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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.

2013

Open to Public Inspection

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

Name of foundation

THE ROBERT G. AND ELLEN S. GUTENSTEIN  
FAMILY FOUNDATION INC.

A Employer identification number

13-6227087

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

C/O COOPERSMITH ET AL, 50 CHAS LINDBERG

605

B Telephone number

516-483-5800

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

UNIONDALE, NY 11553

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 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 foundationE 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)

\$ 9,803,011. (Part I, column (d) must be on cash basis.)

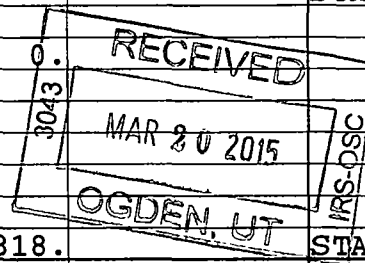
J Accounting method:

☒ 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	452,875.		N/A	
	2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	10,766.	10,766.		STATEMENT 2
	4	Dividends and interest from securities	300,109.	300,109.		STATEMENT 3
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	<70,560.>			STATEMENT 1
	b	Gross sales price for all assets on line 6a	966,361.			
	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				
Operating and Administrative Expenses	b	Less: Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	29,818.	29,818.		STATEMENT 4
	12	Total. Add lines 1 through 11	723,008.	340,693.		
	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees STMT 5	4,226.	2,113.		2,113.
	b	Accounting fees STMT 6	6,300.	3,150.		3,150.
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 7	20,634.	6,592.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 8	14,646.	14,396.		250.
	24	Total operating and administrative expenses. Add lines 13 through 23	45,806.	26,251.		5,513.
	25	Contributions, gifts, grants paid	518,846.			518,846.
	26	Total expenses and disbursements. Add lines 24 and 25	564,652.	26,251.		524,359.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	158,356.			
	b	Net investment income (if negative, enter -0-)		314,442.		
	c	Adjusted net income (if negative, enter -0-)			N/A	



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				
	2	Savings and temporary cash investments		2,892,265.	1,519,057.	1,519,057.
	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 9		4,991,163.	6,841,153.	8,066,339.
	c	Investments - corporate bonds STMT 10		265,472.	25,778.	27,345.
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 11		338,181.	261,924.	190,270.	
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)		8,487,081.	8,647,912.	9,803,011.	
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				
	22	Other liabilities (describe ▶ DUE TO BNY MELLON)		0.	2,475.	
23	Total liabilities (add lines 17 through 22)		0.	2,475.		
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
		and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted		8,487,081.	8,645,437.	
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>				
		and complete lines 27 through 31				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances		8,487,081.	8,645,437.		
31	Total liabilities and net assets/fund balances		8,487,081.	8,647,912.		

**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	8,487,081.
2	Enter amount from Part I, line 27a	2	158,356.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	8,645,437.
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	8,645,437.

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**THE ROBERT G. AND ELLEN S. GUTENSTEIN  
FAMILY FOUNDATION INC.**

**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.)
<b>1a SCHEDULED SHORT TERM</b>	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>b SCHEDULED LONG TERM</b>	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>c CAPITAL GAINS DIVIDENDS</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> 190,821.		180,478.	10,343.
<b>b</b> 775,446.		836,168.	<60,722.>
<b>c</b> 94.			94.
<b>d</b>			
<b>e</b>			

(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))
<b>a</b>			10,343.
<b>b</b>			<60,722.>
<b>c</b>			94.
<b>d</b>			
<b>e</b>			

<b>2 Capital gain net income or (net capital loss)</b>	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	<b>2</b>	<b>&lt;50,285.&gt;</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b> If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		<b>3</b>	<b>N/A</b>

**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	441,099.	8,926,102.	.049417
2011	460,650.	8,793,834.	.052383
2010	436,866.	8,733,777.	.050020
2009	386,713.	7,950,038.	.048643
2008	334,388.	6,608,473.	.050600

<b>2 Total of line 1, column (d)</b>	<b>2</b>	<b>.251063</b>
<b>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</b>	<b>3</b>	<b>.050213</b>
<b>4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5</b>	<b>4</b>	<b>9,529,306.</b>
<b>5 Multiply line 4 by line 3</b>	<b>5</b>	<b>478,495.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	<b>6</b>	<b>3,144.</b>
<b>7 Add lines 5 and 6</b>	<b>7</b>	<b>481,639.</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>	<b>8</b>	<b>524,359.</b>

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.

**THE ROBERT G. AND ELLEN S. GUTENSTEIN  
FAMILY FOUNDATION INC.**

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	3,144.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,144.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,144.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	9,040.	
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	9,040.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,896.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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?	N/A	
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) <input type="checkbox"/> <u>NY, DE</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 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

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**THE ROBERT G. AND ELLEN S. GUTENSTEIN  
FAMILY FOUNDATION INC.**

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**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? Website address ► <b>N/A</b>	13	X	
14	The books are in care of ► <b>COOPERSMITH SIMON &amp; VOGEL PC</b> Telephone no. ► <b>516-483-5800</b> Located at ► <b>50 CHARLES LINDBERGH BLVD., SUITE 605, UNIONDALE, NY 11553</b>			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 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
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
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

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**THE ROBERT G. AND ELLEN S. GUTENSTEIN  
FAMILY FOUNDATION INC.**

**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

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?

If "Yes" to 6b, file Form 8870

6b

X

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

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
ROBERT G. GUTENSTEIN	PRESIDENT			
68 WILDWOOD ROAD				
RIDGEWOOD, NJ 07450	0.00	0.	0.	0.
ELLEN S. GUTENSTEIN	VICE-PRESIDENT			
68 WILDWOOD ROAD				
RIDGEWOOD, NJ 07450	0.00	0.	0.	0.
CHARLES SALOMON	SECRETARY			
23 HORNE TOOK ROAD				
PALISADES, NY 10964	0.00	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

**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 N/A	

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

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

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

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b> Average monthly fair market value of securities	<b>1a</b>	9,649,935.
<b>b</b> Average of monthly cash balances	<b>1b</b>	24,487.
<b>c</b> Fair market value of all other assets	<b>1c</b>	
<b>d</b> Total (add lines 1a, b, and c)	<b>1d</b>	9,674,422.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b> Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b> Subtract line 2 from line 1d	<b>3</b>	9,674,422.
<b>4</b> Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	145,116.
<b>5</b> Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	9,529,306.
<b>6</b> Minimum investment return. Enter 5% of line 5	<b>6</b>	476,465.

**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.)

<b>1</b> Minimum investment return from Part X, line 6	<b>1</b>	476,465.
<b>2a</b> Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	3,144.
<b>b</b> Income tax for 2013. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b> Add lines 2a and 2b	<b>2c</b>	3,144.
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	473,321.
<b>4</b> Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b> Add lines 3 and 4	<b>5</b>	473,321.
<b>6</b> Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b> Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	473,321.

**Part XII** **Qualifying Distributions** (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b> Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	524,359.
<b>b</b> Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b> Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b> Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b> Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	524,359.
<b>5</b> Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	3,144.
<b>6</b> Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	521,215.

**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 (2013)

**THE ROBERT G. AND ELLEN S. GUTENSTEIN  
FAMILY FOUNDATION INC.**

**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				473,321.
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	55,750.			
b From 2009	91,624.			
c From 2010	5,047.			
d From 2011	28,868.			
e From 2012	12,798.			
f Total of lines 3a through e	194,087.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$	524,359.			
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				473,321.
e Remaining amount distributed out of corpus	51,038.			
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:	245,125.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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	55,750.			
9 Excess distributions carryover to 2014 Subtract lines 7 and 8 from line 6a	189,375.			
10 Analysis of line 9:				
a Excess from 2009	91,624.			
b Excess from 2010	5,047.			
c Excess from 2011	28,868.			
d Excess from 2012	12,798.			
e Excess from 2013	51,038.			

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]

2013.05070 THE ROBERT G. AND ELLEN S. 2320 041

<b>Part XV</b> <b>Supplementary Information</b> (continued)				
<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
<div> <div>Recipient</div> <div>Name and address (home or business)</div> </div>	<div>                     If recipient is an individual, show any relationship to any foundation manager or substantial contributor                 </div>	<div>                     Foundation status of recipient                 </div>	<div>                     Purpose of grant or contribution                 </div>	<div>                     Amount                 </div>
<b>a Paid during the year</b>				
SEE SCHEDULE	NONE	501(C)(3)	GENERAL	518,846.
<b>Total</b>			<b>▶ 3a</b>	518,846.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>▶ 3b</b>	0.

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
<b>1</b> Program service revenue:						
<b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>f</b> _____						
<b>g</b> Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments						
<b>3</b> Interest on savings and temporary cash investments			14	10,766.		
<b>4</b> Dividends and interest from securities			14	300,109.		
<b>5</b> Net rental income or (loss) from real estate:						
<b>a</b> Debt-financed property						
<b>b</b> Not debt-financed property						
<b>6</b> Net rental income or (loss) from personal property						
<b>7</b> Other investment income			01	29,818.		
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	<70,560.>		
<b>9</b> Net income or (loss) from special events						
<b>10</b> Gross profit or (loss) from sales of inventory						
<b>11</b> Other revenue:						
<b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>12</b> Subtotal. Add columns (b), (d), and (e)		0.		270,133.		0.
<b>13</b> Total. Add line 12, columns (b), (d), and (e)						270,133.

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

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

[illegible]

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

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

[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.

and hence, it is true, correct and complete declaration of proper person.

3/13/15

► President

Signature of officer or trustee

Date \_\_\_\_\_

Title

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes ☐ No

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

WILLIAM A. VOGEL

Preparer's signature

William A. Vogel CPA

Date

3-12-15

Check ☐ self-employed

PTIN
------

P00209076

Firm's name ► COOPERSMITH SIMON & VOGEL P.C.

Firm's EIN ► 27-0120069

Firm's address ► 50 CHARLES LINDBERGH BLVD. STE 605  
UNIONDALE, NY 11553

Phone no. 516-483-5800

Form **990-PF** (2013)

**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.  
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and  
its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

**2013**

Name of the organization

THE ROBERT G. AND ELLEN S. GUTENSTEIN  
FAMILY FOUNDATION INC.

Employer identification number

13-6227087

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 its Form 990-PF, Part I, line 2, 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) (2013)

## Name of organization

THE ROBERT G. AND ELLEN S. GUTENSTEIN  
FAMILY FOUNDATION INC.

## Employer identification number

13-6227087

**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	ELLEN S. GUTENSTEIN 68 WILDWOOD ROAD RIDGEWOOD, NJ 07450	\$ 350,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	ELLEN S. GUTENSTEIN 68 WILDWOOD ROAD RIDGEWOOD, NJ 07450	\$ 53,275.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
3	ELLEN S. GUTENSTEIN 68 WILDWOOD ROAD RIDGEWOOD, NJ 07450	\$ 49,600.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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

THE ROBERT G. AND ELLEN S. GUTENSTEIN  
FAMILY FOUNDATION INC.

Employer identification number

13-6227087

**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
2	100SH HAYWARD INDUSTRIES	\$ 49,600.	12/16/13
3	300SH INTERNATIONAL BUSINESS MACHINES	\$ 53,275.	11/26/13
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

**THE ROBERT G. AND ELLEN S. GUTENSTEIN  
FAMILY FOUNDATION INC.**

Employer identification number

**13-6227087****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

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

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(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SCHEDULED SHORT TERM	PURCHASED		VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
190,821.	180,478.	0.	0.	10,343.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SCHEDULED LONG TERM	PURCHASED		VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
775,446.	856,443.	0.	0.	<80,997.>

CAPITAL GAINS DIVIDENDS FROM PART IV 94.

TOTAL TO FORM 990-PF, PART I, LINE 6A <70,560.>


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FORM 990-PF    INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS    STATEMENT    2

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SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BURNHAM SECURITIES	10,766.	10,766.	
TOTAL TO PART I, LINE 3	10,766.	10,766.	

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FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	3
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BURNHAM SECURITIES	300,203.	94.	300,109.	300,109.	
TO PART I, LINE 4	300,203.	94.	300,109.	300,109.	

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INCOME FROM PARTNERSHIPS	29,818.	29,818.	
TOTAL TO FORM 990-PF, PART I, LINE 11	29,818.	29,818.	

FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LOEB BLOCK & PARTNERS	4,226.	2,113.		2,113.
TO FM 990-PF, PG 1, LN 16A	4,226.	2,113.		2,113.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COOPERSMITH SIMON & VOGEL PC	6,300.	3,150.		3,150.
TO FORM 990-PF, PG 1, LN 16B	6,300.	3,150.		3,150.

## FORM 990-PF

## TAXES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	6,592.	6,592.		0.
EXCISE TAX	14,042.	0.		0.
TO FORM 990-PF, PG 1, LN 18	20,634.	6,592.		0.

## FORM 990-PF

## OTHER EXPENSES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NYS FILING FEE	250.	0.		250.
EXPENSES/ LOSS FROM PASSTHROUGHS	14,053.	14,053.		0.
BROKERAGE A/C FEES	343.	343.		0.
TO FORM 990-PF, PG 1, LN 23	14,646.	14,396.		250.

## FORM 990-PF

## CORPORATE STOCK

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	6,841,153.	8,066,339.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,841,153.	8,066,339.

## FORM 990-PF

## CORPORATE BONDS

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	25,778.	27,345.
TOTAL TO FORM 990-PF, PART II, LINE 10C	25,778.	27,345.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	COST	261,924.	190,270.
TOTAL TO FORM 990-PF, PART II, LINE 13		261,924.	190,270.

**THE ROBERT G. & ELLEN S GUTENSTEIN FAMILY FOUNDATION INC**  
**EIN 13-6227087 - FYE OCTOBER 31, 2014**  
**BALANCE SHEET-PART II-INVESTMENTS**

Security	Shares	Cost	Market
<b>Corporate Stock</b>			
ALPHASTAR INSURANCE GROUP INC	10,000	13,078	0
AMERICAN WTR WKS CO INC	5,776	114,943	308,265
APPLE INC	1,000	97,835	108,000
AT&T	3,000	105,071	104,520
BAXTER INTERNATIONAL INC	2,000	147,994	140,280
CARNIVAL CORP	2,500	93,033	100,375
CHEVRON CORPORATION	1,500	156,229	179,925
CHIPOTLE MEXICAN GRILL INC	300	189,867	191,400
CISCO SYSTEMS	4,000	89,607	97,880
CONSOLIDATED EDISON INC	4,000	166,524	253,440
DANONE	4,000	61,384	54,680
DEVON ENERGY CORP NEW	2,000	146,370	120,000
DIGIMARC CORPORATION	5,157	14,593	149,501
DNP SELECT INCOME FD INC COM	4,000	32,427	41,880
DOLBY LABORATORIES INC	2,000	80,453	83,840
DUFF & PHELPS UTILITY & CORPORATE	6,000	68,171	59,530
DUKE ENERGY CORP	5,224	251,681	429,152
ECHELON CORP	17,500	209,785	36,750
ENERPLUS CORPORATION	2,000	48,055	28,630
EXPRESS SCRIPTS HOLDING	1,000	69,059	76,820
FREEPORT MCMORAN INC	1,000	39,040	28,500
GENERAL ELECTRIC CO	15,000	367,575	387,150
GILEAD SCIENCES INC	500	44,684	56,000
GULF COAST ULTRA DEEP ROYALTY	5,750	11,774	9,200
HAYWARD INDUSTRIES INC	100	49,600	55,000
INFONOW CORP	5,000	22,824	82
INTEL CORP	15,000	378,868	510,150
JOHNSON & JOHNSON	2,000	125,944	215,560
KINDER MORGAN INC	10,000	345,267	387,000
KRATOS DEF & SEC (FMRLY WIRELESS)	18,000	302,405	125,460
LINN CO LLC	3,000	107,469	71,910
LINNCO LLC	2,000	75,462	47,940
MEDICINES CO	2,000	43,541	50,640
MEDTRONIC INC	1,500	96,492	102,240
MERCK & CO INC	3,000	71,866	173,820
MIRANT TR	500	264	0
MOTOROLA SOLUTIONS INC	357	31,059	23,027
NATIONAL-OILWELL VARCO INC	2,000	141,387	145,280
NEWMONT MINING CORP	5,000	195,049	93,800
NOVARTIS A G SPNSRD ADR	3,000	143,006	278,070
NOW INC	500	15,899	15,030
PFIZER INC	8,034	227,935	240,618
POWERSHARES PREFERRED	5,000	75,093	73,000
ROYAL CARIBBEAN CRUISES LTD	1,000	43,640	67,970
SANOFI SPONSORED ADR	2,000	66,881	92,480
SOUTHERN CO	6,000	202,318	278,160
SPECTRA ENERGY CORP	15,000	336,524	586,950
TELEFONICA SA	10,000	203,209	149,800
THE TRAVELERS COMPANIES INC	2,000	174,962	201,600
TRIANGLE PETROLEUM CORP	10,000	73,050	77,500
TYSON FOODS INC -CL A	6,000	223,866	242,100
VERIZON COMMUNICATIONS	5,000	238,467	251,250
WILLIAMS COMPANIES INC	6,000	88,707	333,060
WPX ENERGY INC	5,000	94,804	95,600
ZOETIS INC	956	26,063	35,525
<b>Total Corporate Stock</b>		<b>6,841,153</b>	<b>8,066,339</b>
<b>Corporate Bonds</b>			
GENERAL ELEC CAP CORP 12/15/2049	25,000	25,778	27,345
<b>Total Corporate Bonds</b>		<b>25,778</b>	<b>27,345</b>
<b>Partnerships</b>			
CHESAPEAKE GRANITE WASH TRUST	4,000	75,794	41,320
SANDRIDGE PERMIAN TR	15,000	186,130	148,950
<b>Total Partnerships</b>		<b>261,924</b>	<b>190,270</b>
<b>Total Investments</b>		<b>7,128,854</b>	<b>8,283,954</b>

**The Robert G. & Ellen S. Gutenstein Family Foundation, Inc.**  
**Form 990 PF, Part XV, Line 3a**  
**Grants and Contributions Paid**  
**October 31, 2014**

ORGANIZATION NAME	AMOUNT
Accelerated Cure Project	1,000
Alzheimer Disease Research	100
American Cancer Society	1,000
American Committee for the Weizmann Institute	1,000
American Folk Art Museum	2,500
American Friends	1,000
American Institute of Wine and Food	150
American Museum of Natural History	2,000
Americares	1,500
Anti-Defamation League	500
ARZA	1,000
ASPCA	50
Barnard College-- E Strauss Scholarship	2,000
Bergen Volunteer Medical Inst	15,000
Birth Right Israel Fdn	1,500
Bnai B'rith Foundation	500
Bringham and Womens Hospital	5,000
Bronx High School of Science Alumni Assn.	5,000
Burke Foundation	250
Castoff Pet Rescue	2,500
Care, Inc.	2,500
Caring Place Inc	1,000
Central Conference of American Rabbis	411
Chandler Center for the Arts	1,000
Children's Foundation of Astor Fund	250
Childrens Village- Ruth M. Wile Mem Scholarship	2,500
Chrysalis Experimental Academy	2,500
Churchill School	500
City Harvest Inc.	2,500
City Meals on Wheels	12,000
Cleveland Institute of Arts	2,500
Climate Control	10,000
Community Building Tutors	200
Community Food Bank of NJ	1,500
Community Meals Inc	200
Compassion & Choice	100
Congregation Bnai Jeshurun/ Barnert Temple	12,380
Congregation Ner Tamid Temple	2,000
Cooper Hewitt Museum	120
Cornell Univ of Vet Medicine	250
Crones and Colitis Fdn.	750
Culinary Institute of America	24,000
Cure PSP	1,000



Cystic Fibrosis Foundation	750
Daughters of Miriam Center Foundation	13,000
David Orr Fund for the Earth	7,500
Denali Education Center	150
Dickenson College Fund	7,500
Doctors without Borders	3,000
Drew University	7,500
Eco Health Alliance	20,000
Ellis Island Foundation	100
Expeditionary Learning	2,500
Feeding America	1,000
Florilegium Chamber Choir	1,000
Food Bank for New York City	500
Free the Kids- Haiti	500
Friends of Camp Twin Lakes	500
Friends of Ridgewood EMS	750
Friends of Team Schools	5,000
Friends of the Hermitage	100
Global Camps Africa	1,000
Great Swamp Watershed	500
Greater Faith CDC	500
GRIST	1,500
Habitat for Humanity	1,000
HealthCare Chaplaincy	250
High Point University	15,000
Hillel	250
In Defence of Animals	100
Institute for Jewish Life Fellows	3,600
International Wine & Food Foundation	200
International Wine & Food Society Foundation	1,000
Ithaca College	6,000
It's The Journey Inc	1,000
James Beard Foundation	250
Jewish Family Services of Atlanta	500
Jewish Family Services of New Jersey	6,000
Jewish Federation of Miami Fund	5,000
Jewish Guild for the Blind / Healthcare	250
Jewish National Fund	360
JFS of Somerset	1,650
Katie at the Bat	350
Learning Springs Elementary School Fund	3,500
Life Inc	1,500
LIMMUD	250
Lion's Club Sight Foundation	500
Math for America	2,500
Mazon	3,000
Meals on Wheels - White Plains	4,000
Memorial Sloan Kettering Foundation	1,500
Metropolitan Museum of Art	1,500
Metropolitan Opera Guild	750

Millbrook School Fund	1,000
Muscular dystrophy	100
Museum of Arts & Design	250
Museum of Jewish Heritage	200
Museum of Modern Art	1,200
National Council of Jewish Women	150
National Institute for Jewish Hospice	1,000
National Jewish Health	1,000
National Parks Foundation	1,000
National WWII Museum	50
New Jersey Symphony	2,500
New York Cares	25,000
New York Public Library	500
New York Times Neediest Cases	2,500
NJN Public Broadcasting	150
NJPAC	1,540
North Star Foundation	3,000
Our House	1,000
Oxfam International	500
Paul Smiths College Fund	2,500
Planned Parenthood of Metropolitan NJ	4,500
Police Athletic League	1,000
Porter County Community Fund	1,000
Project Hope	2,500
Puerto Rican Hotel Scholarship	1,000
Rails to Trails Foundation	50
Ridgewood Fire Dept Assoc	50
Ridgewood Library	250
Ridgewood PBA	50
SAFE Horizon	7,500
Sam Miguel Library	2,000
San Diego Youth Symphony	1,000
SCI EN TEK-12 INC	20,000
Self Help	150
Shar Sharet	250
Share our Strength Foundation	4,000
Simon Weisenthal Foundation	1,000
Smithsonian Foundation	2,500
Solomon Guggenheim Foundation	250
Solomon Schechter School	1,000
Sommerset Hills YMCA	1,825
Special Olympics	200
Spoons Across America	500
St. Huberts	1,000
Student Diplomacy Corps	6,000
Table to Table Fund	10,250
Temple Har Shalom	3,225
Temple Israel of Valparaiso	600
Temple Ner Tamid Building Fund	2,000
The ARC of Bergen & Passaic County	100

The Barnes Foundation	225
The Fresh Air Fund	2,500
The Good People	1,000
The Jewish Museum	110
The Main Idea	150
The New School	1,500
The New York Landmark Conservancy	50
The Paw Project	250
The Perlman Music Program	3,000
Town Country Food Pantry	2,000
Tufts' University Water Program	5,000
UJA of Northern NJ	2,500
Union for Reform Judaism	1,000
United Negro College Fund Inc. Greater NY	1,500
United Services Organization Inc.	2,500
United Way Bergen County	1,500
University of California, K.G. Kolozsi Fd	1,500
University of Pennsylvania	35,000
University of Pennsylvania-Alumni Annual Giving	5,000
University of Pennsylvania-Community Initiative Fund	10,000
University Settlement	5,000
US Holocaust Museum	100
Valley Hospital Foundation	20,500
Visiting Nurse Assoc of Sommerset Hills	250
Wall Street Synagogue	150
West Bergen Mental Health	500
West Point Jewish Chapel Fund	200
Whitney Museum of Art	100
Women Prison Association	250
Workshop on Business Opportunities	25,000
World Jewish Congress	50
World Union for Progressive Judaism	10,000
Wounded Warrior Project	50
WQXR Radio	100
YCS	500
Yosemite Conservatory	100
Reversal of prior year uncashed donation check	<u>(1,500)</u>
<b>TOTAL</b>	<b><u><u>518,846</u></u></b>

**THE ROBERT G. & ELLEN S GUTENSTEIN FAMILY FOUNDATION INC**  
**EIN 13-6227087**  
**SCHEDULE OF CAPITAL GAINS AND LOSSES-BOOK AND TAX**  
**FYE OCTOBER 31, 2014**

Security	Shares	Date Bought	Date Sold	Proceeds	Cost Books	Cost Tax	Gain(Loss) Books	Gain(Loss) Tax
<b>Short Term</b>								
REGENCY ENERGY PARTNERS	2,000	2/6/13	12/19/13	48,940	45,881	45,881	3,059	3,059
REGENCY ENERGY PARTNERS	2,000	2/6/13	12/31/13	52,532	45,881	45,881	6,651	6,651
JP MORGAN CHASE & CO	1,000	4/3/14	10/15/14	59,566	61,258	61,258	(1,692)	(1,692)
JP MORGAN CHASE & CO	500	5/19/14	10/15/14	29,783	27,459	27,459	2,324	2,324
<b>Total Short Term</b>				<b>190,821</b>	<b>180,478</b>	<b>180,478</b>	<b>10,342</b>	<b>10,342</b>
<b>Long Term</b>								
IBM	300		12/2/13	53,275	53,275	33,000	0	20,275
TEVA PHARMACEUTICAL	1,000	11/9/10	12/2/13	40,022	51,609	51,609	(11,587)	(11,587)
TEVA PHARMACEUTICAL	1,000	1/27/11	12/2/13	40,022	53,101	53,101	(13,078)	(13,078)
TEVA PHARMACEUTICAL	1,000	2/22/11	2/14/14	43,796	52,015	52,015	(8,220)	(8,220)
TEVA PHARMACEUTICAL	1,000	3/21/11	2/14/14	43,796	47,836	47,836	(4,040)	(4,040)
TEVA PHARMACEUTICAL	2,000	1/29/13	2/14/14	87,591	76,523	76,523	11,068	11,068
VODAFONE GROUP PLC	0 64	4/12/11	2/24/14	26	34	34	(8)	(8)
VODAFONE GROUP PLC	0 18	4/27/11	2/24/14	8	10	10	(2)	(2)
TREEHOUSE FOODS INC	100,000	6/24/10	3/11/14	104,275	103,859	103,859	416	416
TREEHOUSE FOODS INC	50,000	3/28/11	3/11/14	52,138	54,284	54,284	(2,146)	(2,146)
TREEHOUSE FOODS INC NT-03/01/18	75,000	8/7/12	3/11/14	78,206	81,553	81,553	(3,346)	(3,346)
ENCANA CORP	2,000	6/13/11	5/20/14	44,653	65,846	65,846	(21,193)	(21,193)
DNP SELECT INCOME FD INC COM	2,500	8/4/06	6/26/14	25,887	26,278	26,278	(391)	(391)
DNP SELECT INCOME FD INC COM	2,000	8/8/06	6/26/14	20,709	20,905	20,905	(195)	(195)
DNP SELECT INCOME FD INC COM	500	8/8/06	6/26/14	5,177	5,175	5,175	2	2
VODAFONE GROUP PLC	1,363	4/12/11	8/4/14	46,132	73,489	73,489	(27,358)	(27,358)
VODAFONE GROUP PLC	818	4/27/11	8/4/14	27,686	42,731	42,731	(15,045)	(15,045)
DNP SELECT INCOME FD INC COM	2,500	8/8/06	10/27/14	25,816	25,875	25,875	(59)	(59)
DNP SELECT INCOME FD INC COM	500	10/14/08	10/27/14	5,163	3,586	3,586	1,577	1,577
DNP SELECT INCOME FD INC COM	1,500	10/14/08	10/31/14	15,534	10,758	10,758	4,776	4,776
DNP SELECT INCOME FD INC COM	1,500	10/16/08	10/31/14	15,534	7,702	7,702	7,832	7,832
<b>Total Long Term</b>				<b>775,446</b>	<b>856,443</b>	<b>836,168</b>	<b>(80,997)</b>	<b>(60,722)</b>
<b>TOTAL CAPITAL GAINS</b>				<b>966,266</b>	<b>1,036,921</b>	<b>1,016,646</b>	<b>(70,655)</b>	<b>(50,380)</b>