundation The Ivan Seidenberg Foundation		A Employer identification number 06-1386525
Number and street (or P.O. box number if mail is not delivered to street address) c/o HHG - 23 Old Kings Highway South	Room/suite	B Telephone number 203-656-5500
City or town, state, and ZIP code Darien, CT 06820		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 15,105,100.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	11,009,493.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	8,572.	8,572.		Statement 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	11,797.			
	b Gross sales price for all assets on line 6a	120,002.			
	7 Capital gain net income (from Part IV, line 2)		11,797.		
	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	11,029,862.	20,369.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees Stmt 2	1,750.	1,750.		0.
	c Other professional fees Stmt 3	1,464.	1,464.		0.
	17 Interest				
	18 Taxes Stmt 4	373.	123.		250.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 Total operating and administrative expenses Add lines 13 through 23	3,587.	3,337.		250.
	25 Contributions, gifts, grants paid	1,259,220.			1,259,220.
26 Total expenses and disbursements. Add lines 24 and 25	1,262,807.	3,337.		1,259,470.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	9,767,055.				
b Net investment income (if negative, enter -0-)		17,032.			
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	4,501,396.	14,803,183.	14,803,183.
	2 Savings and temporary cash investments	372,558.		
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 6	297,032.	227,272.	301,917.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	5,170,986.	15,030,455.	15,105,100.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted	5,170,986.	15,030,455.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☐ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	5,170,986.	15,030,455.		
31 Total liabilities and net assets/fund balances	5,170,986.	15,030,455.		

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	5,170,986.
2 Enter amount from Part I, line 27a	2	9,767,055.
3 Other increases not included in line 2 (itemize) ▶ See Statement 5	3	92,414.
4 Add lines 1, 2, and 3	4	15,030,455.
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	15,030,455.

Form 990-PF (2012)

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 120,002.		108,205.	11,797.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			11,797.

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	11,797.
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))
2011	1,058,538.	4,359,859.	.242792
2010	2,491,586.	1,878,559.	1.326328
2009	3,644,875.	1,089,695.	3.344858
2008	3,367,763.	669,717.	5.028636
2007	3,402,731.	1,098,366.	3.097994

2 Total of line 1, column (d)	2	13.040608
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	2.608122
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	5,847,951.
5 Multiply line 4 by line 3	5	15,252,170.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	170.
7 Add lines 5 and 6	7	15,252,340.
8 Enter qualifying distributions from Part XII, line 4	8	1,259,470.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	341.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	341.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	341.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
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		0.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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		341.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☐ Refunded ☐	11		

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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c 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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>NY, CT</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

Stmt 7

Form 990-PF (2012)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► <u>N/A</u>				
14	The books are in care of ► <u>Phyllis Seidenberg</u>	Telephone no. ►	<u>914-353-3616</u>	
Located at ► <u>5 Quail Hollow Road, West Nyack, NY</u>		ZIP+4 ►	<u>10994</u>	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	►	15	N/A
16	At any time during calendar year 2012, 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?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. 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?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes ☒ No	
If "Yes," list the years ►			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	►	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
b	If "Yes," did it have excess business holdings in 2012 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 2012.)	N/A	
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 2012?	4b	X

Form 990-PF (2012)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?N/A
☒

5b

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

6b

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

X

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

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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
Ivan Seidenberg	Director			
5 Quail Hollow Road				
West Nyack, NY 10994	1.00	0.	0.	0.
Phyllis Seidenberg	Director			
5 Quail Hollow Road				
West Nyack, NY 10994	3.00	0.	0.	0.
Douglas Seidenberg	Director			
Las Vegas, NV	1.00	0.	0.	0.
Lisa Agdern	Director			
271 St Leonards Avenue				
Toronto, Ontario, CANADA M4N 1L1	1.00	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
NONE				

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

0

Form 990-PF (2012)

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	359,253.
b	Average of monthly cash balances	1b	5,577,753.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	5,937,006.
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	5,937,006.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	89,055.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,847,951.
6	Minimum investment return. Enter 5% of line 5	6	292,398.

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	292,398.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	341.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	341.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	292,057.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	292,057.
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	292,057.

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	1,259,470.
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	1,259,470.
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	1,259,470.

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.

Form 990-PF (2012)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				292,057.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	3,402,767.			
b From 2008	3,367,807.			
c From 2009	3,644,875.			
d From 2010	2,491,586.			
e From 2011	1,058,538.			
f Total of lines 3a through e	13,965,573.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$	1,259,470.			
a Applied to 2011, 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) **	1,259,470.			
d Applied to 2012 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (if an amount appears in column (d), the same amount must be shown in column (a))	292,057.			292,057.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	14,932,986.			
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 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	3,110,710.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	11,822,276.			
10 Analysis of line 9:				
a Excess from 2008	3,367,807.			
b Excess from 2009	3,644,875.			
c Excess from 2010	2,491,586.			
d Excess from 2011	1,058,538.			
e Excess from 2012	1,259,470.			

** See Statement 8

Form 990-PF (2012)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
A Better Chance 253 West 35th Street, 6th Floor New York, NY 10001	None	509(a)	General	1,000.
Alzheimers Research 225 North Michigan Avenue Chicago, IL	None	509(a)	Medical research	100.
American Cancer Society 250 Williams Street Albany, GA	None	509(a)	Medical research	100.
American Cancer Society 250 Williams Street Atlanta, GA	None	509(a)	Medical research	100.
American Cancer Society 250 Williams Street Atlanta, GA	None	509(a)	Medical research	100.
Total	See continuation sheet(s)			1,259,220.
b Approved for future payment				
None				
Total				0.

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012

Name of the organization

Employer identification number

The Ivan Seidenberg Foundation

06-1386525

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, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution 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 a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to 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. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not 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 Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization	Employer identification number
The Ivan Seidenberg Foundation	06-1386525

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	Ivan & Phyllis Seidenberg 5 Quail Hollow Lane West Nyack, NY 10994	\$ 11,009,493.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

The Ivan Seidenberg Foundation**06-1386525****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	Employer identification number
The Ivan Seidenberg Foundation	06-1386525

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. 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) ► \$

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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	1198.097 ARTISAN INTL FUND	P	01/12/10	09/24/12
b	19.879 ARTISAN INTL FUND	P	12/16/10	09/24/12
c	921.963 CRM MID CAP VALUE FUND INST CL	P	11/10/04	09/24/12
d	11.679 CRM MID CAP VALUE FUND INST CL	P	12/15/05	09/24/12
e	48.537 CRM MID CAP VALUE FUND INST CL	P	12/15/05	09/24/12
f	17.249 CRM MID CAP VALUE FUND INST CL	P	12/15/05	09/24/12
g	37.878 CRM MID CAP VALUE FUND INST CL	P	12/17/07	09/24/12
h	13.038 CRM MID CAP VALUE FUND INST CL	P	12/14/10	09/24/12
i	2660.513 CULLEN INTL HIGH DIV FD CL I	P	01/12/10	09/24/12
j	14.643 CULLEN INTL HIGH DIV FD CL I	P	03/30/10	09/24/12
k	44.509 CULLEN INTL HIGH DIV FD CL I	P	09/29/10	09/24/12
l	31.095 CULLEN INTL HIGH DIV FD CL I	P	12/30/10	09/24/12
m	8.95 CULLEN INTL HIGH DIV FD CL I	P	03/30/11	09/24/12
n	68.242 CULLEN INTL HIGH DIV FD CL I	P	06/29/11	09/24/12
o	913.743 JENSEN QUALITY GROWTH FD CL I	P	01/23/07	09/24/12

(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 28,527.		25,016.	3,511.
b 473.		426.	47.
c 28,089.		23,716.	4,373.
d 356.		317.	39.
e 1,479.		1,316.	163.
f 526.		468.	58.
g 1,154.		1,097.	57.
h 397.		368.	29.
i 26,342.		25,234.	1,108.
j 145.		139.	6.
k 441.		427.	14.
l 308.		314.	<6.>
m 89.		93.	<4.>
n 676.		706.	<30.>
o 26,970.		25,025.	1,945.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			3,511.
b			47.
c			4,373.
d			39.
e			163.
f			58.
g			57.
h			29.
i			1,108.
j			6.
k			14.
l			<6.>
m			<4.>
n			<30.>
o			1,945.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

The Ivan Seidenberg Foundation

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	2.539 JENSEN QUALITY GROWTH FD CL I	P	03/23/07	09/24/12
b	1.99 JENSEN QUALITY GROWTH FD CL I	P	06/21/07	09/24/12
c	2.515 JENSEN QUALITY GROWTH FD CL I	P	09/20/07	09/24/12
d	6.833 JENSEN QUALITY GROWTH FD CL I	P	12/20/07	09/24/12
e	3.097 JENSEN QUALITY GROWTH FD CL I	P	12/20/07	09/24/12
f	3.254 JENSEN QUALITY GROWTH FD CL I	P	03/20/08	09/24/12
g	2.411 JENSEN QUALITY GROWTH FD CL I	P	06/17/08	09/24/12
h	2.605 JENSEN QUALITY GROWTH FD CL I	P	09/16/08	09/24/12
i	78.259 JENSEN QUALITY GROWTH FD CL I	P	01/12/10	09/24/12
j	5.673 JENSEN QUALITY GROWTH FD CL I	P	03/18/10	09/24/12
k	7.102 JENSEN QUALITY GROWTH FD CL I	P	12/16/10	09/24/12
l	7.066 JENSEN QUALITY GROWTH FD CL I	P	03/16/11	09/24/12
m	6.882 JENSEN QUALITY GROWTH FD CL I	P	06/21/11	09/24/12
n	6.302 JENSEN QUALITY GROWTH FD CL I	P	09/18/12	09/24/12
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	75.	68.	7.
b	59.	56.	3.
c	74.	72.	2.
d	202.	194.	8.
e	91.	88.	3.
f	96.	85.	11.
g	71.	63.	8.
h	77.	68.	9.
i	2,310.	1,942.	368.
j	167.	145.	22.
k	210.	192.	18.
l	209.	189.	20.
m	203.	194.	9.
n	186.	187.	<1.>
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			7.
b			3.
c			2.
d			8.
e			3.
f			11.
g			8.
h			9.
i			368.
j			22.
k			18.
l			20.
m			9.
n			<1.>
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	11,797.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
American Italian Cancer Foundation (Perella Fund) 112 East 71st Street, Suite 2B New York, NY 10021	None	509(a)	Medical research	10,000.
Blumenthal Internship 103 Barnes Hall Ithaca, NY	None	School	Education	1,000.
Celiac Disease Center - Columbia 180 Fort Washington Avenue, Suite 934 New York, NY 10032	None	509(a)	Medical research	50,000.
Celiac Disease Foundation 13251 Ventura Boulevard Studio City, CA	None	509(a)	Medical research	10,000.
Columbia University Broadway New York, NY 10027	None	University	Education	100.
Columbia University Broadway New York, NY 10027	None	University	Education	500.
Columbia University Broadway New York, NY 10027	None	University	Education	1,000.
Covenant House 460 West 41st Street New York, NY 10036	None	509(a)	Community service	1,500.
Davis Phinney Foundation for Parkinsons 1722 14th St, Suite 150 Bardonia, CO 80302	None	509(a)	Medical research	500.
Davis Phinney Foundation for Parkinsons 1722 14th St, Suite 150 Boulder, CO 80302	None	509(a)	Medical research	500.
Total from continuation sheets				1,257,820.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
First Presbyterian Church Caldwell, NJ	None	509(a)	Religious	1,000.
Friends of Beckley Library 2090 Kittredge Street Berkeley, CA	None	Public library	Literacy	50.
Gift of Life 800 Yamato Road, Suite 101 Boca Roton, FL 33431	None	509(a)	General	2,000.
Givat Havira 114 W 26th St # 1001 New York, NY 10001	None	509(a)	General	500.
GW Bush Presidential Center 2943 SMU Boulevard Dallas, TX 75205	None	509(a)	Education	250.
Hearts for Honduras 45 Church Street, PO Box 55 Liberty Corner, NJ 07938, NJ 07938	None	509(a)	Relief	1,000.
Institute for Educational Advancement 625 Fair Oaks Avenue South Pasadena, CA	None	School	Education	500.
Institute of Fine Arts New York, NY	None	5090	Education	1,000.
JCC Rockland 450 West Nyack Road West Nyack, NY 10994	None	509(a)	Civic	250.
Lustgarten Foundation 1111 Stewart Avenue Bethpage, NY	None	509(a)	Medical research	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Meals on Wheels 203 South Union Street Alexandria, VA	None	509(a)	Hunger	100.
Memorial Sloan Kettering 1275 York Avenue New York, NY 10065	None	Hospital	Research/medical	100.
National Aphasia Association 350 Seventh Avenue New York, NY	None	509(a)	Medical research	500.
National Center for Learning Disabilities 381 Park Avenue South, Suite 1401 New York, NY 10016	None	509(a)	Education	1,000.
Neal Broxmeyer Scholarship 12 East 79th Street New York, NY 10075 New York, NY 10075	None	509(a)	Education	500.
New York Pioneers New York, NY	None	509(a)	General	15,000.
New York Presbyterian Hospital 525 East 68th Street New York, NY	None	509(a)	Medical research	10,000.
New York Presbyterian Hospital 525 East 68th Street New York, NY	None	509(a)	Medical research	1,000.
New York Presbyterian Hospital 525 East 68th Street New York, NY	None	509(a)	Medical research	10,000.
NYSCI - New York Hall of Science 47-01 111th Street Queens, NY	None	School	Education	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NYSCI - New York Hall of Science 47-01 111th Street Queens, NY	None	School	Education	550,000.
NYSCI - New York Hall of Science 47-01 111th Street Queens, NY	None	School	Education	250,000.
NYSCI - New York Hall of Science 47-01 111th Street Queens, NY	None	School	Education	5,000.
Pace University 78 North Broadway White Plains, NY	None	University	Education	10,000.
Pace University 78 North Broadway White Plains, NY	None	School	Education	10,000.
Perella-McGuin Fund New York, NY	None	509(a)	General	1,000.
Revlon Run Walk New York, NY	None	509(a)	Medical research	250.
Richard Smith Scholarship Fund New York NY	None	509(a)	Education	600.
Robin Hood Fund 826 Broadway, 9th Floor New Brunswick, NY 10003	None	509(a)	General	10,000.
Scott O'Neill Fund	None	509(a)	General	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
St Patrick's Home 66 Van Cortlandt Park S Bronx, NY 10463	None	509(a)	Homelessness	100.
Steven Ryan Scholarship Fund New York, NY	None	509(a)	Education	500.
Student Advocacy 3 West Main Street Elmsford, NY	None	School	Education	2,000.
Temple Beth Shalom 740 North Broadway Hastings on the Hudson, NY	None	509(a)	Religious organization	125,000.
Temple Beth Shalom 740 North Broadway Hastings on the Hudson, NY	None	509(a)	Religious organization	1,800.
Temple Beth Shalom 740 North Broadway Hastings on the Hudson, NY	None	509(a)	Religious organization	170.
Terry Fox Foundation Suite 303, 46167 Yale Road Chillawack, BC	None	509(a)	General	100.
Treasure Coast Hospice V9065 SE Bridge Road Hobe Sound, FL 33455	None	509(a)	Social services	250.
UJA 1340 East 59th Street New York, NY	None	509(a)	Social services	125,000.
United Hospice - Rockland 11 Stokum Lane New City, NY 10956	None	509(a)	Social services	100.
Total from continuation sheets				

06-1386525

3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**

Form 990-PF	Dividends and Interest from Securities	Statement	1
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Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
AT&T	12.	0.	12.
Charles Schwab	7,993.	0.	7,993.
Comcast	567.	0.	567.
Total to Fm 990-PF, Part I, ln 4	8,572.	0.	8,572.

Form 990-PF	Accounting Fees	Statement	2
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
HHG Foundation Services	1,750.	1,750.		0.
To Form 990-PF, Pg 1, ln 16b	1,750.	1,750.		0.

Form 990-PF	Other Professional Fees	Statement	3
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment expenses	1,464.	1,464.		0.
To Form 990-PF, Pg 1, ln 16c	1,464.	1,464.		0.

Form 990-PF	Taxes	Statement	4
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
NYS Department of Law	250.	0.		250.
Foreign taxes	123.	123.		0.
To Form 990-PF, Pg 1, ln 18	373.	123.		250.

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement	5
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Description	Amount
Unrealized gain/loss on investments	92,414.
Total to Form 990-PF, Part III, line 3	92,414.

Form 990-PF	Corporate Stock	Statement	6
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Description	Book Value	Fair Market Value
Artisan International	26,004.	30,643.
CRM Mid Cap Value Fund	30,332.	36,522.
Cullen International ADR	27,065.	29,112.
Jensen Portfolio	25,417.	30,797.
Pfizer 4723	82,723.	118,450.
Verizon	0.	20,640.
Fairpoint	0.	0.
AT & T	213.	235.
Comcast	35,518.	35,518.
Total to Form 990-PF, Part II, line 10b	227,272.	301,917.

Form 990-PF	List of Substantial Contributors Part VII-A, Line 10	Statement	7
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Name of Contributor	Address
Ivan & Phyllis Seidenberg	5 Quail Hollow Lane West Nyack, NY 10994

Form 990-PF	Election Under Regulations Section 53.4942(a)-3(d)(2) to Treat Excess Qualifying Distributions as Distributions out of Corpus	Statement 8
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The Foundation elects under Regulation 53.4942(a)-3(d)(2) to apply all or part of the remaining qualifying distributions to any undistributed income remaining from the years before 2012 or to apply to the corpus.

Form 990-PF

Part XV - Line 1a
List of Foundation Managers

Statement 9

Name of Manager

Ivan Seidenberg
Phyllis Seidenberg