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Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning NOV 1, 2013, and ending OCT 31, 2014

Name of foundation
ROSENKRANZ FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address) Room/suite
590 MADISON AVENUE, 30TH FLOOR

City or town, state or province, country, and ZIP or foreign postal code
NEW YORK, NY 10022

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 30,160,835. (Part I, column (d) must be on cash basis)

J Accounting method: ☐ Cash ☒ Accrual
☐ Other (specify) _____

A Employer identification number
13-3940017

B Telephone number
(212) 838-7000

C If exemption application is pending, check here ☐

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

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

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

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	0.			
	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				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	547,908.			
	b Gross sales price for all assets on line 6a	1,365,535.			
	7 Capital gain net income (from Part IV, line 2)				
	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	1,587.	1,587.	1,587.	1,587.	
12 Total. Add lines 1 through 11	549,495.	2,316,648.	1,587.	1,587.	
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				
	b Accounting fees				
	c Other professional fees				
	17 Interest		77,930.		
	18 Taxes STMT 2	49,820.	2,518.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 3	27,940.	366,504.	0.	27,940.
	24 Total operating and administrative expenses. Add lines 13 through 23	77,760.	446,952.	0.	27,940.
25 Contributions, gifts, grants paid	3,078,347.			2,698,347.	
26 Total expenses and disbursements. Add lines 24 and 25	3,156,107.	446,952.	0.	2,726,287.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-2,606,612.				
b Net investment income (if negative, enter -0-)		1,869,696.			
c Adjusted net income (if negative, enter -0-)			1,587.		

915

6

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	668,466.	1,101,664.	1,101,664.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 44,228.			
	Less: allowance for doubtful accounts ▶	664,876.	44,228.	44,228.
	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			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 4	29,155,805.	29,014,943.	29,014,943.	
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	30,489,147.	30,160,835.	30,160,835.	
Liabilities	17 Accounts payable and accrued expenses	769,811.	775,709.	
	18 Grants payable	335,000.	715,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 5)	206,543.	66,950.	
	23 Total liabilities (add lines 17 through 22)	1,311,354.	1,557,659.	
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	29,177,793.	28,603,176.	
	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	29,177,793.	28,603,176.	
31 Total liabilities and net assets/fund balances	30,489,147.	30,160,835.		

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	29,177,793.
2 Enter amount from Part I, line 27a	2	-2,606,612.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN/(LOSS)	3	2,031,994.
4 Add lines 1, 2, and 3	4	28,603,175.
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	28,603,175.

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 1,365,535.		817,627.	547,908.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) 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				
b				
c				
d				
e			547,908.	
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		2 547,908.
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 0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	1,937,000.	31,981,154.	.060567
2011	1,546,720.	25,157,409.	.061482
2010	1,529,912.	17,730,959.	.086285
2009	1,326,939.	23,641,716.	.056127
2008	1,711,391.	11,699,354.	.146281
2 Total of line 1, column (d)			2 .410742
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 .082148
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 29,138,557.
5 Multiply line 4 by line 3			5 2,393,674.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 18,697.
7 Add lines 5 and 6			7 2,412,371.
8 Enter qualifying distributions from Part XII, line 4 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.			8 2,726,287.

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	18,697.
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	18,697.
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	18,697.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 24,375.	7	36,375.
b Exempt foreign organizations - tax withheld at source	6b	8	
c Tax paid with application for extension of time to file (Form 8868)	6c 12,000.	9	
d Backup withholding erroneously withheld	6d	10	17,678.
7 Total credits and payments. Add lines 6a through 6d		11	0.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☒ 17,678. Refunded ☐			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 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?	X	
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) ☒ NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

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

Website address **WWW.ROSENKRANZFDN.ORG**

14 The books are in care of **SALVATORE ARENA** Telephone no. **(212) 303-4331**
 Located at **590 MADISON AVENUE, NEW YORK, NY** ZIP+4 **10022**

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 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? **16** **Yes** **No**
 See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country **X**

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ Yes ☒ No	
If "Yes," list the years _____ , _____ , _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. _____ , _____ , _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b X

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

5b

X

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 6		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

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Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1	INTELLIGENCE SQUARED U.S. FOUNDATION - LIVE DEBATE SERIES, THE GOAL OF WHICH IS TO RAISE THE LEVEL OF PUBLIC DISCOURSE ON THE MOST CHALLENGING ISSUES OF THE TIMES.	1,279,101.
2		
3		
4		

Part IX-B Summary of Program-Related Investments

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

Amount

1	NA	0.
2		
3	All other program-related investments. See instructions.	
4		
Total. Add lines 1 through 3		0.

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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	29,213,664.
b	Average of monthly cash balances	1b	368,627.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	29,582,291.
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	29,582,291.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	443,734.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	29,138,557.
6	Minimum investment return. Enter 5% of line 5	6	1,456,928.

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	1,456,928.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	18,697.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	581.
c	Add lines 2a and 2b	2c	19,278.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,437,650.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,437,650.
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	1,437,650.

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	2,726,287.
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	2,726,287.
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	18,697.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,707,590.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,437,650.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	1,132,967.			
b From 2009	203,760.			
c From 2010	1,556,309.			
d From 2011	513,499.			
e From 2012	363,615.			
f Total of lines 3a through e	3,770,150.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$	2,726,287.			
a Applied to 2012, 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 2013 distributable amount				1,437,650.
e Remaining amount distributed out of corpus	1,288,637.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	5,058,787.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				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 2008 not applied on line 5 or line 7	1,132,967.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	3,925,820.			
10 Analysis of line 9:				
a Excess from 2009	203,760.			
b Excess from 2010	1,556,309.			
c Excess from 2011	513,499.			
d Excess from 2012	363,615.			
e Excess from 2013	1,288,637.			

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHMENT 7			CHARITABLE	2,698,347.
Total			3a	2,698,347.
b Approved for future payment				
MASSACHUSETTS GENERAL HOSPITAL - PALLIATIVE CARE		509(A)(1)	CHARITABLE	75,000.
UNITED STATES JAPAN FOUNDATION 145 EAST 32ND STREET 12TH FL NEW YORK, NY 10016		509(A)(1)	CHARITABLE	40,000.
YALE UNIVERSITY - ROBERT A.M. STERN VISITING PROFESSORSHIP IN CLASSICAL ARC 127 WALL STREET NEW HAVEN, CT 06511		509(A)(1)	CHARITABLE	100,000.
Total			3b	SEE CONTINUATION SHEET(S) 715,000.

3 Grants and Contributions Approved for Future Payment (Continuation)

323635
05-01-13

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

- | | | Yes | No |
|--|---|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| | a Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| | b Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | X | |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X | |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

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

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? ☐ Yes ☐ No	
	Signature of officer or trustee <i>Harvard</i>		Date <i>9/15/15</i>		Title TREASURER	
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	
					Check ☐ if self-employed	
					PTIN	
	Firm's name				Firm's EIN	
	Firm's address				Phone no.	

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	ALDEN GLOBAL DISTRESSED OPPORTUNITIES FUND (CAYMA	P	10/01/09	11/01/13
b	ALDEN GLOBAL DISTRESSED OPPORTUNITIES FUND (CAYMA	P	10/01/09	02/01/14
c	ALDEN GLOBAL VALUE RECOVERY FUND (CAYMAN), LTD	P	05/01/10	11/01/13
d	ALDEN GLOBAL VALUE RECOVERY FUND (CAYMAN), LTD	P	05/01/10	02/01/14
e	APPALOOSA - PALOMINO FUND LTD.	P	07/01/12	12/01/13
f	BLACKROCK PAN ASIAN OPPORTUNITIES FUND LTD. - CLA	P	07/01/11	07/01/14
g	BLACKROCK PAN ASIAN OPPORTUNITIES FUND LTD. - CLA	P	07/01/11	08/01/14
h	BLACKROCK PAN ASIAN OPPORTUNITIES FUND LTD. - CLA	P	07/01/11	09/01/14
i	SENECA CAPITAL INTERNATIONAL, LTD.	P	10/01/10	11/01/13
j	SENECA CAPITAL INTERNATIONAL, LTD.	P	10/01/10	02/01/14
k	SENECA CAPITAL INTERNATIONAL, LTD.	P	10/01/10	09/01/14
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 14,343.		14,561.	-218.
b 47,844.		44,461.	3,383.
c 11,057.		11,770.	-713.
d 24,757.		25,056.	-299.
e 571,287.		101,448.	469,839.
f 216,402.		200,000.	16,402.
g 221,701.		200,000.	21,701.
h 224,265.		200,000.	24,265.
i 5,860.		3,600.	2,260.
j 14,392.		8,809.	5,583.
k 13,627.		7,922.	5,705.
l			
m			
n			
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			-218.
b			3,383.
c			-713.
d			-299.
e			469,839.
f			16,402.
g			21,701.
h			24,265.
i			2,260.
j			5,583.
k			5,705.
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	547,908.
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	0.

FORM 990-PF	OTHER INCOME	STATEMENT	1
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	1,587.	1,587.	1,587.
LIMITED PARTNERSHIP INCOME	1,750,789.	1,750,789.	1,750,789.
TOTAL TO FORM 990-PF, PART I, LINE 11	1,752,376.	1,752,376.	1,752,376.

FORM 990-PF

TAXES

STATEMENT

2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	15,278.	0.	0.	0.
STATE CORPORATION TAX	34,542.	0.	0.	0.
FOREIGN TAXES FROM UNDERLYING FUNDS	0.	2,518.	0.	0.
TO FORM 990-PF, PG 1, LN 18	49,820.	2,518.	0.	0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MISCELLANEOUS EXPENSES	27,940.	366,504.	0.	27,940.	
TO FORM 990-PF, PG 1, LN 23	27,940.	366,504.	0.	27,940.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	4
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LIMITED PARTNERSHIPS	COST	29,014,943.	29,014,943.
TOTAL TO FORM 990-PF, PART II, LINE 13		29,014,943.	29,014,943.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	5
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED FEDERAL EXCISE TAX	206,543.	66,950.
TOTAL TO FORM 990-PF, PART II, LINE 22	206,543.	66,950.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 6
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT ROSENKRANZ 590 MADISON AVENUE NEW YORK, NY 10022	PRESIDENT/DIRECTOR 1.00	0.	0.	0.
STEPHANIE HESSLER 590 MADISON AVENUE NEW YORK, NY 10022	DIRECTOR 1.00	0.	0.	0.
NICHOLAS ROSENKRANZ 590 MADISON AVENUE NEW YORK, NY 10022	DIRECTOR 1.00	0.	0.	0.
SALVATORE ARENA 590 MADISON AVENUE NEW YORK, NY 10022	TREASURER 1.00	0.	0.	0.
DOSKOW EMILY 590 MADISON AVENUE NEW YORK, NY 10022	SECRETARY 1.00	0.	0.	0.
ALEXANDRA K MUNROE 590 MADISON AVENUE NEW YORK, NY 10022	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

CONTRIBUTIONS - General

For the fiscal year ended October 31, 2014

STATEMENT 7

PART XV-GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

	ADDRESS	STATUS OF CONTRIBUTION	PURPOSE OF CONTRIBUTION	AMOUNT	DATE OF DISTRIBUTION
American Enterprise Institute	1150 Seventeenth St NW, Washington DC 20036	501(c)(3)	Charitable	50,000	7/9/2014
Aspen Art Museum	637 East Hyman Avenue, Aspen CO 81611	501(c)(3)	Charitable	10,000	6/12/2014
Brooklyn Academy of Music	30 Lafayette Avenue, Brooklyn, NY 11217-1486	501(c)(3)	Charitable	10,000	3/14/2014
Community Funds Inc	Two Park Avenue, New York, NY 10016	501(c)(3)	Charitable	105,000	3/27/2014
Council on Foreign Relations	The Harold Pratt House, 58 E 68th Street, New York, NY 10065	501(c)(3)	Charitable	20,000	4/29/2014
David Lynch Foundation	218 East 45th Street, Ste 1301, New York, NY 10017	501(c)(3)	Charitable	10,000	8/1/2014
From the Top	295 Huntington Avenue, Ste 201, Boston, MA 02115	501(c)(3)	Charitable	3,750	12/19/2013
Futures and Options	120 Broadway, Suite 1019, New York, NY 10271	501(c)(3)	Charitable	10,000	10/9/2014
Guild Hall	158 Main Street, East Hampton, NY 11937	501(c)(3)	Charitable	5,000	6/6/2014
Institute for Study of Ancient	NYU, 15 E 84th Street, New York, NY 10028	501(c)(3)	Charitable	5,000	10/30/2014
Lincoln Cir for Performing Art	70 Lincoln Center Plaza, New York, NY 10023-6916	501(c)(3)	Charitable	3,000	10/3/2014
Longhouse Reserve	133 Hands Creek Road, East Hampton, NY 11937	501(c)(3)	Charitable	1,500	2/7/2014
Manhattan Institute	52 Vanderbilt Ave, New York, NY 10017	501(c)(3)	Charitable	5,000	3/7/2014
Manhattan Institute	52 Vanderbilt Ave, New York, NY 10017	501(c)(3)	Charitable	50,000	5/5/2014
New York Historical Society	170 Central Park West New York NY 10024	501(c)(3)	Charitable	5,000	3/21/2014
Philanthropy Roundtable	1730 M Street, Suite 601, Washington, DC 20036	501(c)(3)	Charitable	1,000	5/22/2014
Policy Exchange - Capital City Initiative 25k GBP	P O Box 77576, Washington, DC 20013	501(c)(3)	Charitable	42,850	7/10/2014
Prep for Prep	156 Fifth Avenue, NY NY 10010	501(c)(3)	Charitable	5,000	4/25/2014
Public Art Fund	One east 53rd Street, New York, NY 10022	501(c)(3)	Charitable	5,000	10/3/2014
Solomon Guggenheim Foundation	1071 Fifth Avenue, NY NY 10128	501(c)(3)	Charitable	10,000	10/3/2014
South Fork Natural History Mus	377 Bridgehampton/Sag Harbor, P O Box 455, Bridgehampton, NY 1193	501(c)(3)	Charitable	1,000	6/6/2014
Sports & Arts in Schools Foundation	55 Fifth Avenue, New York, NY 10003	501(c)(3)	Charitable	3,000	9/12/2014
The American Hospital of Paris	150 East 58th Street, 24th Floor, New York, NY 10155	501(c)(3)	Charitable	2,000	10/3/2014
The Aspen Institute	One Dupont Circle NW, Ste 700, Washington DC 20036	501(c)(3)	Charitable	25,000	3/28/2014
The Aspen Music School	225 Music School Road, Aspen, CO 81611	501(c)(3)	Charitable	25,000	9/12/2014
The Fund of the Medicine	NY Presbyterian Hospital, P O Box 6412, New York, NY 10277	501(c)(3)	Charitable	12,945	8/27/2014
The Jazz Drama Program	579 West 215th Street, NY NY 10034	501(c)(3)	Charitable	50,000	1/31/2014
The Little Opera Theatre of NY	322 W 48th Street, 6th Floor, New York, NY 10036	501(c)(3)	Charitable	1,000	10/3/2014
The Metropolitan Museum of Art	528 West 26th Street, Lot 5D, New York, NY 10001	501(c)(3)	Charitable	2,000	10/30/2014
The Speyer Legacy School	1000 Fifth Avenue, New York, NY 10028	501(c)(3)	Charitable	1,000	9/25/2014
Trustees of Phillips Academy	15 West 85th Street, New York, NY 10024	501(c)(3)	Charitable	50,000	6/6/2014
United Hospital Fund	180 Main Street, Andover, MA 01810	501(c)(3)	Charitable	10,000	4/25/2014
US Friends of the IIS	1411 Broadway, 12th Floor, New York, NY 10018	501(c)(3)	Charitable	1,250	5/9/2014
Voices of Ascension	2121 K Street NW, Suite 601, Washington DC 20037	501(c)(3)	Charitable	2,500	9/22/2014
Foundation Individual Rights	12 West 11th Street, New York, NY 10011	501(c)(3)	Charitable	35,000	12/20/2013
Pedionia	1233 Twentieth Street, N W Suite 300, Washington, DC 20036	501(c)(3)	Charitable	5,000	10/9/2014
The Cato Institute	351 W Nationwide Blvd Columbus OH 43215	501(c)(3)	Charitable	10,000	4/25/2014
The Federalist Society	1000 Massachusetts Ave , N W , Washington DC 20001	501(c)(3)	Charitable	250	8/11/2014
The Federalist Society	1015 18th Street, NW Suite 425, Washington DC 20036	501(c)(3)	Charitable	25,000	4/17/2014
Yale University Class of 1992	P O Box 205, New Haven, CT 06250-8241	501(c)(3)	Charitable	2,500	5/30/2014
Yale University Class of 1992	P O Box 205, New Haven, CT 06250-8241	501(c)(3)	Charitable	100,000	6/6/2014
Central Park Conservancy	14 East 60th Street, NY NY 10022	501(c)(3)	Charitable	100	1/8/2014
Kenyon Fund	14 East 60th Street, NY NY 10022	501(c)(3)	Charitable	100	4/17/2014
Museum of the City of New York	Kenyon College, Gambier, OH 43022	501(c)(3)	Charitable	5,000	1/8/2014
New York Botanical Garden	1220 Fifth Avenue, New York, NY 10029	501(c)(3)	Charitable	2,500	6/27/2014
Robin Hood Foundation	2900 Southern Boulevard, Bronx NY 10458	501(c)(3)	Charitable	1,500	1/8/2014
Southampton Fresh Air Home	25 East 67th Street, Suite 5C, NY NY 10065	501(c)(3)	Charitable	5,000	8/1/2014
Southampton Hospital Foundation	36 Barkers Island Road, Southampton, NY 11968	501(c)(3)	Charitable	15,000	5/9/2014
The Army	240 Meeting House Lane, Southampton, NY 11968	501(c)(3)	Charitable	10,000	7/24/2014
The Browning School	643 Park Avenue, New York, NY 10065	501(c)(3)	Charitable	1,000	10/24/2014
The Browning School	52 East 62nd Street, NY NY 10065	501(c)(3)	Charitable	10,000	4/11/2014
The Chapin School	52 East 62nd Street, NY NY 10065	501(c)(3)	Charitable	15,000	6/12/2014
Yale University - Robert A M Stern Visiting Professorship in Classical Architecture	100 East End Avenue, NY NY 10028	501(c)(3)	Charitable	5,000	10/15/2014
Yale University - Pedagogical Innovation	145 East 32nd Street 12th Flr, New York, NY 10016	501(c)(3)	Charitable	5,000	6/12/2014
US Japan Foundation	590 Madison Avenue, NY NY 10022	501(c)(3)	Charitable	100,000	12/23/2013 long term grants
Intelligence Squared U S Foundation		501(c)(3)	Charitable	500,000	12/23/2013 long term grants
				20,000	8/11/2014 long term grants
				1,279,101	Various
				<u>2,658,347</u>	