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EXTENDED TO NOVEMBER 16, 2015

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

2014

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2014 or tax year beginning

, and ending

Name of foundation MERTZ GILMORE FOUNDATION		A Employer identification number 13-2872722
Number and street (or P.O. box number if mail is not delivered to street address) 218 EAST 18TH STREET	Room/suite	B Telephone number (212) 475-1137
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10003-3694		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 124,493,822. (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		3,760,000.		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					
4 Dividends and interest from securities		1,900,263.	1,900,263.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		10,413,612.			
b Gross sales price for all assets on line 6a 22,218,514.					
7 Capital gain net income (from Part IV, line 2)			10,413,612.		
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		-32,581.	-382,024.		STATEMENT 2
12 Total. Add lines 1 through 11		16,041,294.	11,931,851.		
13 Compensation of officers, directors, trustees, etc		571,148.	130,092.		441,056.
14 Other employee salaries and wages <i>STMT. C</i>		391,815.	0.		391,815.
15 Pension plans, employee benefits <i>STMT. C</i>		404,001.	38,553.		365,448.
16a Legal fees					
b Accounting fees <i>STMT. 3</i>		36,911.	24,609.		12,302.
c Other professional fees <i>STMT. 4</i>		674,742.	633,612.		41,130.
17 Interest					
18 Taxes <i>STMT. 5</i>		195,250.	0.		0.
19 Depreciation and depletion		98,007.	0.		
20 Occupancy <i>STMT. C</i>		119,437.	6,635.		112,802.
21 Travel, conferences, and meetings		17,844.	0.		17,844.
22 Printing and publications					
23 Other expenses <i>STMT. 6</i>		119,999.	6,051.		113,948.
24 Total operating and administrative expenses. Add lines 13 through 23		2,629,154.	839,552.		1,496,345.
25 Contributions, gifts, grants paid		7,887,048.			7,887,048.
26 Total expenses and disbursements. Add lines 24 and 25		10,516,202.	839,552.		9,383,393.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		5,525,092.			
b Net investment income (if negative, enter -0-)			11,092,299.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

Assets	1	Cash - non-interest-bearing	74,408.	43,016.	43,016.
	2	Savings and temporary cash investments	719,539.	1,753,726.	1,753,726.
	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 8	6,345,421.	7,037,800.	11,569,169.
	c	Investments - corporate bonds			
Liabilities	11	Investments - land, buildings, and equipment basis			
		Less: accumulated depreciation			
	12	Investments - mortgage loans			
	13	Investments - other STMT 9	82,839,077.	87,102,915.	109,062,671.
	14	Land, buildings, and equipment: basis 3,356,999.			
		Less: accumulated depreciation STMT 10	1,670,389.	1,686,610.	1,686,610.
	15	Other assets (describe STATEMENT 11)	776,188.	378,630.	378,630.
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	92,467,638.	98,002,697.	124,493,822.
	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)			
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24	Unrestricted	92,467,638.	98,002,697.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	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	92,467,638.	98,002,697.	
	31	Total liabilities and net assets/fund balances	92,467,638.	98,002,697.	

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	92,467,638.
2	Enter amount from Part I, line 27a	2	5,525,092.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 7	3	84,967.
4	Add lines 1, 2, and 3	4	98,077,697.
5	Decreases not included in line 2 (itemize) FORGIVENESS OF PROGRAM RELATED LOAN	5	75,000.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	98,002,697.

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 STATEMENT			
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 22,218,514.		11,804,902.	10,413,612.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			10,413,612.

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	10,413,612.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8.	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	7,961,786.	115,013,969.	.069225
2012	7,142,557.	106,043,008.	.067355
2011	7,591,970.	104,816,396.	.072431
2010	7,034,801.	99,715,451.	.070549
2009	7,844,903.	88,509,066.	.088634

2 Total of line 1, column (d)	2	.368194
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	.073639
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	123,476,246.
5 Multiply line 4 by line 3	5	9,092,667.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	110,923.
7 Add lines 5 and 6	7	9,203,590.
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	9,455,005.

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	110,923.
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	110,923.
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	110,923.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	185,255.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	110,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	295,255.	
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	184,332.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax <input checked="" type="checkbox"/> 184,332. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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 checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2	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 STMT I	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	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?	6	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	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> NY, CA		
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	8b	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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

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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 ► <u>WWW.MERTZGILMORE.ORG</u>	13	X	
14	The books are in care of ► <u>MARION CAPPIELLO</u> Telephone no. ► <u>(212) 475-1137</u> Located at ► <u>218 EAST 18TH STREET, NEW YORK, NY</u> ZIP+4 ► <u>10003-3694</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2014, 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 FinCEN Form 114, (formerly 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? <u>Part VIII</u> <input checked="" type="checkbox"/> Yes <input 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	1b	X
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 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <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.) <u>N/A</u>	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 2014 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 2014.) <u>N/A</u>	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 2014?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on 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 4945(d)(4)(A)? (see instructions) ☒ Yes ☐ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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?

STMT E

☒ 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.

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.

5b

X

6b

X

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 12		571,148.	140,068.	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
VANESSA LLANA - 218 EAST 18TH STREET, NEW YORK, NY 10003	EXECUTIVE ASSISTANT 35.00	71,604.	29,265.	0.
MARY PICCIONE - 218 EAST 18TH STREET, NEW YORK, NY 10003	GRANTS/SYSTEMS MGR 30.00	66,384.	29,879.	0.
LEAH KRAUSS - 218 EAST 18TH STREET, NEW YORK, NY 10003	PROGRAM OFFICER 24.00	66,000.	29,527.	0.
RACHAEL YOUNG - 218 EAST 18TH STREET, NEW YORK, NY 10003	PROGRAM OFFICER/ASSOCIATE 35.00	66,312.	28,387.	0.
MELISSA BROWN - 218 EAST 18TH STREET, NEW YORK, NY 10003	ACCOUNTING AND FINANCE ASSISTANT 35.00	52,068.	31,346.	0.
Total number of other employees paid over \$50,000				1

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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
SILCHESTER INTERNATIONAL INVESTORS 780 3RD AVENUE, NEW YORK, NY 10017	INVESTMENT MANAGER	152,329.
EDGEWOOD MANAGEMENT - 535 MADISON AVE, 15TH FLOOR, NEW YORK, NY 10022	INVESTMENT MANAGER	115,451.
MONTICELLO ASSOCIATES 1800 LARIMER STREET, DENVER, CO 80202	CONSULTANT	100,000.
DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, LP - 65 EAST 55TH STREET, 19TH FL, NEW YORK, NY	INVESTMENT MANAGER	62,374.
DARUMA CAPITAL MANAGEMENT, LLC - 1120 AVENUE OF AMERICAS, 21ST FLOOR, NEW YORK, NY 10036	INVESTMENT MANAGER	62,091.
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	
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 N/A	
2	
All other program-related investments. See instructions.	
3	
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	123,456,715.
b	Average of monthly cash balances	1b	1,822,174.
c	Fair market value of all other assets	1c	77,706.
d	Total (add lines 1a, b, and c)	1d	125,356,595.
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	125,356,595.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,880,349.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	123,476,246.
6	Minimum investment return. Enter 5% of line 5	6	6,173,812.

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	6,173,812.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	110,923.
b	Income tax for 2014. (This does not include the tax from Part VI.) ST, F	2b	250.
c	Add lines 2a and 2b	2c	111,173.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,062,639.
4	Recoveries of amounts treated as qualifying distributions	4	325,000.
5	Add lines 3 and 4	5	6,387,639.
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	6,387,639.

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	9,383,393.
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	71,612.
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	9,455,005.
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	110,923.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	9,344,082.

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 (2014)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				6,387,639.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			3,741,246.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 9,455,005.				
a Applied to 2013, but not more than line 2a			3,741,246.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions) **	3,760,000.			
d Applied to 2014 distributable amount				1,953,759.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (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	3,760,000.			
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 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				4,433,880.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	3,760,000.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

423581
11-24-14

** SEE STATEMENT 13

Form 990-PF (2014)

9

11301111 759420 4317

2014.04020 MERTZ GILMORE FOUNDATION

4317__1

N/A

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

- | Tax year | Prior 3 years | | | (e) Total |
|----------|---------------|----------|----------|-----------|
| (a) 2014 | (b) 2013 | (c) 2012 | (d) 2011 | |

- (4) Gross investment income

SEE STATEMENT D

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		Related or exempt function income
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities			14	1,900,263.		
5 Net rental income (or loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income (or loss) from personal property						
7 Other investment income	900000	161,843.	14	-382,024.		
8 Gain (or loss) from sales of assets other than inventory			18	10,413,612.		
9 Net income (or loss) from special events						
10 Gross profit (or loss) from sales of inventory						
11 Other revenue:						
a ADMINISTRATIVE SVC. FEES						187,600.
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		161,843.		11,931,851.		187,600.
13 Total. Add line 12, columns (b), (d), and (e)						12,281,294.

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

[illegible]

MERTZ GILMORE FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	EDGEWOOD MGMNT - PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b	SILCHESTER INT'L INVESTORS	P	VARIOUS	VARIOUS
c	WELLINGTON DIH	P	VARIOUS	VARIOUS
d	WESTERN ASSET CORE PLUS PORTFOLIO	P	VARIOUS	VARIOUS
e	GMO	P	VARIOUS	VARIOUS
f	DARUMA GINKGO FUND, LP	P	VARIOUS	VARIOUS
g	CAPITAL GAIN PASSTHROUGHS IN LIMITED PARTNERSHIPS	P	VARIOUS	VARIOUS
h	CAPITAL GAINS DIVIDENDS			
i				
j				
k				
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 4,699,980.		3,175,684.	1,524,296.
b 152,328.		148,976.	3,352.
c 38,537.		34,656.	3,881.
d 7,000,000.		5,918,372.	1,081,628.
e 1,500,000.		1,266,651.	233,349.
f 2,000,000.		1,260,563.	739,437.
g 3,357,311.			3,357,311.
h 3,470,358.			3,470,358.
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			1,524,296.
b			3,352.
c			3,881.
d			1,081,628.
e			233,349.
f			739,437.
g			3,357,311.
h			3,470,358.
i			
j			
k			
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	10,413,612.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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.

OMB No. 1545-0047

2014

Name of the organization

MERTZ GILMORE FOUNDATION

Employer identification number

13-2872722

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

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution. An organization that 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) (2014)**

Name of organization

Employer identification number

MERTZ GILMORE FOUNDATION**13-2872722****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
<u>1</u>	<u>TRUST U/W OF JOYCE MERTZ-GILMORE</u> <u>C/O BNY MELLON WEALTH MANAGEMENT, 200</u> <u>PARK AVENUE, 54TH FLOOR</u> <u>NEW YORK, NY 10166</u>	\$ <u>3,000,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
<u>2</u>	<u>THE BURROUGHS TRUST</u> <u>C/O BNY MELLON WEALTH MANAGEMENT, 200</u> <u>PARK AVENUE, 54TH FLOOR</u> <u>NEW YORK, NY 10166</u>	\$ <u>760,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

MERTZ GILMORE FOUNDATION**13-2872722****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

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

Name of organization

Employer identification number

MERTZ GILMORE FOUNDATION**13-2872722**

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info 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

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CAPITAL GAIN DISTRIBUTION	3,470,358.	3,470,358.	0.	0.	
DIVIDEND & INTEREST INCOME	1,900,263.	0.	1,900,263.	1,900,263.	
TO PART I, LINE 4	5,370,621.	3,470,358.	1,900,263.	1,900,263.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER LOSSES FROM LIMITED PARTNERSHIPS	-382,024.	-382,024.	
UNRELATED BUSINESS INCOME FROM LIMITED PARTNERSHIPS	161,843.	0.	
ADMINISTRATIVE SVC. FEES	187,600.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-32,581.	-382,024.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT AND TAX FEES	36,911.	24,609.		12,302.
TO FORM 990-PF, PG 1, LN 16B	36,911.	24,609.		12,302.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
COMMUNICATION FEES	9,765.	1,465.		8,300.	
INVESTMENT & MANAGEMENT FEES	632,147.	632,147.		0.	
OUTSIDE ADMINISTRATIVE GRANT RELATED FEES	21,530.	0.		21,530.	
	11,300.	0.		11,300.	
TO FORM 990-PF, PG 1, LN 16C	674,742.	633,612.		41,130.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
STATE UNRELATED BUSINESS INCOME TAXES	250.	0.		0.	
ESTIMATED FEDERAL EXCISE TAX	195,000.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	195,250.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
GRANT RELATED EXPENSES	8,222.	0.		8,222.	
EQUIPMENT MAINTENANCE & RENTAL	22,362.	2,236.		20,126.	
OFFICE OPERATIONS	52,390.	2,620.		49,770.	
RESEARCH & MEMBERSHIP	11,602.	0.		11,602.	
BOARD OF DIRECTORS TRAVEL & EXPENSES	16,415.	821.		15,594.	
INSURANCE	7,473.	374.		7,099.	
FILING FEES AND FOUNDATION NOTICE	1,535.	0.		1,535.	
TO FORM 990-PF, PG 1, LN 23	119,999.	6,051.		113,948.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
NONTAXABLE INCOME PER K-1'S FROM PARTNERSHIPS	84,967.
TOTAL TO FORM 990-PF, PART III, LINE 3	84,967.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK - SEE STATEMENT G	7,037,800.	11,569,169.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,037,800.	11,569,169.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MONEY MARKETS	COST	118,664.	118,664.
CERTIFICATES OF DEPOSIT	COST	100,000.	100,000.
MUTUAL FUNDS	COST	23,126,183.	23,957,397.
CASH IN TRANSIT	COST	6,000,616.	6,000,616.
HEDGE FUNDS - SEE STATEMENT A	COST	19,140,076.	38,041,179.
COMMINGLED FUNDS - SEE STATEMENT A	COST	31,659,295.	32,660,179.
PRIVATE EQUITY FUNDS - SEE STATEMENT A	COST	6,958,081.	8,184,636.
TOTAL TO FORM 990-PF, PART II, LINE 13		87,102,915.	109,062,671.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	10
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND	500,000.	0.	500,000.
BUILDING & ACQUISITION	869,591.	538,060.	331,531.
BUILDING IMPROVEMENTS	1,925,282.	1,095,270.	830,012.
EQUIPMENT & FURNITURE	62,126.	37,059.	25,067.
TOTAL TO FM 990-PF, PART II, LN 14	3,356,999.	1,670,389.	1,686,610.

FORM 990-PF	OTHER ASSETS	STATEMENT	11
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ARTWORK & ANTIQUES	76,103.	76,103.	76,103.
PROGRAM RELATED LOANS RECEIVABLE	700,000.	300,000.	300,000.
ADVANCE	85.	2,527.	2,527.
TO FORM 990-PF, PART II, LINE 15	776,188.	378,630.	378,630.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	12
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MIKKI SHEPARD C/O MERTZ GILMORE FOUNDATION, 218 EAST 18TH STREET NEW YORK, NY 10003	CHAIRPERSON 1.00	7,500.	0.	0.
WILLIAM B. O'CONNOR C/O MERTZ GILMORE FOUNDATION, 218 EAST 18TH STREET NEW YORK, NY 10003	ASSISTANT SECRETARY 1.00	0.	0.	0.
RINI BANERJEE C/O MERTZ GILMORE FOUNDATION, 218 EAST 18TH STREET NEW YORK, NY 10003	DIRECTOR 1.00	6,500.	0.	0.
JARED BERNSTEIN C/O MERTZ GILMORE FOUNDATION, 218 EAST 18TH STREET NEW YORK, NY 10003	DIRECTOR 1.00	6,000.	0.	0.
LAURA BUTZEL C/O MERTZ GILMORE FOUNDATION, 218 EAST 18TH STREET NEW YORK, NY 10003	DIRECTOR 1.00	0.	0.	0.
PHIL RADFORD C/O MERTZ GILMORE FOUNDATION, 218 EAST 18TH STREET NEW YORK, NY 10003	DIRECTOR 1.00	3,000.	0.	0.

MERTZ GILMORE FOUNDATION

13-2872722

ANDREA SHOLLER C/O MERTZ GILMORE FOUNDATION, 218 EAST 18TH STREET NEW YORK, NY 10003	DIRECTOR 1.00	0.	0.	0.
CIARA TORRES-SPELLISCY C/O MERTZ GILMORE FOUNDATION, 218 EAST 18TH STREET NEW YORK, NY 10003	DIRECTOR 1.00	3,000.	0.	0.
GOLDEN BECKNER, JR. C/O MERTZ GILMORE FOUNDATION, 218 EAST 18TH STREET NEW YORK, NY 10003	PRESIDENT 35.00	250,764.	50,957.	0.
LUKAS HAYNES C/O MERTZ GILMORE FOUNDATION, 218 EAST 18TH STREET NEW YORK, NY 10003	VICE PRESIDENT 35.00	170,532.	52,018.	0.
MARION CAPPIELLO C/O MERTZ GILMORE FOUNDATION, 218 EAST 18TH STREET NEW YORK, NY 10003	SR DIR. OF FINANCE & ADMIN 35.00	123,852.	37,093.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		571,148.	140,068.	0.

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION
53.4942(A)-3(D)(2) TO TREAT
EXCESS QUALIFYING DISTRIBUTIONS
AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 13

PAGE 9, PART XIII - UNDISTRIBUTED INCOME - LINE 4(C)

THE FOUNDATION HEREBY ELECTS TO TREAT \$3,760,000 AS A DISTRIBUTION OUT OF CORPUS TO SATISFY THE REQUIREMENTS IMPOSED BY SECTION 4942(H)(2). AN ELECTION IS HEREBY MADE PURSUANT TO REG. 53.4942(A)-3(D)(2) TO TREAT \$3,760,000 AS A DISTRIBUTION OUT OF THE 2014 UNDISTRIBUTED INCOME AND OUT OF CORPUS.

BY:

Mark Cypelle

DATE:

11-16-15

2014 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction in Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	LAND	VARIESL				500,000.			500,000.			0.
2	BUILDING & ACQUISITION	VARIESL		40.00	16	869,591.			869,591.	516,320.		21,740.
3	BUILDING IMPROVEMENTS	VARIESL		40.00	16	1925282.			1925282.	1031727.		63,543.
4	EQUIPMENT & FURNITURE	VARIESL		5.00	16	62,126.			62,126.	24,335.		12,724.
	* TOTAL 990-PF PG 1					3356999.		0.	3356999.	1572382.	0.	98,007.
	DEPR											

Mertz Gilmore Foundation
Schedule of Investments
December 31, 2014
EIN # 13-2872722

	<u>Cost Basis</u>	<u>Market Value</u>
<u>Hedge Funds</u>		
Viking Global Equities III	3,000,000	6,242,554
Maverick Fund, LTD	5,000,000	6,324,298
Addison Clark	2,373,085	6,476,195
TIFF Absolute Return Pool	3,962,643	13,802,671
Davidson Kempner	4,804,348	5,195,461
	<u>\$ 19,140,076</u>	<u>\$ 38,041,179</u>
<u>Commingled Funds</u>		
Daruma Ginkgo Fund, LP	\$ 4,183,784	\$ 4,955,268
Newport Asia Institutional Fund	5,352,300	7,310,669
The Caravel Fund (Offshore) Ltd	1,961,600	1,908,647
Silchester Int'l Investors	16,430,432	14,846,252
Wellington Management CTF _ DIH	3,731,179	3,639,343
	<u>\$ 31,659,295</u>	<u>\$ 32,660,179</u>
<u>Private Equity Funds</u>		
Fortress Credit Opportunities Fund III (B)	\$ 1,585,600	\$ 1,658,351
TIFF Partners III	407,640	368,685
TIFF Partners IV	622,570	588,513
TIFF Private Equity Ptnrs 2005	1,389,595	2,108,179
TIFF Private Equity Partners 2007	1,801,294	2,175,049
TIFF Partners V - US	700,619	927,044
TIFF Partners V - INT'L	450,763	358,815
	<u>\$ 6,958,081</u>	<u>\$ 8,184,636</u>

Mertz Gilmore Foundation 990 PF #13-2872722 12/31/2014

GRANTS PAID IN 2014

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
5/19/2014	350.org	20 Jay Street, Suite 1010 Brooklyn, NY 11201	\$100,000	Building the Climate Change Movement in the U.S.	509a(1) - 170 (b) (1) (A) (vi) 9/16/2011
5/19/2014	651 Arts	651 Fulton Street Brooklyn, NY 11217	\$15,000	General support	509a(1) - 170 (b) (1) (A) (vi) 12/5/2000
7/1/2014	651 Arts	651 Fulton Street Brooklyn, NY 11217	\$10,000	General support of its 25th Anniversary Celebration	509a(1) - 170 (b) (1) (A) (vi) 12/5/2000
7/7/2014	651 Arts	651 Fulton Street Brooklyn, NY 11217	\$3,500	Late-Stage Production Stipend: Choreographer Jamel Gaines and Creative Outlet Dance Theater of Brooklyn	509a(1) - 170 (b) (1) (A) (vi) 12/5/2000
11/20/2014	92nd Street Y	1395 Lexington Avenue New York, NY 10128	\$1,000	NYSCA Rehearsal Space Subsidy Grant	509a(1) - 170 (b) (1) (A) (vi) 9/30/1996
11/20/2014	92nd Street Y	1395 Lexington Avenue New York, NY 10128	\$25,000	HARKNESS DANCE CENTER: Dance Program	509a(1) - 170 (b) (1) (A) (vi) 9/30/1996
7/15/2014	A.O. Movement Collective	355 Stockton Street, #3A Brooklyn, NY 11206	\$2,000	General support	509a(2) 3/30/2011
11/20/2014	Adhikaar for Human Rights and Social Justice	71-07 Woodside Avenue Woodside, NY 11377	\$50,000	Nail Salon Campaign	509a(1) - 170 (b) (1) (A) (vi) 3/1/2006
5/19/2014	Advocacy Institute	c/o Center for Popular Democracy 802 Kent Avenue Brooklyn, NY 11205	\$20,000	General support	509a(1) - 170 (b) (1) (A) (vi)
5/19/2014	Advocacy Institute	c/o Center for Popular Democracy 802 Kent Avenue Brooklyn, NY 11205	\$50,000	Legislative Directory Capital Project	509a(1) - 170 (b) (1) (A) (vi)
7/15/2014	Alexandria Neighborhood Health Services, Inc.	P.O. Box 2518 Alexandria, VA 22301	\$5,000	General support	509a(1) - 170 (b) (1) (A) (vi)
5/19/2014	Alliance for a Greater New York	50 Broadway, 29th Floor New York, NY 10004	\$35,000	General support	509a(1) - 170 (b) (1) (A) (vi) 6/21/2007
5/19/2014	Alliance for a Greater New York	50 Broadway, 29th Floor New York, NY 10004	\$65,000	General support	509a(1) - 170 (b) (1) (A) (vi) 6/21/2007

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
11/20/2014	Alliance for Climate Education	426 17th Street, Suite 450 Oakland, CA 94612	\$25,000	Evaluation of Leadership Program	509a(1) - 170 (b) (1) (A) (vi) 1/1/2009
11/20/2014	Alvin Ailey Dance Foundation	405 West 55th Street New York, NY 10019-4402	\$3,000	NYSCA Rehearsal Space Subsidy Grant	509a(2) 1/14/2005
5/19/2014	American Dance Abroad	6636 Wilkins Avenue Pittsburgh, PA 15217	\$50,000	American Dance Recon	509a(1) - 170 (b) (1) (A) (vi) 10/1/1998
5/19/2014	American Prospect	1333 H Street NW Suite 300 East Tower Washington, DC 20005	\$50,000	Social Media and Outreach Project	509a(1) - 170 (b) (1) (A) (vi) 10/31/1996
5/19/2014	Appalachian Voices	171 Grand Boulevard Boone, NC 28607	\$55,000	Southeast Energy Transition	509a(1) - 170 (b) (1) (A) (vi) 5/24/2002
8/11/2014	Asia Pacific Forum	11-02 49th Avenue, #4J Long Island City, NY 11101	\$1,000	General support	509a(1) - 170 (b) (1) (A) (vi) 11/1/1988
12/9/2014	Asian Americans / Pacific Islanders in Philanthropy	211 Sutter Street, Suite 600 San Francisco, CA 94108	\$25,000	General support	509a(2) 2/12/2005
8/28/2014	Asian Americans / Pacific Islanders in Philanthropy	211 Sutter Street, Suite 600 San Francisco, CA 94108	\$2,500	Institutional Membership	509a(2) 2/12/2005
11/25/2014	Asian Women Giving Circle	12 MetroTech Center, 26th Floor Brooklyn, NY 11201	\$5,000	General support	509a(1) - 170 (b) (1) (A) (vi) 6/19/2009
8/11/2014	Association for Neighborhood and Housing Development	50 Broad Street, Suite 1402 New York, NY 10004	\$10,000	capacity building support through the Community Impact Project	509a(1) - 170 (b) (1) (A) (vi)
11/20/2014	Association for Neighborhood and Housing Development	50 Broad Street, Suite 1402 New York, NY 10004	\$50,000	421a Benefits for Housing, Not Developers Campaign	509a(1) - 170 (b) (1) (A) (vi)
11/20/2014	Ballet Hispanico of New York	167 West 89th Street New York, NY 10024	\$3,000	NYSCA Rehearsal Space Subsidy Grant	509a(1) - 170 (b) (1) (A) (vi) 1/14/2004
11/20/2014	Ballet Hispanico of New York	167 West 89th Street New York, NY 10024	\$30,000	Instituto Coreográfico	509a(1) - 170 (b) (1) (A) (vi) 1/14/2004

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
7/7/2014	Baryshnikov Arts Center	450 West 37th Street, Suite 501 New York, NY 10018	\$3,500	Late-Stage Production Stipend: Choreographer Carmen de Lavallade	509a(1) - 170 (b) (1) (A) (vi) 2/10/2011
5/19/2014	Baryshnikov Arts Center	450 West 37th Street, Suite 501 New York, NY 10018	\$30,000	General support of Dance Program	509a(1) - 170 (b) (1) (A) (vi) 2/10/2011
2/26/2014	Battered Women's Resource Center	P.O. Box 20181 Greeley Square Station New York, NY 10001	\$25,000	General support: (Voices of Women Organizing Project)	509a(1) - 170 (b) (1) (A) (vi) 6/5/2006
5/19/2014	Battered Women's Resource Center	P.O. Box 20181 Greeley Square Station New York, NY 10001	\$20,000	VOICES OF WOMEN ORGANIZING PROJECT	509a(1) - 170 (b) (1) (A) (vi) 6/5/2006
11/20/2014	BAX / Brooklyn Arts Exchange	421 Fifth Avenue Brooklyn, NY 11215	\$3,000	NYSCA Rehearsal Space Subsidy Grant	509a(1) - 170 (b) (1) (A) (vi) 2/17/2000
11/20/2014	BAX / Brooklyn Arts Exchange	421 Fifth Avenue Brooklyn, NY 11215	\$25,000	DANCE PROGRAM	509a(1) - 170 (b) (1) (A) (vi) 2/17/2000
7/7/2014	BAX / Brooklyn Arts Exchange	421 Fifth Avenue Brooklyn, NY 11215	\$3,500	Late Stage Production Stipend: Choreographer Anna Sperber	509a(1) - 170 (b) (1) (A) (vi) 2/17/2000
8/11/2014	Bedford Stuyvesant Restoration Corporation	1368 Fulton Street Brooklyn, NY 11216	\$50,000	Marketing and Development project	509a(1) - 170 (b) (1) (A) (vi) 4/16/1999
7/15/2014	Bedford Stuyvesant Restoration Corporation	1368 Fulton Street Brooklyn, NY 11216	\$6,000	Marley Floor Purchase	509a(1) - 170 (b) (1) (A) (vi) 4/16/1999
7/15/2014	Big Dance Theater	303 Clinton Street Brooklyn, NY 11231	\$2,000	BAM 2014 season	509a(1) - 170 (b) (1) (A) (vi)
7/15/2014	Boys & Girls Club of Harlem	425 West 144th Street, 5th Floor New York, NY 10031	\$2,500	General support	509a(1) - 170 (b) (1) (A) (vi)
5/19/2014	Brandworkers International	P.O. Box 1257 Long Island City, NY 11101	\$50,000	General support	509a(1) - 170 (b) (1) (A) (vi) 4/1/2010
5/19/2014	Brennan Center for Justice	161 Avenue of the Americas, 12th Floor New York, NY 10013	\$100,000	Exploring Solutions to Government Dysfunction	509a(1) - 170 (b) (1) (A) (vi) 12/29/1999

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
11/20/2014	Bronx Academy of Arts and Dance	2474 Westchester Avenue Bronx, NY 10461	\$1,500	NYSCA Rehearsal Space Subsidy Grant	509a(1) 6/15/2005
11/20/2014	Bronx Academy of Arts and Dance	2474 Westchester Avenue Bronx, NY 10461	\$20,000	DANCE PROGRAM	509a(1) 6/15/2005
7/7/2014	Bronx Academy of Arts and Dance	2474 Westchester Avenue Bronx, NY 10461	\$3,500	Late-Stage Production Stipend: Choreographer Ni'Ja Whitson	509a(1) 6/15/2005
5/19/2014	Bronx Museum of the Arts	1040 Grand Concourse Bronx, NY 10456	\$25,000	First Fridays!: Dance	509a(1) - 170 (b) (1) (A) (vi) 3/1/1973
11/20/2014	Brooklyn Academy of Music, Inc.	Peter Jay Sharp Building 30 Lafayette Avenue Brooklyn, NY 11217-1486	\$30,000	BAM Fisher Building's Dance Programs	509a(1) 6/16/2003
11/20/2014	Brooklyn Ballet	160 Schermerhorn Street Brooklyn, NY 11201	\$1,500	NYSCA Rehearsal Space Subsidy Grant	509a(1) - 170 (b) (1) (A) (vi)
5/19/2014	Brooklyn Center for the Performing Arts	2900 Bedford Avenue, STE 100PAC Brooklyn, NY 11210-0163	\$10,000	DANCE PROGRAM	509a(2) 10/21/1994
7/15/2014	Burlington City Arts	135 Church Street Burlington, VT 05401	\$2,750	General support	509a(2) - 170 (b) (1) (A) (vii)
11/20/2014	CAAAV: Organizing Asian Communities	55 Hester Street New York, NY 10002	\$50,000	Public Housing Campaign	509a(1) 1/21/2004
10/29/2014	Camp Herrlich	101 Deacon Smith Hill Road Patterson, NY 12563	\$1,000	General support	509a(2) 4/1/1972
5/19/2014	Campaign Finance Institute	1425 K Street NW, Suite 350 Washington, DC 20005	\$75,000	General support	509a(1) - 170 (b) (1) (A) (vi) 4/1/2000
11/20/2014	Campaign Legal Center	215 E Street NE Washington, DC 20002	\$50,000	Voting Rights Institute	509a(1) - 170 (b) (1) (A) (vi) 3/22/2007
9/11/2014	Campaign Legal Center	215 E Street NE Washington, DC 20002	\$25,000	Voter Identification Litigation Travel Expenses	509a(1) - 170 (b) (1) (A) (vi) 3/22/2007
4/3/2014	Campaign Legal Center	215 E Street NE Washington, DC 20002	\$25,000	Voting Rights Institute	509a(1) - 170 (b) (1) (A) (vi) 3/22/2007

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
11/20/2014	Cave Organization, Inc.	58 Grand Street Brooklyn, NY 11211	\$10,000	LEIMAY: Dance Program	509a(1) - 170 (b) (1) (A) (vi) 10/20/2007
11/20/2014	Cave Organization, Inc.	58 Grand Street Brooklyn, NY 11211	\$1,000	NYSCA Rehearsal Space Subsidy Grant	509a(1) - 170 (b) (1) (A) (vi) 10/20/2007
11/20/2014	Center for Climate and Security	1025 Connecticut Avenue NW, Suite 1000 Washington, DC 20036	\$100,000	General support	509a(1) - 170 (b) (1) (A) (vi) 11/12/2010
11/20/2014	Center for Frontline Retail	140 West 31st Street, 2nd Floor New York, NY 10001	\$50,000	Just Hours Campaign	509a(1) - 170 (b) (1) (A) (vi) 8/1/1998
7/1/2014	Center for Independent Documentary	680 South Main Street Sharon, MA 02067	\$25,000	Electoral Dysfunction documentary film	509a(1) - 170 (b) (1) (A) (vi) 5/14/1997
8/1/2014	Center for Independent Documentary	680 South Main Street Sharon, MA 02067	\$50,000	Electoral Dysfunction documentary film project	509a(1) - 170 (b) (1) (A) (vi) 5/14/1997
11/20/2014	Center for National Policy	1250 I Street NW Washington, DC 20006	\$75,000	Operation Free	509a(1) - 170 (b) (1) (A) (vi) 5/1/1977
4/3/2014	Center for Performance Research	361 Manhattan Avenue, Unit 1 Brooklyn, NY 11211	\$20,000	Installation of LED Lighting System	509a(1) - 170 (b) (1) (A) (vi) 4/9/2009
11/20/2014	Center for Performance Research	361 Manhattan Avenue, Unit 1 Brooklyn, NY 11211	\$2,000	NYSCA Rehearsal Space Subsidy Grant	509a(1) - 170 (b) (1) (A) (vi) 4/9/2009
11/20/2014	Center for Performance Research	361 Manhattan Avenue, Unit 1 Brooklyn, NY 11211	\$20,000	General support	509a(1) - 170 (b) (1) (A) (vi) 4/9/2009
7/7/2014	Center for Performance Research	361 Manhattan Avenue, Unit 1 Brooklyn, NY 11211	\$3,500	Late-Stage Production Stipend: Choreographers Anya Lifig and Tess Dworman	509a(1) - 170 (b) (1) (A) (vi) 4/9/2009
12/9/2014	Center for Popular Democracy	802 Kent Avenue Brooklyn, NY 11205	\$17,500	Local Progress network	509a(1) - 170 (b) (1) (A) (vi) 8/1/1998
4/3/2014	Center for Popular Democracy	802 Kent Avenue Brooklyn, NY 11205	\$25,000	Delaware Same Day Registration Campaign	509a(1) - 170 (b) (1) (A) (vi) 8/1/1998
5/19/2014	Center for Popular Democracy	802 Kent Avenue Brooklyn, NY 11205	\$50,000	1. Long-Range Planning 2. Report on NYC Voting Rights	509a(1) - 170 (b) (1) (A) (vi) 8/1/1998

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
4/28/2014	Center for Traditional Music and Dance	32 Broadway, Suite 1314 New York, NY 10004	\$25,000	General support	509a(1) - 170 (b) (1) (A) (vi) 6/20/2005
11/20/2014	Center for Urban Pedagogy	232 Third Street, #D201 Brooklyn, NY 11215	\$25,000	What is ULURP? An Envisioning Development Toolkit	509a(1) - 170 (b) (1) (A) (vi) 7/1/2002
7/15/2014	Chamber Music America	UPS Box 458 243 Fifth Avenue New York, NY 10016-8703	\$1,500	General support	509a(1) - 170 (b) (1) (A) (vi) 8/7/2003
2/26/2014	Chesapeake Climate Action Network	P.O. Box 11138 Takoma Park, MD 20913	\$25,000	Wise Energy for Virginia Coalition	509a(1) - 170 (b) (1) (A) (vi) 6/29/2004
11/20/2014	Chez Bushwick, Inc.	304 Boerum Street, #23 Brooklyn, NY 11206	\$1,500	NYSCA Rehearsal Space Subsidy Grant	509a(1) - 170 (b) (1) (A) (vi) 6/18/2007
11/20/2014	Chez Bushwick, Inc.	304 Boerum Street, #23 Brooklyn, NY 11206	\$20,000	General support	509a(1) - 170 (b) (1) (A) (vi) 6/18/2007
7/7/2014	Chez Bushwick, Inc.	304 Boerum Street, #23 Brooklyn, NY 11206	\$3,500	Late-Stage Production Stipend: Choreographer Lilja Ruriksdottir	509a(1) - 170 (b) (1) (A) (vi) 6/18/2007
11/20/2014	Chhaya Community Development Corporation	37-43 77th Street, 2nd Floor Jackson Heights, NY 11372	\$50,000	Basement Apartments Safe for Everyone Campaign	509a(1) - 170 (b) (1) (A) (vi)
7/15/2014	Children's School	118 Scofieldtown Road Stamford, CT 06903	\$2,500	General support	509a(1) - 170 (b) (1) (A) (vi) 12/1/1985 501c(3) - University / School
11/20/2014	Chinese Staff and Workers' Association	P.O. Box 130401 New York, NY 10013-0995	\$50,000	General support	509a(1) - 170 (b) (1) (A) (vi) 2/9/1987
7/7/2014	Chocolate Factory Theater	5-49 49th Avenue Long Island City, NY 11101	\$3,500	Late Stage Production Stipend: Choreographer Larissa Velez-Jackson	509a(1) - 170 (b) (1) (A) (vi) 8/16/2004
11/20/2014	Chocolate Factory Theater	5-49 49th Avenue Long Island City, NY 11101	\$25,000	DANCE PROGRAM	509a(1) - 170 (b) (1) (A) (vi) 8/16/2004
10/29/2014	Churchill School and Center	301 East 29th Street New York, NY 10016	\$2,000	General support	509a(1) - 170 (b) (1) (A) (vi) 5/1/1972

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
11/20/2014	Citizens Climate Education Corp.	1330 Orange Avenue, #300 Coronado, CA 92118	\$50,000	2015 Conference	509a(1) - 170 (b) (1) (A) (vi) 2/1/2010
5/19/2014	Climate Justice Alliance	436 14th Street, 5th Floor Oakland, CA 94612	\$100,000	Our Power Campaign	509a(1) - 170 (b) (1) (A) (vi)
8/19/2014	Climate Parents	2150 Allston Way, Suite 340 Berkeley, CA 94704	\$25,000	General support	509a(1) - 170 (b) (1) (A) (vi)
11/20/2014	Common Cause Education Fund	1133 19th Street, NW, 9th Floor, Suite 900 Washington, DC 20036	\$100,000	1. Democracy Initiative 2. Public Education on Disclosure and Public Financing	509a(1) - 170 (b) (1) (A) (vi) 7/1/2000
1/29/2014	Common Cause/New York	74 Trinity Place, Suite 901 New York, NY 10006	\$1,000	General support (in lieu of honorarium for Susan Lerner board presentation)	509a(1) - 170 (b) (1) (A) (vi) 7/1/2000
11/25/2014	Community Voices Heard	115 East 106th Street, 3rd Floor New York, NY 10029	\$1,000	Board Honorarium (Speaking at 2014 Fall Board Meeting)	509a(1) - 170 (b) (1) (A) (vi) 3/31/2008
11/20/2014	Community Voices Heard	115 East 106th Street, 3rd Floor New York, NY 10029	\$50,000	General support	509a(1) - 170 (b) (1) (A) (vi) 3/31/2008
8/28/2014	Consultative Group on Biological Diversity	P.O. Box 29361 San Francisco, CA 94129-0361	\$10,000	Climate and Energy Funders Group	509a(1) - 170 (b) (1) (A) (vi) 8/21/1996
7/15/2014	Cornelia Connelly Center for Education	220 East 4th Street New York, NY 10009	\$1,000	General support	509a(1) - 170 (b) (1) (A) (vi) 3/23/2006
5/19/2014	Cornell Global Labor Institute	16 East 34th Street, 4th Floor New York, NY 10016	\$35,000	Building Labor Support for Climate Protection and Energy Democracy	501c(3) - University / School 10/1/1951
8/28/2014	Council on Foundations	2121 Crystal Drive, Suite 700 Arlington, VA 22202	\$10,650	Institutional membership	509a(1) 11/27/1970
5/29/2014	Dance Enthusiast	27 Bleecker Street, #7B New York, NY 10012	\$12,000	Enthusiastic Events	509a(1) - 170 (b) (1) (A) (vi) 6/1/2003

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
11/20/2014	Dance Project Sequence, Inc.	37-18 Northern Blvd., Suite 315 Long Island City, NY 11101	\$1,000	NYSCA Rehearsal Space Subsidy Grant	509a(2) 8/26/1999
11/20/2014	Dance Theatre Etcetera	480 Van Brunt Street, Suite 203 Brooklyn, NY 11231	\$10,000	General support	509a(2) 2/4/1994
5/29/2014	Dance Theatre Etcetera	480 Van Brunt Street, Suite 203 Brooklyn, NY 11231	\$10,000	Board Development and Fundraising	509a(2) 2/4/1994
4/28/2014	Dance/NYC	218 East 18th Street New York, NY 10003	\$50,000	General support	501c(3) 10/5/2012
9/11/2014	Dance/NYC	218 East 18th Street New York, NY 10003	\$15,000	NEW YORKERS FOR DANCE: Campaign in Upper Manhattan	501c(3) 10/5/2012
5/19/2014	Dancenow/NYC	P.O. Box 710 Springtown, PA 18081	\$25,000	Dance at Joe's Pub	509a(2) 10/20/2005
7/7/2014	Dancenow/NYC	P.O. Box 710 Springtown, PA 18081	\$3,500	Late-Stage Production Stipend: Choreographer Mark Dendy Projects	509a(2) 10/20/2005
11/20/2014	Dancewave, Inc.	45 Fourth Avenue Brooklyn, NY 11217	\$1,000	NYSCA Rehearsal Space Subsidy Grant	509a(2) 3/24/2000
5/29/2014	Dancing in the Streets, Inc.	555 Bergen Avenue, 3rd Floor Bronx, NY 10455	\$15,000	South Bronx Cultural Trail	509a(1) - 170 (b) (1) (A) (vi) 5/7/1986
7/7/2014	Danspace Project, Inc.	St. Mark's Church 131 East 10th Street New York, NY 10003	\$3,500	Late-Stage Production Stipend: Choreographer Laurie Berg	509a(1) - 170 (b) (1) (A) (vi) 2/13/1989
11/20/2014	Danspace Project, Inc.	St. Mark's Church 131 East 10th Street New York, NY 10003	\$50,000	General support	509a(1) - 170 (b) (1) (A) (vi) 2/13/1989
7/1/2014	Danspace Project, Inc.	St. Mark's Church 131 East 10th Street New York, NY 10003	\$10,000	Increase Individual Donor Base	509a(1) - 170 (b) (1) (A) (vi) 2/13/1989
5/19/2014	Democracy Initiative	50 F Street NW, 8th Floor Washington, DC 20001	\$75,000	General support	509a(1) - 170 (b) (1) (A) (vi) 9/1/1994

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
5/19/2014	Demos	220 Fifth Avenue, 2nd Floor New York, NY 10001	\$75,000	Public Financing Outreach and Education Project	509a(1) - 170 (b) (1) (A) (vi) 4/1/2001
4/3/2014	Demos	220 Fifth Avenue, 2nd Floor New York, NY 10001	\$25,000	DEMOCRACY AND ELECTIONS PROGRAM	509a(1) - 170 (b) (1) (A) (vi) 4/1/2001
12/9/2014	Demos	220 Fifth Avenue, 2nd Floor New York, NY 10001	\$10,000	Money In Politics	509a(1) - 170 (b) (1) (A) (vi) 4/1/2001
11/20/2014	Dixon Place	161A Chrystie Street, Ground Floor New York, NY 10002-2995	\$15,000	DANCE PROGRAM	509a(1) - 170 (b) (1) (A) (vi) 12/16/2002
7/7/2014	Dixon Place	161A Chrystie Street, Ground Floor New York, NY 10002-2995	\$3,500	Late-Stage Production Stipend: Choreographer Jonathan Royse Windham's Creatures of Habit	509a(1) - 170 (b) (1) (A) (vi) 12/16/2002
7/15/2014	Doug Elkins Choreography, Etc.	268 Union Street, Apt. 1 Brooklyn, NY 11231-4360	\$2,000	General support	509a(1) - 170 (b) (1) (A) (vi)
10/29/2014	Drew University	36 Madison Avenue Madison, NJ 07940	\$1,000	Drew Honduras Project	509a(1) - 170 (b) (1) (A) (vi) 12/18/2001
11/20/2014	Earthjustice	50 California Street, Suite 500 San Francisco, CA 94111-4608	\$65,000	Curbing the Nation's Dependence on Coal	509a(2) 4/19/2005
7/15/2014	East 11th Street Block Association	16 East 11th Street New York, NY 10003	\$6,000	General support	509a(1) - 170 (b) (1) (A) (vi) 2/25/2009
7/15/2014	East Brunswick Public Library Foundation	2 Jean Walling Civic Center East Brunswick, NJ 08816	\$3,000	General support	509a(1) - 170 (b) (1) (A) (vi) 12/15/2010
5/29/2014	Eastern Environmental Law Center	744 Broad Street, Suite 1525 Newark, NJ 07102	\$25,000	Coal-related Activity	509a(1) - 170 (b) (1) (A) (vi) 9/25/2006

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
5/19/2014	Eco-Accountability Project	8419 West Boulevard Drive Alexandria, VA 22308	\$50,000	General support	509a(1) - 170 (b) (1) (A) (vi) 11/12/2010
7/15/2014	Education Through Music, Inc.	122 East 42nd Street, Suite 1501 New York, NY 10168	\$1,000	General support	509a(1) - 170 (b) (1) (A) (vi) 3/16/2010
8/28/2014	Emerging Practitioners in Philanthropy	c/o CSI 601 West 26th Street, Suite 325-7 New York, NY 10001	\$7,500	Institutional membership	509a(1) - 170 (b) (1) (A) (vi) 2/10/2010
11/20/2014	Energy Action Coalition	205 New York Avenue NW Washington, DC 20001	\$100,000	General support	509a(1) - 170 (b) (1) (A) (vi) 3/1/1984
11/20/2014	Environmental and Energy Study Institute	1112 16th Street NW, Suite 300 Washington, DC 20036	\$15,000	Offshore Wind: The Time Has Come for the United States to Act	509a(2) - 170 (b) (1) (A) (vii)
11/20/2014	Environmental Integrity Project	1000 Vermont Avenue NW, Suite 1100 Washington, DC 20005	\$30,000	Oil and Gas Industry Right-to-Know Project	509a(1) - 170 (b) (1) (A) (vi) 4/21/2008
5/19/2014	Environmental Law & Policy Center	35 East Wacker Drive, Suite 1600 Chicago, IL 60601	\$65,000	Midwest Cool Plant Clean Up or Shut Down Campaign	509a(1) - 170 (b) (1) (A) (vi) 5/28/2003
7/15/2014	Equity Trust	P.O. Box 746 Amherst, MA 01004-0746	\$5,000	General support	509a(1) - 170 (b) (1) (A) (vi) 7/1/1997
7/7/2014	Eva Dean Dance Company	Union Street Dance 725 Union Street, Studio B Brooklyn, NY 11215	\$3,500	Late-Stage Production Stipend: Choreographer Jamal Jackson	509a(1) - 170 (b) (1) (A) (vi) 8/8/1992
11/20/2014	Eva Dean Dance Company	Union Street Dance 725 Union Street, Studio B Brooklyn, NY 11215	\$1,500	NYSCA Rehearsal Space Subsidy Grant	509a(1) - 170 (b) (1) (A) (vi) 8/8/1992
5/19/2014	Faith in New York	103-04 39th Avenue, Suite 105 Corona, NY 11368	\$50,000	Making Economic Development Work	509a(1) - 170 (b) (1) (A) (vi) 3/1/2007

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
5/29/2014	Field, The	75 Maiden Lane, Suite 906 New York, NY 10038	\$10,000	The Bessies	509a(2) 6/7/2001
12/22/2014	Fifth Avenue Committee, Inc.	621 DeGraw Street Brooklyn, NY 11217	\$70,000	South Brooklyn Accountable Development Initiative	509a(1) - 170 (b) (1) (A) (vi) 8/11/2005
5/29/2014	Filmmakers Collaborative	397 Moody Street, Suite #2 Waltham, MA 02453	\$25,000	Hate Crimes in the Heartland documentary film	509a(1) - 170 (b) (1) (A) (vi) 6/1/1987
7/15/2014	Flea Theater	41 White Street New York, NY 10013	\$2,500	General support	509a(1) 1/10/1997
8/28/2014	Foundation Center	79 Fifth Avenue New York, NY 10003-3076	\$9,500	General support	509a(1) - 170 (b) (1) (A) (vi) 8/16/2007
5/29/2014	Foundation for Contemporary Arts	820 Greenwich Street New York, NY 10014	\$12,000	Emergency Grant Program for NYC Dance Artists	509a(1) - 170 (b) (1) (A) (vi) 12/13/2004
8/11/2014	Fourth Arts Block, Inc.	61 East 4th Street New York, NY 10003	\$15,000	Dance Block Project	509a(1) - 170 (b) (1) (A) (vi) 5/23/2008
11/25/2014	Fractured Atlas Productions	248 West 35th Street, 10th Floor New York, NY 10001	\$15,000	SpaceFinder	509a(2) - 170 (b) (1) (A) (vii) 8/4/2008
7/15/2014	Franklin Street Works	41 Franklin Street Stamford, CT 06901	\$3,000	General support	509a(1) - 170 (b) (1) (A) (vi) 2/1/2003
5/19/2014	Free Speech for People	505 West 38th Street, Unite A4 Austin, TX 78705	\$50,000	LEGAL ADVOCACY PROGRAM	509a(1) - 170 (b) (1) (A) (vi) 1/1/2013
1/29/2014	Fund for Global Human Rights	1666 Connecticut Avenue, NW, Suite 410 Washington, DC 20009	\$5,000	General support in honor of Mona Younis	509a(1) - 170 (b) (1) (A) (vi) 8/1/2002
8/11/2014	Fund for the Republic	11 Dupont Circle, Suite 350 Washington, DC 20036	\$150,000	1. Developing a communications toolkit; 2. Building a gateway website; 3. Creating a series case studies.	509a(1) - 170 (b) (1) (A) (vi) 3/3/2014
7/1/2014	Fund for the Republic	11 Dupont Circle, Suite 350 Washington, DC 20036	\$25,000	New Constituent Relationship Management System	509a(1) - 170 (b) (1) (A) (vi) 3/3/2014

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
8/28/2014	Funders' Committee for Civic Participation	221 NW Second Avenue, Suite 207 Portland, OR 97209	\$2,500	Institutional membership	509a(1) - 170 (b) (1) (A) (vi) 7/2/2010
4/28/2014	Gina Gibney Dance	890 Broadway, 5th Floor New York, NY 10003	\$50,000	Individual Donor Campaign	509a(1) - 170 (b) (1) (A) (vi) 2/13/1996
11/20/2014	Gina Gibney Dance	890 Broadway, 5th Floor New York, NY 10003	\$3,000	NYSCA Rehearsal Space Subsidy Grant	509a(1) - 170 (b) (1) (A) (vi) 2/13/1996
11/20/2014	Good Old Lower East Side	173 Avenue B New York, NY 10009	\$50,000	General support	509a(1) - 170 (b) (1) (A) (vi) 5/8/1980
1/27/2014	Gotham Arts Exchange	168 West 123rd Street, Basement New York, NY 10027	\$10,000	Focus Dance Festival	509a(1) - 170 (b) (1) (A) (vi) 9/1/1980
8/28/2014	Grantmakers in the Arts	4055 21st Avenue West, Suite 100 Seattle, WA 98199-1247	\$4,500	Institutional membership	509a(1) - 170 (b) (1) (A) (vi) 6/12/2000
12/9/2014	Green Corps	483 9th Street, Suite 100 Oakland, CA 94607	\$10,000	General support	509a(1) - 170 (b) (1) (A) (vi) 8/1/1992
11/20/2014	Greenpeace Fund	702 H Street, NW, Suite 300 Washington, DC 20001	\$50,000	Toward a Clean Energy Future	509a(1) - 170 (b) (1) (A) (vi) 6/12/2007
11/20/2014	Harlem School of the Arts	645 Saint Nicholas Avenue New York, NY 10030	\$3,500	NYSCA Rehearsal Space Subsidy Grant	509a(1) - 170 (b) (1) (A) (vi) 7/1/1965
11/20/2014	Harlem Stage/Aaron Davis Hall	150 Convent Avenue & West 135th Street New York, NY 10031	\$30,000	DANCE PROGRAM	509a(1) - 170 (b) (1) (A) (vi) 8/6/1996
7/7/2014	Harlem Stage/Aaron Davis Hall	150 Convent Avenue & West 135th Street New York, NY 10031	\$3,500	Late-Stage Production Stipend: Choreographer Fab 5 Freddy	509a(1) - 170 (b) (1) (A) (vi) 8/6/1996
7/15/2014	Hawthorne Valley Association	327 County Route 21C Ghent, NY 12075	\$5,000	General support of the Hawthorne Valley Farm	509a(1) - 170 (b) (1) (A) (vi)
7/7/2014	Henry Street Settlement	265 Henry Street New York, NY 10002	\$3,500	ABRONS ARTS CENTER: Late-Stage Production Stipend: Choreographer Will Rawls	509a(1) - 170 (b) (1) (A) (vi) 12/12/2000

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
11/20/2014	Henry Street Settlement	265 Henry Street New York, NY 10002	\$30,000	ABRONS ARTS CENTER: Dance Program	509a(1) - 170 (b) (1) (A) (vi) 12/12/2000
11/20/2014	HERE Arts Center	145 Sixth Avenue New York, NY 10013	\$30,000	DANCE PROGRAM	509a(1) - 170 (b) (1) (A) (vi) 8/25/1998
7/7/2014	HERE Arts Center	145 Sixth Avenue New York, NY 10013	\$3,500	Late-Stage Production Stipend: Choreographer Kristin Marting	509a(1) - 170 (b) (1) (A) (vi) 8/25/1998
11/20/2014	Hester Street Collaborative, Inc.	113 Hester Street New York, NY 10002	\$25,000	Technical Assistance to Mertz Gilmore Foundation grantees	509a(1) - 170 (b) (1) (A) (vi) 11/26/2004
11/25/2014	Hospice Care Network	99 Sunnyside Blvd. Woodbury, NY 11797	\$3,000	General support	509a(2) 2/19/2010
7/15/2014	Hudson School	601 Park Avenue Hoboken, NJ 07030	\$1,500	General support	509a(1) - 170 (b) (1) (A) (vi) 5/26/1990 501c(3) - University / School
11/20/2014	Hundred Grand Dance Foundation, Inc.	100 Grand Street, 2nd Floor New York, NY 10013	\$1,500	NYSCA Rehearsal Space Subsidy Grant	509a(1) - 170 (b) (1) (A) (vi) 10/10/2003
5/19/2014	InsideClimate News	16 Court Street, #1210 Brooklyn, NY 11241	\$50,000	Coal Ash Reporting Project and Increasing the Reach and Impact of ICN's work	509a(1) - 170 (b) (1) (A) (vi) 12/1/2004
11/20/2014	Institute for Southern Studies, Inc.	P.O. Box 531 Durham, NC 27702	\$35,000	Public Education Efforts regarding judicial elections in North Carolina	509a(1) - 170 (b) (1) (A) (vi) 9/1/1970
9/30/2014	Institute for Southern Studies, Inc.	P.O. Box 531 Durham, NC 27702	\$25,000	Public Education Efforts regarding judicial elections in North Carolina	509a(1) - 170 (b) (1) (A) (vi) 9/1/1970
10/29/2014	Interfaith Power & Light	369 Pine Street, Suite 700 San Francisco, CA 94104	\$13,000	Communications Fellow	509a(1) - 170 (b) (1) (A) (vi) 3/1/2000
8/19/2014	International Indian Treaty Council	2940 16th Street, Suite 305 San Francisco, CA 94103-3664	\$25,000	Building Indigenous Peoples participation in the Peoples Climate March	509a(1) - 170 (b) (1) (A) (vi) 3/28/2007
5/19/2014	Jacob's Pillow Dance Festival, Inc.	358 George Carter Road Becket, MA 01223	\$60,000	New York City Dance Artists	509a(1) - 170 (b) (1) (A) (vi) 1/22/1996
2/20/2014	Jamaica Center for Arts and Learning	161-04 Jamaica Avenue Jamaica, NY 11432	\$20,000	MAKING MOVES	509a(1) - 170 (b) (1) (A) (vi) 3/18/1998

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
11/25/2014	Jamal Jackson Dance Company	40 Prospect Park West, #2C Brooklyn, NY 11215	\$2,000	Board Honorarium (Speaking & dance performance at 2014 Fall Board Meeting)	509a(1) - 170 (b) (1) (A) (vi) 8/1/1966
5/19/2014	Justice at Stake	717 D Street NW, Suite 203 Washington, DC 20004	\$75,000	1. Strategic Plan 2. Fair Courts Summit 3. Judicial Elections Reports	509a(1) - 170 (b) (1) (A) (vi) 5/1/2006
5/19/2014	Kentucky Coalition	P.O. Box 1450 London, KY 40743	\$75,000	New Energy and Transition	509a(1) - 170 (b) (1) (A) (vi) 7/18/2008
11/20/2014	Kingsborough Community College Auxiliary Enterprises	ATTN: On Stage At Kingsborough 2001 Oriental Blvd. Brooklyn, NY 11235	\$15,000	ON STAGE AT KINGSBOROUGH: Dance Program	509a(2) 5/3/2004
7/7/2014	Kingsborough Community College Auxiliary Enterprises	ATTN: On Stage At Kingsborough 2001 Oriental Blvd. Brooklyn, NY 11235	\$3,500	ON STAGE AT KINGSBOROUGH: Late-Stage Production Stipend: Choreographer Mariela Franganillo Company	509a(2) 5/3/2004
7/15/2014	Kingsborough Community College Foundation	Physical Science Department 2001 Oriental Blvd. Brooklyn, NY 11235	\$2,000	Physical Science Department's Oceanography Program	509a(1) - 170 (b) (1) (A) (vi) 1/22/2004
11/20/2014	Kitchen, The	512 West 19th Street New York, NY 10011 2807	\$25,000	DANCE PROGRAM	509a(1) - 170 (b) (1) (A) (vi) 7/14/1989
7/7/2014	Kitchen, The	512 West 19th Street New York, NY 10011 2807	\$3,500	Late-Stage Production Stipend: Choreographer Yve Laris Cohen	509a(1) - 170 (b) (1) (A) (vi) 7/14/1989
11/20/2014	La MaMa Experimental Theatre Club, Inc.	74A East 4th Street New York, NY 10003	\$40,000	Build-out for a Dance Technology Lab	509a(1) - 170 (b) (1) (A) (vi) 7/7/2008
7/7/2014	La MaMa Experimental Theatre Club, Inc.	74A East 4th Street New York, NY 10003	\$3,500	Late-Stage Production Stipend: Choreographer The Hotel Savant	509a(1) - 170 (b) (1) (A) (vi) 7/7/2008
5/19/2014	La MaMa Experimental Theatre Club, Inc.	74A East 4th Street New York, NY 10003	\$20,000	DANCE PROGRAM	509a(1) - 170 (b) (1) (A) (vi) 7/7/2008
5/19/2014	Labor Network for Sustainability	11 Pine Avenue Takoma Park, MD 20912	\$40,000	Modeling Just Transition in the States and Nationally	509a(1) - 170 (b) (1) (A) (vi)

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
5/19/2014	LaGuardia Performing Arts Center	31-10 Thomson Avenue, Room E-241 Long Island City, NY 11101	\$10,000	DANCE PROGRAMMING	509a(1) - 170 (b) (1) (A) (vi) 2/12/2002
5/19/2014	Lawyers Alliance for New York	171 Madison Avenue, 6th Floor New York, NY 10016	\$40,000	Services for Nonprofits Engaged in Community Organizing and Advocacy Work	509a(1) - 170 (b) (1) (A) (vi) 9/1/1984
7/15/2014	Local Motion	1 Steele Street, #103 Burlington, VT 05401	\$2,750	General support	509a(1) - 170 (b) (1) (A) (vi)
7/7/2014	Lower Manhattan Cultural Council	125 Maiden Lane, 2nd Floor New York, NY 10038	\$3,500	Late-Stage Production Stipend: Choreographer Maria Hassabi	509a(1) - 170 (b) (1) (A) (vi) 3/30/2006
5/19/2014	Lower Manhattan Cultural Council	125 Maiden Lane, 2nd Floor New York, NY 10038	\$30,000	DANCE PROGRAM	509a(1) - 170 (b) (1) (A) (vi) 3/30/2006
11/25/2014	Lower Manhattan Cultural Council	125 Maiden Lane, 2nd Floor New York, NY 10038	\$40,000	To outfit a dance studio on Governors Island.	509a(1) - 170 (b) (1) (A) (vi) 3/30/2006
4/28/2014	Make the Road New York	301 Grove Street Brooklyn, NY 11237	\$75,000	General support	509a(1) - 170 (b) (1) (A) (vi) 12/10/2007
10/29/2014	Make the Road New York	301 Grove Street Brooklyn, NY 11237	\$10,000	Javier Valdes' participation in the Rockwood Leadership Institute	509a(1) - 170 (b) (1) (A) (vi) 12/10/2007
11/20/2014	Martha Graham Center of Contemporary Dance	55 Bethune Street New York, NY 10014	\$4,000	NYSCA Rehearsal Space Subsidy Grant	509a(1) - 170 (b) (1) (A) (vi) 5/11/2011
4/28/2014	MinKwon Center for Community Action	136-19 41st Avenue, 3rd Floor Flushing, NY 11355	\$40,000	General support	509a(1) - 170 (b) (1) (A) (vi) 12/9/2009
9/11/2014	MinKwon Center for Community Action	136-19 41st Avenue, 3rd Floor Flushing, NY 11355	\$10,000	Comprehensive Assistance, Representation, and Education (CARE) for DREAMers Applying for or Renewing Deferred Action for Childhood Arrivals (DACA) Status	509a(1) - 170 (b) (1) (A) (vi) 12/9/2009
5/19/2014	Missourians Organizing for Reform and Empowerment	438 N. Skinker Blvd. St. Louis, MO 63130	\$40,000	Peabody Organizing Project	509a(1) - 170 (b) (1) (A) (vi)
7/15/2014	Montclair Early Childhood Corporation	49 Orange Road Montclair, NJ 07042	\$2,000	Montclair Community Pre-K Program: 2014-2015 Financial Aid Program	509a(2) - 170 (b) (1) (A) (vii) 9/10/2002

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
6/17/2014	Montclair Early Childhood Corporation	49 Orange Road Montclair, NJ 07042	\$2,000	Montclair Community Pre-K Program: Lulu's Garden	509a(2) - 170 (b) (1) (A) (vii) 9/10/2002
9/11/2014	Montclair Early Childhood Corporation	49 Orange Road Montclair, NJ 07042	\$3,500	Montclair Community Pre-K Program: Lulu's Garden (Staff Collaborative Grant)	509a(2) - 170 (b) (1) (A) (vii) 9/10/2002
7/15/2014	Montclair Fund for Educational Excellence	22 Valley Road Montclair, NJ 07042	\$2,000	Bradford Principal's Fund	509a(1) - 170 (b) (1) (A) (vi) 4/22/1996
10/29/2014	Montclair Public Library Foundation	50 South Fullerton Avenue Montclair, NJ 07042	\$3,000	Two Leaf Puppet Place	509a(1) - 170 (b) (1) (A) (vi) 4/1/2003
11/20/2014	Movement for Justice in El Barrio	307 East 116th Street New York, NY 10029	\$50,000	General support	509a(1) - 170 (b) (1) (A) (vi)
7/7/2014	Movement Research, Inc.	55 Avenue C New York, NY 10009	\$3,500	Late-Stage Production Stipend: Choreographer Melinda Ring	509a(2) 9/23/1982
11/20/2014	Movement Research, Inc.	55 Avenue C New York, NY 10009	\$30,000	General support	509a(2) 9/23/1982
11/20/2014	Movement Research, Inc.	55 Avenue C New York, NY 10009	\$2,000	NYSCA Rehearsal Space Subsidy Grant	509a(2) 9/23/1982
11/20/2014	Nancy Meehan Dance Company	463 West Street, #A-1111 New York, NY 10014	\$1,000	NYSCA Rehearsal Space Subsidy Grant	509a(2) 1/27/1976
8/28/2014	National Committee for Responsive Philanthropy	1331 H Street NW, Suite 200 Washington, DC 20005	\$3,000	General support	509a(2) 9/25/2002
11/20/2014	National Dance Institute	217 West 147th Street New York, NY 10039	\$1,000	NYSCA Rehearsal Space Subsidy Grant	509a(1) - 170 (b) (1) (A) (vi) 5/10/2012
7/15/2014	National Gay and Lesbian Task Force	1325 Massachusetts Avenue, NW, Suite 600 Washington, DC 20005	\$2,500	General support	509a(1) - 170 (b) (1) (A) (vi) 4/14/2014
5/19/2014	National Institute on Money in State Politics	833 N. Last Chance Gulch Helena, MT 59601	\$75,000	Follow the Money Data Integration and Collaborations Project	509a(1) - 170 (b) (1) (A) (vi) 11/1/1999
5/19/2014	National Mobilization Against SweatShops	P.O. Box 130293 New York, NY 10013-0995	\$50,000	General support	509a(1) - 170 (b) (1) (A) (vi) 12/11/2000

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
11/20/2014	National Parks Conservation Association	777 6th Street, NW, Suite 700 Washington, DC 20001-3723	\$65,000	Alternatives to Coal-fired Power Plants	509a(1) - 170 (b) (1) (A) (vi) 11/10/2000
11/20/2014	National Wildlife Federation, Inc.	Northeast Regional Center 149 State Street Montpelier, VT 05602	\$75,000	Campaign for Atlantic Offshore Wind Power	509a(1) - 170 (b) (1) (A) (vi)
8/28/2014	Neighborhood Funders Group	436 14th Street, Suite 425 Oakland, CA 94612	\$1,500	Institutional membership	509a(1) - 170 (b) (1) (A) (vi) 9/1/1993
11/20/2014	NEO Philanthropy	45 West 36th Street, 6th Floor New York, NY 10018	\$175,000	State Infrastructure Fund: Shelby Response Fund	509a(1) - 170 (b) (1) (A) (vi) 1/16/2007
11/20/2014	New 42nd Street, Inc.	229 West 42nd Street, 10th Floor New York, NY 10036	\$3,000	NYSCA Rehearsal Space Subsidy Grant	509a(1) - 170 (b) (1) (A) (vi) 6/4/2004
11/20/2014	New Dance Alliance, Inc.	182 Duane Street, 3rd Floor New York, NY 10013	\$1,500	NYSCA Rehearsal Space Subsidy Grant	509a(2) 4/19/2006
5/19/2014	New Energy Economy	343 East Alameda Street Santa Fe, NM 87501-2229	\$50,000	Replacement Power Campaign and to Promote Carbon Regulation	509a(1) - 170 (b) (1) (A) (vi)
11/20/2014	New Immigrant Community Empowerment	37-41 77th Street, 2nd Floor Jackson Heights, NY 11372	\$75,000	WORKERS JUSTICE PROJECT: Day Laborer Opportunity Initiative	509a(1) - 170 (b) (1) (A) (vi) 8/1/2001
11/20/2014	New Immigrant Community Empowerment	37-41 77th Street, 2nd Floor Jackson Heights, NY 11372	\$50,000	General support	509a(1) - 170 (b) (1) (A) (vi) 8/1/2001
5/19/2014	New Settlement Apartments	1512 Townsend Avenue Bronx, NY 10452	\$40,000	Campaign to End Non Rent Fees	509a(2) - 170 (b) (1) (A) (vii) 7/1/1989
5/19/2014	New York Communities Organizing Fund	2-4 Nevins Street, 2nd Floor Brooklyn, NY 11217	\$50,000	General support	509a(1) - 170 (b) (1) (A) (vi) 3/1/2011

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
8/11/2014	New York Foundation	10 East 34th Street New York, NY 10016	\$15,000	Capacity Building Workshop Series	509(a) 2/18/2010 Private Non-Operating Foundation Expenditure Responsibility
5/19/2014	New York Live Arts	219 West 19th Street New York, NY 10011	\$40,000	General support	509a(2) 3/30/2011
7/15/2014	New York Live Arts	219 West 19th Street New York, NY 10011	\$1,000	work of choreographer Benjamin Kimitch	509a(2) 3/30/2011
7/7/2014	New York Live Arts	219 West 19th Street New York, NY 10011	\$3,500	Late-Stage Production Stipend: Choreographer RoseAnne Spradlin	509a(2) 3/30/2011
4/3/2014	New York Public Library for the Performing Arts	40 Lincoln Center Plaza New York, NY 10023	\$15,000	African Dance Oral History Project	509a(1) 5/7/1982
7/24/2014	New York Shakespeare Festival	425 Lafayette Street New York, NY 10003	\$10,000	General support of Shakespeare in the Park: Much Ado About Nothing	509a(1) - 170 (b) (1) (A) (vi) 1/29/2002
10/29/2014	New York Transformative Coaching Program	c/o Streetwise and Safe 147 West 24th Street, 4th Floor New York, NY 10011	\$20,000	General support	509a(1) - 170 (b) (1) (A) (vi) 6/1/2003
7/15/2014	New York Women's Foundation	39 Broadway, Suite 2300 New York, NY 10006	\$6,000	General support	509a(1) - 170 (b) (1) (A) (vi) 6/1/1992
4/3/2014	North Star Fund	520 Eighth Avenue, Suite 2203 New York, NY 10018	\$33,210	General support for the 2014 Community Gala	509a(1) - 170 (b) (1) (A) (vi) 12/1/1978
10/29/2014	Northeast Parent Teacher Organization	82 Schofieldtown Road Stamford, CT 06903	\$2,500	General support	509a(2) 10/1/1992
11/25/2014	NYS DanceForce	259 Pine Street Corning, NY 14830	\$3,000	DanceForce Bessies Residency Fund	509a(1) - 170 (b) (1) (A) (vi) 9/2/1981
10/29/2014	Occupy Sandy	250 Clinton Avenue Brooklyn, NY 11238	\$15,000	Rockaway Wildfire: Community Benefits Agreement Campaign	509a(1) - 170 (b) (1) (A) (vi) 4/1/1999
7/15/2014	Oregon Center for Public Policy	204 North First, Suite C P.O. Box 7 Silverton, OR 97381-0007	\$5,000	General support	509a(1) - 170 (b) (1) (A) (vi) 6/10/2000

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
11/20/2014	Our Children's Trust	P.O. Box 5181 Eugene, OR 97405	\$25,000	TRUST Campaign	509a(1) - 170 (b) (1) (A) (vi) 6/1/2011
5/19/2014	Pace University School of Law	78 North Broadway, E-House Room 201 White Plains, NY 10603	\$50,000	PACE ENERGY AND CLIMATE CENTER: City Community Energy Initiative: Smarter, Cleaner, Greener	509a(1) - 170 (b) (1) (A) (vi) 9/28/2005
7/15/2014	Part of the Solution, Inc.	2759 Webster Avenue Bronx, NY 10458	\$1,000	General support	509a(1) - 170 (b) (1) (A) (vi) 12/27/1993
11/20/2014	Performance Space 122, Inc.	67 West Street, Unit 315 Brooklyn, NY 11222	\$35,000	DANCE PROGRAM	509a(1) - 170 (b) (1) (A) (vi) 8/26/2008
7/7/2014	Performance Space 122, Inc.	67 West Street, Unit 315 Brooklyn, NY 11222	\$3,500	Late-Stage Production Stipend: Choreographers Molly Lieber and Eleanor Smith	509a(1) - 170 (b) (1) (A) (vi) 8/26/2008
7/15/2014	Philadelphia Dance Company	9 North Preston Street Philadanco Way Philadelphia, PA 19104	\$7,500	Strategic Planning	509a(2) - 170 (b) (1) (A) (vii) 7/1/1972
8/28/2014	Philanthropy New York	79 Fifth Avenue, 4th Floor New York, NY 10003-3076	\$11,050	Institutional membership	509a(1) - 170 (b) (1) (A) (vi) 12/3/2009
8/11/2014	Philanthropy New York	79 Fifth Avenue, 4th Floor New York, NY 10003-3076	\$25,000	Fund for 2025 Campaign	509a(1) - 170 (b) (1) (A) (vi) 12/3/2009
11/20/2014	Picture the Homeless	2427 Morris Avenue, 2nd Floor Bronx, NY 10468	\$50,000	General support	509a(1) - 170 (b) (1) (A) (vi) 5/28/2004
8/11/2014	Playground, The	241 East 76th Street, #1C New York, NY 10021	\$10,000	General support	509a(1) - 170 (b) (1) (A) (vi) 10/1/1998
4/28/2014	Pratt Center for Community Development	200 Willoughby Avenue Brooklyn, NY 11205	\$35,000	General support	509a(1) - 170 (b) (1) (A) (vi) 8/18/2005 501c(3) - University / School
4/28/2014	Pratt Center for Community Development	200 Willoughby Avenue Brooklyn, NY 11205	\$40,000	General support	509a(1) - 170 (b) (1) (A) (vi) 8/18/2005 501c(3) - University / School

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
7/15/2014	Prescott College	220 Grove Avenue Prescott, AZ 86301	\$7,000	1. Performing Arts Department 2. Granite Performing Arts Center	509a(1) - 170 (b) (1) (A) (vi) 6/16/2004 501c(3) - University / School
11/20/2014	Protect Our Winters	1157 Embury Street Pacific Palisades, CA 90272	\$100,000	General support	509a(2) - 170 (b) (1) (A) (vii) 11/1/2007
1/29/2014	Proteus Fund	15 Research Drive, Suite B Amherst, MA 01002	\$100,000	Piper Fund: Fair Elections for New York Campaign	509a(1) - 170 (b) (1) (A) (vi) 9/1/1994
11/20/2014	Proteus Fund	15 Research Drive, Suite B Amherst, MA 01002	\$225,000	Piper Fund: Collaborative Communications Initiative	509a(1) - 170 (b) (1) (A) (vi) 9/1/1994
7/15/2014	Public Campaign	1133 19th Street, NW, 9th Floor Washington, DC 20036	\$1,000	General support	509a(1) - 170 (b) (1) (A) (vi) 3/1/1997
9/30/2014	Public Campaign	1133 19th Street, NW, 9th Floor Washington, DC 20036	\$25,000	Website Upgrade	509a(1) - 170 (b) (1) (A) (vi) 3/1/1997
11/20/2014	Public Campaign	1133 19th Street, NW, 9th Floor Washington, DC 20036	\$100,000	General support	509a(1) - 170 (b) (1) (A) (vi) 3/1/1997
11/20/2014	Public Citizen Foundation	1600 20th Street NW Washington, DC 20009	\$75,000	1. Bright Lines Project 2. Corporate Disclosure Campaign	509a(1) - 170 (b) (1) (A) (vi) 6/1/1992
5/19/2014	Public Justice Foundation	1825 K Street NW, Suite 200 Washington, DC 20006	\$35,000	Environmental Justice Litigation	509a(1) - 170 (b) (1) (A) (vi) 2/18/2011
11/20/2014	Queens Theatre in the Park	14 United Nations Avenue South Flushing Meadows Corona Park Queens, NY 11386	\$15,000	DANCE SERIES	509a(1) - 170 (b) (1) (A) (vi) 12/26/2001
5/19/2014	Rainforest Action Network	425 Bush Street, Suite 300 San Francisco, CA 94108	\$50,000	Climate Movement Organizing	509a(1) - 170 (b) (1) (A) (vi) 12/1/1991
8/11/2014	Res Publica US, Inc.	857 Broadway, 3rd Floor New York, NY 10003	\$100,000	Climate March	509a(1) - 170 (b) (1) (A) (vi) 5/1/2005

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
7/15/2014	Residents for a More Beautiful Port Washington	P.O. Box 864 Port Washington, NY 11050	\$3,000	General support	509a(1) - 170 (b) (1) (A) (vi) 11/7/2008
8/11/2014	Resource Generation	18 West 27th Street, 2nd Floor New York, NY 10001	\$50,000	General support	509a(1) 10/18/2004
11/20/2014	Rod Rodgers Dance Company	62 East 4th Street New York, NY 10003	\$1,500	NYSCA Rehearsal Space Subsidy Grant	509a(1) - 170 (b) (1) (A) (vi) 4/19/1999
11/20/2014	Roulette Intermedium, Inc.	509 Atlantic Avenue Brooklyn, NY 11217	\$20,000	DANCE PROGRAM	509a(1) - 170 (b) (1) (A) (vi) 4/27/2012
12/9/2014	Saint Ann's School	129 Pierpont Street Brooklyn Heights, NY 11201	\$10,000	Jack Eustis Scholarship Fund (in memory of Jack Eustis)	509a(1) - 170 (b) (1) (A) (vi) 9/1/1982 501c(3) - University / School
7/15/2014	Salzburg Global Seminar	1730 Pennsylvania Avenue NW Suite #250 Washington, DC 20006	\$1,000	General support	509a(1) - 170 (b) (1) (A) (vi) 4/3/2008
4/28/2014	Selma and Max Kuperberg Center for the Visual and Performing Arts	65-30 Kissena Blvd. Queens, NY 11367-1597	\$40,000	CUNY Dance Initiative	509a(1) - 170 (b) (1) (A) (vi) 6/4/1986
5/19/2014	Socrates Sculpture Park	P.O. Box 6259 32-01 Vernon Blvd. Long Island City, NY 11106	\$10,000	Dance at Socrates	509a(1) - 170 (b) (1) (A) (vi) 7/1/1992
11/20/2014	South Carolina Coastal Conservation League	P.O. Box 1765 Charleston, SC 29402	\$45,000	Offshore Wind Project	509a(1) - 170 (b) (1) (A) (vi) 12/13/2001
11/20/2014	Southeastern Coastal Wind Coalition	P.O. Box 27992 Raleigh, NC 27601	\$40,000	Southeast Offshore Wind Roadmap	509a(1) - 170 (b) (1) (A) (vi) 7/1/2014
11/20/2014	Southern Alliance for Clean Energy	P.O. Box 1842 Knoxville, TN 37901	\$50,000	Promoting Coal Retirement in the Southeast	509a(1) - 170 (b) (1) (A) (vi) 1/15/2009
5/19/2014	Southern Environmental Law Center	201 West Main Street, Suite 14 Charlottesville, VA 22902-5065	\$75,000	Bringing a Clean Energy Future to the Southeast	509a(1) - 170 (b) (1) (A) (vi) 6/4/1991

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
11/20/2014	Spoke the Hub Dancing, Inc.	748 Union Street Brooklyn, NY 11215-1209	\$1,000	NYSCA Rehearsal Space Subsidy Grant	509a(2) 2/17/2005
10/29/2014	St. Aloysius Elementary Academy	721 West Side Avenue Jersey City, NJ 07306	\$3,000	General support	501c(3) - University / School 6/28/2001 501c(3) - Religious Institution
5/19/2014	STREB, Inc.	51 North 1st Street Brooklyn, NY 11249	\$20,000	Presentation of Dance	509a(1) - 170 (b) (1) (A) (vi) 9/1/1985
9/11/2014	Tamar Rogoff Performance Projects	170 Avenue C, Suite 19G New York, NY 10009	\$1,000	Cerebral Posse project	509a(1) - 170 (b) (1) (A) (vi) 12/2/1998
11/20/2014	Topaz Arts, Inc.	P.O. Box 770150 Woodside, NY 11377-0150	\$1,500	NYSCA Rehearsal Space Subsidy Grant	509a(1) - 170 (b) (1) (A) (vi) 3/22/2006
11/20/2014	Topaz Arts, Inc.	P.O. Box 770150 Woodside, NY 11377-0150	\$10,000	General support	509a(1) - 170 (b) (1) (A) (vi) 3/22/2006
7/7/2014	Topaz Arts, Inc.	P.O. Box 770150 Woodside, NY 11377-0150	\$3,500	Late-Stage Production Stipend: Choreographer Carl Hancock Rux	509a(1) - 170 (b) (1) (A) (vi) 3/22/2006
9/11/2014	Trail Blazers	394 Rogers Avenue Brooklyn, NY 11225	\$1,500	General support	509a(1) - 170 (b) (1) (A) (vi) 9/20/2006
11/20/2014	Triskelion Arts, Inc.	118 North 11th Street, 3rd Floor Brooklyn, NY 11249	\$2,000	NYSCA Rehearsal Space Subsidy Grant	509a(1) - 170 (b) (1) (A) (vi) 11/29/2002
7/7/2014	Triskelion Arts, Inc.	118 North 11th Street, 3rd Floor Brooklyn, NY 11249	\$3,500	Late-Stage Production Stipend: Choreographer Becky Radway	509a(1) - 170 (b) (1) (A) (vi) 11/29/2002
4/3/2014	Triskelion Arts, Inc.	118 North 11th Street, 3rd Floor Brooklyn, NY 11249	\$20,638	Purchase and installation of sprung wood floors	509a(1) - 170 (b) (1) (A) (vi) 11/29/2002
11/20/2014	Triskelion Arts, Inc.	118 North 11th Street, 3rd Floor Brooklyn, NY 11249	\$20,000	General support	509a(1) - 170 (b) (1) (A) (vi) 11/29/2002

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
7/15/2014	Turimiquire Foundation, Inc.	16 Crescent Street Cambridge, MA 02138	\$1,000	General support	Private-Operating Foundation 2/18/1998 509a(1)
7/15/2014	Turning Point, Inc.	Barnert Medical Arts Complex 680 Broadway, Suite 104 Paterson, NJ 07514	\$1,500	General support	509a(1) - 170 (b) (1) (A) (vi) 2/24/1977
5/19/2014	U.S. Green Building Council, New York Chapter	Urban Green Council 20 Broad Street, Suite 709 New York, NY 10005	\$50,000	Glass Buildings: Changing the Perception	509a(1) - 170 (b) (1) (A) (vi) 3/21/2003
11/20/2014	United Republic Education Fund	P.O. Box 60008 Florence, MA 01062	\$125,000	Represent.Us Campaign	509a(1) - 170 (b) (1) (A) (vi) 3/1/2009
5/19/2014	University of Delaware	College of Earth, Ocean and Environment 210 Hüllihen Hall Newark, DE 19716-1304	\$35,000	COLLEGE OF EARTH, OCEAN AND ENVIRONMENT: Special Initiative on Offshore Wind	501c(3) - University / School 11/1/1933 509a(1) - 170 (b) (1) (A) (vi)
11/25/2014	University of North Carolina at Chapel Hill	P.O. Box 309 Chapel Hill, NC 27514	\$1,000	Carolina Covenant Scholarship Program	509a(1) - 170 (b) (1) (A) (vi) 11/14/1997
11/20/2014	Urban Bush Women	138 South Oxford Street, #4B Brooklyn, NY 11217	\$40,000	Project Next Generation: Choreographic Center	509a(1) - 170 (b) (1) (A) (vi) 3/1/1992
5/19/2014	Urban Justice Center	123 William Street, 16th Floor New York, NY 10038-3804	\$40,000	STREET VENDOR PROJECT: Raise the Caps Campaign	509a(1) - 170 (b) (1) (A) (vi) 9/9/1997
5/19/2014	Urban Justice Center	123 William Street, 16th Floor New York, NY 10038-3804	\$50,000	COMMUNITY DEVELOPMENT PROJECT: Research and Policy Work	509a(1) - 170 (b) (1) (A) (vi) 9/9/1997
7/7/2014	Valerie Green Dance Entropy, Inc.	37-24 24th Street, #301 Long Island City, NY 11101	\$3,500	GREEN SPACE: Late-Stage Production Stipend: Choreographer Aviva Geismar/Drastic Action	509a(2) 5/22/2007
11/20/2014	Valerie Green Dance Entropy, Inc.	37-24 24th Street, #301 Long Island City, NY 11101	\$10,000	GREEN SPACE	509a(2) 5/22/2007

Paid Date	Grantee Name	Address	Amount	Project Title	Tax Statuses and Dates
11/20/2014	Valerie Green Dance Entropy, Inc.	37-24 24th Street, #301 Long Island City, NY 11101	\$1,500	NYSCA Rehearsal Space Subsidy Grant	509a(2) 5/22/2007
2/20/2014	Weeksville Heritage Center	158 Buffalo Avenue Brooklyn, NY 11213	\$16,500	Consultant fees to help Weeksville Heritage Center identify an institutional partner in conjunction with opening a new facility	509a(2) - 170 (b) (1) (A) (vii) 3/1/1974
9/30/2014	Weeksville Heritage Center	158 Buffalo Avenue Brooklyn, NY 11213	\$35,000	Hiring of a Development Manager for a newly expanded African American historical site in Central Brooklyn	509a(2) - 170 (b) (1) (A) (vii) 3/1/1974
11/20/2014	West Harlem Environmental Action	1854 Amsterdam Avenue, 2nd Floor New York, NY 10031	\$25,000	Fair Energy for Affordable Housing	509a(1) - 170 (b) (1) (A) (vi) 8/3/1999
11/20/2014	West Harlem Environmental Action	1854 Amsterdam Avenue, 2nd Floor New York, NY 10031	\$25,000	Fair Energy for Affordable Housing	509a(1) - 170 (b) (1) (A) (vi) 8/3/1999
10/29/2014	Western Environmental Law Center	1216 Lincoln Street Eugene, OR 97401	\$25,000	Campaign to Reduce Methane Pollution and Waste from Federal Onshore Oil and Gas Development	509a(1) - 170 (b) (1) (A) (vi) 2/1/1994
5/19/2014	White Wave Rising-Young Soon Kim Dance Company	25 Jay Street, Suite #100 Brooklyn, NY 11201	\$25,000	DUMBO Dance Festival and White Wave Rising Series	509a(1) - 170 (b) (1) (A) (vi) 1/8/2009
5/19/2014	Whitney Museum of American Art	945 Madison Avenue New York, NY 10021	\$25,000	Performance Program: Dance	509a(1) - 170 (b) (1) (A) (vi) 6/1/1936
7/7/2014	Works & Process, Inc.	708 Third Avenue, Suite 1005 New York, NY 10017	\$3,500	Late-Stage Production Stipend: Choreographer Pam Tanowitz	509a(1) - 170 (b) (1) (A) (vi) 8/27/2001
5/19/2014	Works & Process, Inc.	708 Third Avenue, Suite 1005 New York, NY 10017	\$15,000	DANCE PROGRAM	509a(1) - 170 (b) (1) (A) (vi) 8/27/2001
Grand Totals (299 items)			\$7,887,048		

Mertz Gilmore Foundation
Year Ended December 31, 2014
EIN# 13-2872722
Form 990-PF

Part I, Line 14 Other employee salaries and wages

Part I, Line 15 Pension plans, employee benefits

Part I, Line 20 Occupancy

To extend its philanthropic mission, the Mertz Gilmore Foundation makes its conference rooms available for meetings of **nonprofit groups** on a first-come, first-served basis. The room is free of charge during the Foundation's regular hours.

In 2014, there were a total of 150 meetings held by 78 different nonprofit groups with a total of 1,762 guests at the conference rooms of the Mertz Gilmore Foundation.

The amounts on Part I, Lines 14 and 15 include the costs of salaries and benefits of staff who maintain the conference room.

The amount on Part I, Line 20 includes the costs of maintaining the conference rooms.

Mertz Gilmore Foundation
Year Ended December 31, 2014
EIN# 13-2872722
Form 990-PF

How to Apply

For all programs, please submit a **letter of inquiry** (not a full proposal) of no more than **three pages** describing the mission of the organization and the purpose of the request. Staff will respond to all communications, and, if appropriate, invite a full proposal. Do not submit videos, DVDs/CDs, press clippings, books, or other materials unless they are requested.

The Foundation does not accept proposals for:

- Individuals
- Endowments, annual fund appeals or fundraising events
- Conferences, workshops
- Sectarian religious concerns
- Scholarships, fellowships, research, loans, or travel
- Film or media projects
- Publications.

Mertz Gilmore Foundation

EIN #13-2872722

Attachment to Year Ending 2014 Form 990-PF

EXPENDITURE RESPONSIBILITY REPORT PURSUANT TO IRC SECTION 4945(h)(3) and REGULATION 53.4945-5(d)

During 2014, the Mertz Gilmore Foundation made the following grant:

Amount Paid in Current Tax Year: \$15,000

Date Paid: 8/11/2014

Organization Name:	New York Foundation
Organization Address:	10 East 34th Street, 10th Floor New York, NY 10016

Purpose of Grant: Capacity Building Workshop Series

The New York Foundation (NYF), a peer foundation of the Mertz Gilmore Foundation, supports grassroots organizations in New York City that are working in communities impacted by social and economic injustice. NYF leads the NYC Capacity Building Funder Collaborative, a group of funders including Mertz Gilmore that together plan and sponsor an annual series of workshops for our collective group of community-based grantees. The other participating funders in 2014 are the New York Women's Foundation, North Star Fund, Union Square Awards (which has closed, but allocated a final year of funding for the Collaborative), Stonewall Community Foundation, and Scherman Foundation (which is a new participant this year). This grant to NYF represents the Mertz Gilmore's contribution to the 2014 series of at least 12 workshops. Topics include complying with lobbying rules, fiscal management, grassroots fundraising, succession planning, and strategic communications. Grantee participation in many workshops also includes opportunities for one-on-one consulting hours with the workshop facilitators. One of the workshops, the Advocacy Institute, receives separate funding from the Foundation for its training to grantees involved in legislative advocacy. This grant will be allocated as needed across the other trainings.

Reporting Information: The Foundation has received and reviewed report(s) from this organization on the following date(s):

April 28, 2015

The Mertz Gilmore Foundation reviewed the grant report(s) on the date(s) mentioned above, but did not undertake any verification of the grantee's report(s) as there has been no reason to doubt the accuracy and reliability of the report(s).

The Foundation made a grant to New York Foundation, a private non-operating foundation, following pre-grant inquiry and pursuant to a written agreement. The amount of grant funds expended by the grantee during this fiscal year is expected to be the entire amount of the grant. To the best knowledge, information, and belief of the Foundation, none of the funds has been diverted from the purpose of the grant.

Mertz Gilmore Foundation

EIN #13-2872722

Attachment to Year Ending 2014 Form 990-PF

EXPENDITURE RESPONSIBILITY REPORT PURSUANT TO IRC SECTION 4945(h)(3) and REGULATION 53.4945-5(d)

During 2014, the Mertz Gilmore Foundation made the following grant:

Amount Paid in Current Tax Year: \$1,000 Date Paid: 7/15/2014

Organization Name:	Turimiquire Foundation, Inc.
Organization Address:	16 Crescent Street Cambridge, MA 02138

Purpose of Grant: General support

The Turimiquire Foundation supports human service, environmental, and animal welfare projects in the Turimiquire mountain range of northeastern Venezuela. It is active in the areas of health and women, education and children, sustainable agriculture, microenterprise and aid to families, solar energy, animal welfare, and cultural preservation.

Reporting Information: The Foundation has received and reviewed report(s) from this organization on the following date(s):

April 9, 2015

The Mertz Gilmore Foundation reviewed the grant report(s) on the date(s) mentioned above, but did not undertake any verification of the grantee's report(s) as there has been no reason to doubt the accuracy and reliability of the report(s).

The Foundation made a grant to Turimiquire Foundation, Inc., a private-operating foundation, following pre-grant inquiry and pursuant to a written agreement. The amount of grant funds expended by the grantee during this fiscal year is expected to be the entire amount of the grant. To the best knowledge, information, and belief of the Foundation, none of the funds has been diverted from the purpose of the grant.

Mertz Gilmore Foundation
December 31, 2014
EIN # 13-2872722
Form 990-PF

Part XI, line 2b, Income tax for 2014:

2014 New York Form CT-13, unrelated business income tax	<u>\$ 250</u>
	<u><u>\$ 250</u></u>

REPORT RUN: 07/01/2015 AT 12:09 PM

THE WERTZ GILMORE FOUNDATION - EDGEWOOD
MANAGEMENT LLC
ACCOUNT # 440581570
BASE CURRENCY: U.S. DOLLAR

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL
TRADE DATE BASIS
AS OF DEC 31 2014

PAGE 1

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
SHORT TERM								

U.S. Dollar								
Cash								
	118,663.9200 CASH		118,663.92		118,663.92	59	0.05	0.00
Total Cash								
			118,663.92		118,663.92	59	0.05	0.00
Total U.S. Dollar								
			118,663.92		118,663.92	59	0.05	0.00
Total SHORT TERM								
			118,663.92		118,663.92	59	0.05	0.00
EQUITIES								

U.S. Dollar								
1,935.0000	ALLERGAN INC	82 2774	159,206.72	212.5900	411,361.65	387	0.09	0.00
1,763.0000	ALLIANCE DATA SYSTEMS CORP	261.0969	460,313.81	286.0500	504,306.15		N/A	0.00
1,865.0000	AMAZON.COM INC	187 0908	348,924.33	310.3500	578,802.75		N/A	0.00

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

THE MERTZ GILMORE FOUNDATION - EDGEWOOD
MANAGEMENT LLC
ACCOUNT # 440581570
BASE CURRENCY- U S. DOLLAR

TRADE DATE BASIS
AS OF DEC 31 2014

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U S. Dollar								
Cont								
5,503.0000	AMERICAN TOWER REIT INC	40.8838	224,983.52	98.8500	543,971.55	8,365	1.54	2,091.14
5,088.0000	APPLE INC	49.8931	253,855.87	110.3800	561,613.44	9,565	1.70	0.00
12,609.0000	ARM HLDGS PLC SPONS ADR	43.8170	552,488.21	46.3000	583,796.70	3,379	0.58	0.00
7,474.0000	CELGENE CORP	21.4901	160,616.92	111.8600	836,041.64		N/A	0.00
13,243.0000	COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	26.5577	351,703.42	52.6600	697,376.38		N/A	0.00
2,812.0000	ECOLAB INC	55.9821	157,421.59	104.5200	293,910.24	3,712	1.26	927.96
2,192.0000	EQUINIX INC	184.2403	403,854.71	226.7300	496,992.16		N/A	0.00
5,695.0000	FMC TECHNOLOGIES INC	51.3790	292,603.68	46.8400	266,753.80		N/A	0.00
7,763.0000	GILEAD SCIENCES INC	40.9331	317,763.37	94.2600	731,740.38	13,352	1.82	0.00
591.0000	GOOGLE INC CL C	270.8638	160,080.51	526.4000	311,102.40	2	0.00	0.00
591.0000	GOOGLE INC SER A	270.1561	159,662.28	530.5600	313,620.06		N/A	0.00
3,599.0000	IHS INC CLASS A	97.9191	352,410.74	113.8800	409,854.12		N/A	0.00
3,672.0000	ILLUMINA INC	60.0228	220,403.73	184.5800	677,777.76		N/A	0.00

THE MERTZ GILMORE FOUNDATION - EDGEWOOD
MANAGEMENT LLC
ACCOUNT # 440581570
BASE CURRENCY: U.S. DOLLAR

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

TRADE DATE BASIS
AS OF DEC 31 2014

PAGE 3

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U.S. Dollar								
			Cont					
569.0000	INTUITIVE SURGICAL INC	336.7131	191,589.73	528.9400	300,966.86		N/A	0.00
3,912.0000	NIXE INC CL B	89.8076	351,327.33	96.1500	376,138.80	4,381	1.16	736.12
6,092.0000	PRICE T ROWE GROUP INC	50.4314	307,228.34	85.8600	523,059.12	10,722	2.05	0.00
20,219.0000	SCHWAB CHARLES CORP NEW	26.5498	536,811.25	30.1900	613,411.61	4,853	0.79	0.00
4,338.0000	STRATASYS LTD	104.1852	451,955.54	83.1100	363,531.18		N/A	0.00
12,055.0000	TWENTY-FIRST CENTURY FOX INC CL A	36.2870	437,439.45	38.4050	462,972.28	3,014	0.65	0.00
2,731.0000	VISA INC CL A	67.7976	185,155.34	262.2000	716,068.20	5,244	0.73	0.00
Total U.S. Dollar			7,037,800.39		11,569,169.23	66,975	0.58	3,755.22
Total EQUITIES			7,037,800.39		11,569,169.23	66,975	0.58	3,755.22

STATEMENT G

Grants Payable

(Future grant commitments to be paid after December 31, 2014)

Grantee Name	Address	Grant / Paid / Balance	Last Payment Date/		Description	Project Title
			Next Payment Date			
350.org	20 Jay Street, Suite 1010 Brooklyn, NY 11201	\$200,000 \$100,000 \$ <u>\$100,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$100,000 [14] [15]	Building the Climate Change Movement in the U.S.
651 Arts	651 Fulton Street Brooklyn, NY 11217	\$30,000 \$15,000 \$ <u>\$15,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$15,000 [14] [15]	General support
92nd Street Y	1395 Lexington Avenue New York, NY 10128	\$50,000 \$25,000 \$ <u>\$25,000</u> ①	11/20/2014 11/25/2015		MULTI; 2-year grant \$25,000 [14] [15]	HARKNESS DANCE CENTER: Dance Program
Alliance for a Greater New York	50 Broadway, 29th Floor New York, NY 10004	\$130,000 \$65,000 \$ <u>\$65,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$65,000 [14] [15]	General support
Alliance for a Greater New York	50 Broadway, 29th Floor New York, NY 10004	\$70,000 \$35,000 \$ <u>\$35,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$35,000 [14] [15]	General support
American Dance Abroad	6636 Wilkins Avenue Pittsburgh, PA 15217	\$100,000 \$50,000 \$ <u>\$50,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$50,000 [14] [15]	American Dance Recon
Ballet Hispanico of New York	167 West 89th Street New York, NY 10024	\$60,000 \$30,000 \$ <u>\$30,000</u> ①	11/20/2014 11/25/2015		MULTI; 2-year grant \$30,000 [14] [15]	Instituto Coreográfico
Baryshnikov Arts Center	450 West 37th Street, Suite 501 New York, NY 10018	\$60,000 \$30,000 \$ <u>\$30,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$30,000 [14] [15]	General support of Dance Program
Battered Women's Resource Center	P.O. Box 20181 Greeley Square Station New York, NY 10001	\$65,000 \$45,000 \$ <u>\$45,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$20,000 [14] / \$45,000 [15]	VOICES OF WOMEN ORGANIZING PROJECT
BAX / Brooklyn Arts Exchange	421 Fifth Avenue Brooklyn, NY 11215	\$50,000 \$25,000 \$ <u>\$25,000</u> ①	11/20/2014 11/25/2015		MULTI; 2-year grant \$25,000 [14] [15]	DANCE PROGRAM

Grantee Name	Address	Grant / Paid / Balance	Last Payment Date/		Description	Project Title
			Next Payment Date			
Bedford Stuyvesant Restoration Corporation	1368 Fulton Street Brooklyn, NY 11216	\$100,000 \$50,000 <u>\$50,000</u> ①	8/11/2014 8/6/2015 C (5507, PG 8)		Approved at July 2014 meeting. Marketing and Development project MULTI; 2-year grant \$50,000 [14] [15]	
Bronx Academy of Arts and Dance	2474 Westchester Avenue Bronx, NY 10461	\$40,000 \$20,000 <u>\$20,000</u> ①	11/20/2014 11/25/2015		MULTI; 2-year grant \$20,000 [14] [15]	DANCE PROGRAM
Bronx Museum of the Arts	1040 Grand Concourse Bronx, NY 10456	\$50,000 \$25,000 <u>\$25,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$25,000 [14] [15]	First Fridays!: Dance
Brooklyn Academy of Music, Inc.	Peter Jay Sharp Building 30 Lafayette Avenue Brooklyn, NY 11217-1486	\$60,000 \$30,000 <u>\$30,000</u> ①	11/20/2014 11/25/2015		MULTI; 2-year grant \$30,000 [14] [15]	BAM Fisher Building's Dance Programs
Brooklyn Center for the Performing Arts	2900 Bedford Avenue, STE 100PAC Brooklyn, NY 11210-0163	\$20,000 \$10,000 <u>\$10,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$10,000 [14] [15]	DANCE PROGRAM
Cave Organization, Inc.	58 Grand Street Brooklyn, NY 11211	\$20,000 \$10,000 <u>\$10,000</u> ①	11/20/2014 11/25/2015		MULTI; 2-year grant \$10,000 [14] [15]	LEIMAY: Dance Program
Chocolate Factory Theater	5-49 49th Avenue Long Island City, NY 11101	\$50,000 \$25,000 <u>\$25,000</u> ①	11/20/2014 11/25/2015		MULTI; 2-year grant \$25,000 [14] [15]	DANCE PROGRAM
Climate Justice Alliance	436 14th Street, 5th Floor Oakland, CA 94612	\$200,000 \$100,000 <u>\$100,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$100,000 [14] [15]	Our Power Campaign
Community Voices Heard	115 East 106th Street, 3rd Floor New York, NY 10029	\$100,000 \$50,000 <u>\$50,000</u> ①	11/20/2014 11/25/2015		MULTI; 2-year grant \$50,000 [14] [15]	General support
Dancenow/NYC	P.O. Box 710 Springtown, PA 18081	\$50,000 \$25,000 <u>\$25,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$25,000 [14] [15]	Dance at Joe's Pub
Danspace Project, Inc.	St. Mark's Church 131 East 10th Street New York, NY 10003	\$100,000 \$50,000 <u>\$50,000</u> ①	11/20/2014 11/25/2015 C (5507, PG 6)		MULTI; 2-year grant \$50,000 [14] [15]	General support

Grantee Name	Address	Grant / Paid / Balance	Last Payment Date/		Description	Project Title
			Next Payment Date			
Dixon Place	161A Chrystie Street, Ground Floor New York, NY 10002-2995	\$30,000 \$15,000 <u>\$15,000</u> ①	11/20/2014 11/25/2015		MULTI; 2-year grant \$15,000 [14] [15]	DANCE PROGRAM
Fourth Arts Block, Inc.	61 East 4th Street New York, NY 10003	\$30,000 \$15,000 <u>\$15,000</u> ①	8/11/2014 8/6/2015		Approved at July 2014 meeting. Dance Block Project MULTI; 2-year grant \$15,000 [14] [15]	
Good Old Lower East Side	173 Avenue B New York, NY 10009	\$100,000 \$50,000 <u>\$50,000</u> ①	11/20/2014 11/25/2015		MULTI; 2-year grant \$50,000 [14] [15]	General support
Greenpeace Fund	702 H Street, NW, Suite 300 Washington, DC 20001	\$100,000 \$50,000 <u>\$50,000</u> ① C (5507, PG 2)	11/20/2014 11/25/2015		MULTI; 2-year grant \$50,000 [14] [15]	Toward a Clean Energy Future
Harlem Stage/Aaron Davis Hall	150 Convent Avenue & West 135th Street New York, NY 10031	\$60,000 \$30,000 <u>\$30,000</u> ①	11/20/2014 11/25/2015		MULTI; 2-year grant \$30,000 [14] [15]	DANCE PROGRAM
Henry Street Settlement	265 Henry Street New York, NY 10002	\$60,000 \$30,000 <u>\$30,000</u> ①	11/20/2014 11/25/2015		MULTI; 2-year grant \$30,000 [14] [15]	ABRONS ARTS CENTER: Dance Program
HERE Arts Center	145 Sixth Avenue New York, NY 10013	\$60,000 \$30,000 <u>\$30,000</u> ①	11/20/2014 11/25/2015		MULTI; 2-year grant \$30,000 [14] [15]	DANCE PROGRAM
Jacob's Pillow Dance Festival, Inc.	358 George Carter Road Becket, MA 01223	\$120,000 \$60,000 \$ <u>\$60,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$60,000 [14] [15]	New York City Dance Artists
Kingsborough Community College Auxiliary Enterprises	ATTN: On Stage At Kingsborough 2001 Oriental Blvd. Brooklyn, NY 11235	\$30,000 \$15,000 <u>\$15,000</u> ①	11/20/2014 11/25/2015		MULTI; 2-year grant \$15,000 [14] [15]	ON STAGE AT KINGSBOROUGH: Dance Program
Kitchen, The	512 West 19th Street New York, NY 10011 2807	\$50,000 \$25,000 <u>\$25,000</u> ①	11/20/2014 11/25/2015		MULTI; 2-year grant \$25,000 [14] [15]	DANCE PROGRAM
La MaMa Experimental Theatre Club, Inc.	74A East 4th Street New York, NY 10003	\$40,000 \$20,000 <u>\$20,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$20,000 [14] [15]	DANCE PROGRAM

Grantee Name	Address	Grant / Paid / Balance	Last Payment Date/		Description	Project Title
			Next Payment Date			
LaGuardia Performing Arts Center	31-10 Thomson Avenue, Room E-241 Long Island City, NY 11101	\$20,000 \$10,000 <u>\$10,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$10,000 [14] [15]	DANCE PROGRAMMING
Lower Manhattan Cultural Council	125 Maiden Lane, 2nd Floor New York, NY 10038	\$60,000 \$30,000 <u>\$30,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$30,000 [14] [15]	DANCE PROGRAM
Movement for Justice in El Barrio	307 East 116th Street New York, NY 10029	\$100,000 \$50,000 <u>\$50,000</u> ①	11/20/2014 11/25/2015	C (5507, PG 15)	MULTI; 2-year grant \$50,000 [14] [15]	General support
Movement Research, Inc.	55 Avenue C New York, NY 10009	\$60,000 \$30,000 <u>\$30,000</u> ①	11/20/2014 11/25/2015		MULTI; 2-year grant \$30,000 [14] [15]	General support
National Mobilization Against SweatShops	P.O. Box 130293 New York, NY 10013-0995	\$100,000 \$50,000 \$ <u>\$50,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$50,000 [14] [15]	General support
National Wildlife Federation, Inc.	Northeast Regional Center 149 State Street Montpelier, VT 05602	\$150,000 \$75,000 <u>\$75,000</u> ①	11/20/2014 11/25/2015		MULTI; 2-year grant \$75,000 [14] [15]	Campaign for Atlantic Offshore Wind Power
New Immigrant Community Empowerment	37-41 77th Street, 2nd Floor Jackson Heights, NY 11372	\$100,000 \$50,000 <u>\$50,000</u> ①	11/20/2014 11/25/2015		MULTI; 2-year grant \$50,000 [14] [15]	General support
New York Communities Organizing Fund	2-4 Nevins Street, 2nd Floor Brooklyn, NY 11217	\$100,000 \$50,000 \$ <u>\$50,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$50,000 [14] [15]	General support
New York Live Arts	219 West 19th Street New York, NY 10011	\$80,000 \$40,000 <u>\$40,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$40,000 [14] [15]	General support
Performance Space 122, Inc.	67 West Street, Unit 315 Brooklyn, NY 11222	\$70,000 \$35,000 <u>\$35,000</u> ①	11/20/2014 11/25/2015	C (5507, PG 7)	MULTI; 2-year grant \$35,000 [14] [15]	DANCE PROGRAM
Philanthropy New York	79 Fifth Avenue, 4th Floor New York, NY 10003-3076	\$50,000 \$25,000 <u>\$25,000</u> ①	8/11/2014 8/6/2015		Approved at July 2014 meeting. Fund for 2025 Campaign MULTI; 2-year grant \$25,000 [14] [15]	

Grantee Name	Address	Grant / Paid / Balance	Last Payment Date/		Description	Project Title
			Next Payment Date			
Roulette Intermedium, Inc.	509 Atlantic Avenue Brooklyn, NY 11217	\$40,000 \$20,000 <u>\$20,000</u> ①	11/20/2014 11/25/2015		MULTI; 2-year grant \$20,000 [14] [15]	DANCE PROGRAM
Selma and Max Kupferberg Center for the Visual and Performing Arts	65-30 Kissena Blvd. Queens, NY 11367-1597	\$40,000 \$40,000 <u>\$40,000</u> ①	5/22/2015		One-year grant beginning Spring 2015	CUNY Dance Initiative
Socrates Sculpture Park	P.O. Box 6259 32-01 Vernon Blvd. Long Island City, NY 11106	\$20,000 \$10,000 <u>\$10,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$10,000 [14] [15]	Dance at Socrates
STREB, Inc.	51 North 1st Street Brooklyn, NY 11249	\$40,000 \$20,000 <u>\$20,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$20,000 [14] [15]	Presentation of Dance
Triskelion Arts, Inc.	118 North 11th Street, 3rd Floor Brooklyn, NY 11249	\$40,000 \$20,000 <u>\$20,000</u> ①	11/20/2014 11/25/2015		MULTI; 2-year grant \$20,000 [14] [15]	General support
White Wave Rising-Young Soon Kim Dance Company	25 Jay Street, Suite #100 Brooklyn, NY 11201	\$50,000 \$25,000 <u>\$25,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$25,000 [14] [15]	DUMBO Dance Festival and White Wave Rising Series
Whitney Museum of American Art	945 Madison Avenue New York,, NY 10021	\$50,000 \$25,000 <u>\$25,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$25,000 [14] [15]	Performance Program: Dance
Works & Process, Inc.	708 Third Avenue, Suite 1005 New York, NY 10017	\$30,000 \$15,000 <u>\$15,000</u> ①	5/19/2014 5/22/2015		MULTI; 2-year grant \$15,000 [14] [15]	DANCE PROGRAM

Grand Totals (51 items)

Σ ① 1,775,000 5501

Grants Payable

Mertz Gilmore Foundation
Year Ended December 31, 2014
EIN# 13-2872722
Form 990-PF

Page 4, Part VII-A, Question3- CHANGE IN BYLAWS

ATTACHED IS A CONFORMED COPY OF THE AMENDED BYLAWS.
I CERTIFY THAT THEY ARE A COMPLETE AND ACCURATE COPY OF THE ORIGINAL DOCUMENTS.

BY:

Mari Appell

TITLE:

Asst. Treasurer

DATE:

11/6-15

**BY-LAWS
OF
MERTZ GILMORE FOUNDATION**

Adopted November 12, 2014

ARTICLE I

Purposes

The purposes of Mertz Gilmore Foundation (the "Foundation") are, as stated in the Foundation's Certificate of Incorporation, to receive, hold and administer funds for scientific, educational and charitable purposes for the advancement of human knowledge and for the alleviation of human suffering, all for the public welfare and for no other purposes; and to that end to hold property of any kind, to sell, convey and dispose of it, and apply and expend it and to give such funds to worthy charitable organizations, but only for the foregoing purposes or some of them. The Foundation shall engage in no activities to influence legislation. No profits or pecuniary benefits shall inure to any officer or Director or individual, either upon dissolution of the Foundation or at any other time, except that grants for the foregoing scientific, educational and charitable purposes may be made to individuals other than officers and Directors.

ARTICLE II

Office

The principal office of the Foundation shall be located in the City, County and State of New York or such other place as the Board of Directors (the "Board") shall from time to time determine.

ARTICLE III

Board of Directors

Section 1. Board Powers. The property, business and affairs of the Foundation shall be managed by the Board.

Section 2. Number, Terms of Office, Qualifications, and Method of Election. The number of Directors shall be not less than five nor more than eleven; provided, however, that no change in such range shall shorten the term of any incumbent Director. The number of Directors constituting the "entire Board" shall be the number of Directors elected as of the most recent election of Directors.¹ All of the Directors shall be at least eighteen years of age. The President of the Foundation shall serve as a Director by virtue of holding the office of President. The Board, other than the President, shall be divided into two classes as equal numerically as possible for the purposes of staggering their terms of office. Directors shall be elected for two-year terms at the annual meeting of the Board. At each annual meeting of the Board or at any adjournment thereof, successors to the class whose term then expires shall be elected by the Board for a term of two years and until the election and qualification of their successors. If the minimum or maximum number of Directors is changed, any newly created directorships or decrease in directorships shall be so apportioned among the classes as to make all classes as nearly equal in number as possible. A Director may be elected to a maximum of four consecutive two-year terms.

Section 3. Resignations. Any Director may resign at any time by notice in writing to the Board, the Chairman of the Board, or the President. Unless otherwise specified in such notice, such resignation shall take effect upon receipt thereof by the Board or any such officer. If any Director's resignation is to take effect at a future time, the Board shall have power to elect a successor to take office at such time as the resignation shall become effective.

Section 4. Removal. Any Director may be removed with cause at any time by the affirmative vote of a majority of the Board at any meeting of the Board at which a quorum exists, and for which written notice of the proposed removal action has been given.

Section 5. Vacancies. If any vacancy shall occur in the Board by reason of death, resignation, or any other cause, such vacancy may be filled by the Board.

¹ The Non-Profit Revitalization Act (the "NPRA") amended the definition of the phrase "entire board" to mean, for a corporation whose bylaws provide for a range in the number of directors, "the number of directors elected as of the most recently held election of directors." This means there is no longer a need for the Board to "fix" the number of Directors from time to time.

Section 6. Compensation. A Director shall not receive, directly or indirectly, any salary, compensation, or emolument from the Foundation, either in his or her capacity as a Director or in any other capacity, unless authorized by these By-laws or by the concurring vote of a majority of the entire Board.²

Section 7. Emeritus Directors. The Board may elect former Directors who have served with distinction as Emeritus Directors (or Chairman Emeritus/Vice Chairman Emeritus). Emeritus Directors shall be reelected annually and may serve without compensation until resignation, removal or death. The privileges of Emeritus Directors shall be set by the Board, and shall include invitations to attend events and meetings. Emeritus Directors shall not have voting rights, shall not serve on Board committees, and shall not have legal responsibilities for the conduct of the affairs of the Corporation.

ARTICLE IV

Meetings

Section 1. Annual Meeting. The annual meeting of the Board for the election of Directors and the transaction of such other business as may properly come before the meeting will be held at such time and place within or outside the State of New York on such date in the first or second calendar quarter of each year as may be designated by the Board.

Section 2. Regular Meetings. Regular meetings of the Board will be held at such times and places and on such notice as the Board may by resolution determine. Except as otherwise provided by law, any business may be transacted at such meetings.

Section 3. Special Meetings. Special meetings of the Board may be called at any time by the Chairman or Vice Chairman of the Board, the President, any Vice President, or any three Directors, and may be held at such time and place within or outside the State of New York as may

² Note that per Section 515(b) of the New York Not-for-Profit Corporation Law (the "NPCL"), no person benefiting from compensation may be present at or participate in any Board or committee deliberation or vote concerning such compensation, except to present information at the request of the Board or committee prior to deliberation and vote.

be specified in the respective notices or waivers of notice thereof.

Section 4. Notice of Meetings. Written notice shall be given of each meeting of the Board. Such notice shall state the time when and the place where the meeting is to be held. Notice of a special meeting shall also state the purpose or purposes for which the meeting is called. Notice of meetings shall be given personally, by mail, by facsimile telecommunication, or by electronic mail not less than ten nor more than forty days before the meeting to each Director entitled to vote at such meeting. No notice need be given of any adjourned annual meeting.

Section 5. Waiver of Notice of Meetings. Unless otherwise provided by law, notice of a meeting need not be given to any Director who submits a waiver of notice, whether before or after the meeting. Waiver may be written or electronic. If written, the waiver must be executed by the Director by signing such waiver or causing his or her signature to be affixed to such waiver by any reasonable means, including, but not limited to, facsimile signature. If electronic, the transmission of the waiver must be sent by electronic mail and must set forth, or be submitted with, information from which it can reasonably be determined that the transmission was authorized by the Director.³ The presence of any Director who attends a meeting without protesting, prior thereto or at its commencement, the lack of notice to such Director, will constitute a waiver of notice of such meeting.⁴

Section 6. Organization. At each meeting of the Board the Chairman of the Board, or, in the Chairman's absence, the Vice Chairman or, in the absence of both, the President shall act as chairman of such meeting and preside thereat. The Secretary or any other person whom the Chairman may appoint shall act as secretary of such meeting and keep the minutes thereof.

Section 7. Quorum. At any meeting of the Board the presence in person of one-third of the entire Board, but in no event less than two Directors, shall be necessary and sufficient to constitute a quorum for the transaction of business.

³ See Section 711 of the NPCL.

⁴ See Section 711 of the NPCL.

Section 8. Adjournments. A meeting may be adjourned to another time and place by a majority of the Directors, in the case of a meeting of the Board. No notice of any such adjourned meeting need be given, other than by announcement at the meeting which is being adjourned of the time and place to which the meeting is being adjourned, and any business may be transacted at such adjourned meeting (provided a quorum is present) which could have been transacted at the meeting so adjourned.

Section 9. Action by the Board. At all meetings of the Board at which a quorum is present, except as otherwise expressly required by law, the Certificate of Incorporation, or these By-laws, the action of a majority of the Directors present and voting at a meeting of the Board shall be the act of the Board. Any action required or permitted to be taken by the Board or any committee thereof may be taken without a meeting if all the Directors or all the members of the committee consent to the adoption of a resolution authorizing the action. Consent may be written or electronic. If written, the consent must be executed by the Director or committee member by signing such consent or causing his or her signature to be affixed to such consent by any reasonable means, including but not limited to facsimile signature. If electronic, the transmission of the consent must be sent by electronic mail and set forth or be submitted with information from which it can reasonably be determined that the transmission was authorized by the Director or committee member.⁵ The resolution and the consents thereto by the Directors or the members of the committee shall be filed with the minutes of the proceedings of the Board or the committee.

Section 10. Liability. In the absence of fraud or bad faith the Directors shall not be personally liable for the debts, obligations, or liabilities of the Foundation.

Section 11. Participation via Telephone or Videoconference. Any one or more members of the Board or any committee thereof may participate in a meeting of such Board or committee by means of a conference telephone, videoconference, or similar device as long as all persons participating in the meeting can hear each other at the same time and can participate in all matters

⁵ See Section 708(b) of the NPCL.

before the Board or committee.⁶ Participation by such means shall constitute presence in person at a meeting.

ARTICLE V

Committees⁷

Section 1. Executive Committee and Other Committees of the Board. The Board, by resolution adopted by a majority of the entire Board, may elect to create an Executive Committee and other committees of the Board. The Chairman shall appoint the members of such committees, subject to the approval of the Board. Each member of the Executive Committee and any other committee of the Board shall serve at the pleasure of the Board. The Executive Committee shall have and may exercise all of the powers and authority of the Board, to the extent allowed by applicable New York law, but shall be required to notify the full Board of any actions it takes or decisions made, other than those in the ordinary course of operations, within a reasonable time thereafter. In appointing a committee of the Board, the Board shall appoint the chair of the committee, shall specify the number of members of the committee, and shall define the committee's powers and duties. Each committee of the Board shall consist of at least three Directors and shall have the power to further delegate such powers if the Board so provides in appointing the committee. Committees of the Board shall have the powers specifically provided in the resolutions creating them which are not inconsistent with New York law. No such committee, however, shall have the authority to:

- a) fill vacancies in the Board or in any committee;
- b) amend or repeal the Bylaws or adopt new Bylaws;
- c) fix compensation of Directors for serving on the Board or on any committee; or
- d) amend or repeal any resolution of the Board which by its terms shall not be so amendable or repealable.

⁶ See Section 708(c) of the NPCL.

⁷ Note that the NPRA eliminated "standing" and "special" committees. There are now two types of committees: committees of the Board (i.e., committees that may only have directors as members) and committees of the corporation (i.e., committees that may have non-director members). Committees of the corporation do not have authority to bind the Board.

Section 2. Audit Committee. The Board shall appoint from its members an Audit Committee of three or more members, each of whom must be an “independent director” as defined in the New York Not-for-Profit Corporation Law. The Audit Committee shall be responsible for performing the following duties:

- (a) overseeing the accounting and financial reporting processes of the Foundation and the audit of its financial statements;
- (b) annually retaining or renewing the retention of an independent auditor to conduct the audit;
- (c) reviewing the results of the audit, including the management letter, with the independent auditor;
- (d) reviewing with the independent auditor the scope and planning of the audit prior to the audit’s commencement;
- (e) upon completion of the audit, reviewing and discussing with the independent auditor any material risks and weaknesses in internal controls identified by the auditor, any restrictions on the scope of the auditor’s activities or access to requested information, any significant disagreements between the auditor and management, and the adequacy of the Foundation’s accounting and financial reporting processes;
- (f) annually considering the performance and independence of the independent auditor;
- (g) overseeing the adoption, implementation of, and compliance with any conflict of interest or whistleblower policies adopted by the Board; and
- (h) reporting on its activities to the Board.⁸

Section 3. Other Committees. The Board may appoint from among its members and other persons such other committees as it may from time to time deem desirable, each consisting of three or more members. Such other committees shall have only those powers specifically delegated to them by the Board and shall not have authority to bind the Board.

Section 4. Quorum. A majority of all of the members of any committee shall constitute a quorum at any meeting thereof. Procedures of committees shall be governed by rules fixed by

⁸ See Section 712-a of the NPCL.

the Board. All committee members shall serve at the pleasure of the Board.

ARTICLE VI

Officers

Section 1. Number. The officers of the Foundation shall be (if the Board shall so determine), a Chairman of the Board, a Vice Chairman, a President, one or more Vice Presidents, a Secretary, a Treasurer, and such other officers as may be appointed in accordance with the provisions of Section 3 of this Article VI. One person may hold any two or more offices and perform the duties thereof, except the offices of President and Secretary.

Section 2. Election, Term of Office, and Qualifications. Each officer (except such officers as may be appointed in accordance with the provisions of Section 3 of this Article VI) shall be elected by the Board at its annual meeting. Each such officer shall hold office until the next annual meeting of the Board and until a successor shall have been elected and qualified, or until death, or until such officer's resignation shall become effective, or until such officer shall have been removed in the manner hereinafter provided, whichever is earliest.

Section 3. Other Officers and Agents. The Board may appoint such other officers or agents as it may deem advisable, including one or more Assistant Secretaries and one or more Assistant Treasurers, each of whom shall have such title, hold office for such period, have such authority, and perform such duties as are provided in these By-laws or as the Board may from time to time determine.

Section 4. Resignations. Any officer may resign at any time by giving notice in writing to the Board, the Chairman of the Board, the President, or the Secretary. Unless otherwise specified in such written notice, such resignation shall take effect upon receipt thereof by the Board or any such officer.

Section 5. Removal. Any officer or agent may be removed, either for or without cause, by the Board at any meeting.

Section 6. Vacancies. A vacancy in any office by reason of death, resignation, removal, disqualification, or any other cause may be filled for the unexpired portion of the term in the manner prescribed by these By-laws for regular election or appointment to such office.

Section 7. The Chairman and Vice Chairman of the Board. The Chairman of the Board shall be a member of and preside at all meetings of the Board. The Chairman shall be, ex-officio, a member of all committees of the Board to the extent permitted by law,⁹ and shall advise with the other officers of the Foundation on matters of policy. The Chairman may sign and execute in the name of the Foundation deeds, mortgages, bonds, contracts, agreements, or other instruments authorized by the Board except in cases where the signing and execution thereof shall be expressly delegated by the Board to some other officer or agent. The Chairman shall have such other powers and perform such other duties as may be incidental to the office, as are given by these By-laws, or as from time to time may be assigned by the Board. The Vice Chairman shall be a member of the Board and shall, in the absence of the Chairman, preside at meetings of the Board. The Vice Chairman shall, in the absence of the Chairman, have all the powers and duties of the Chairman. No employee of the Foundation may serve as Chairman or Vice Chairman.¹⁰

Section 8. The President. The President shall be a member of the Board, shall be the chief executive officer of the Foundation, and shall have general charge and control of the affairs and property of the Foundation and general supervision over its officers and agents, subject to the direction of the Board. The President may sign and execute in the name of the Foundation deeds, mortgages, bonds, contracts, agreements, or other instruments authorized by the Board except in cases where the signing and execution thereof shall be expressly delegated by the Board to some other officer or agent. The President shall have such other powers and perform such other duties as may be incidental to the office, as are given by these By-laws, or as from time to time may be assigned by the Chairman of the Board or the Board.

⁹ If the Chairman is not an "independent director," as defined in the NPCL, he or she will not be eligible to serve on the Foundation's Audit Committee, if any.

¹⁰ See Section 713(f) of the NPCL.

Section 9. The Vice Presidents. At the request of the President or in his or her absence or disability, the Vice President designated by the President (or in the absence of such designation, the Vice President designated by the Board) shall perform all the duties of the President and, when so acting, shall have all the powers of, and be subject to all restrictions upon, the President. The officer so designated may also sign and execute in the name of the Foundation deeds, mortgages, bonds, contracts, agreements, or other instruments authorized by the Board except in cases where the signing and execution thereof shall be expressly delegated by the Board to some other officer or agent. Each Vice President shall have such other powers and perform such other duties as are provided by these By-laws or as from time to time may be assigned by the Board or the President.

Section 10. The Secretary. The Secretary shall:

- a) record or cause to be recorded all the proceedings of the meetings of the Board in a book or books to be kept for that purpose;
- b) cause all notices to be duly given in accordance with the provisions of these By-laws and as required by law;
- c) ensure custody of the records and of the seal of the Foundation, and cause such seal to be affixed to all instruments the execution of which on behalf of the Foundation under its seal shall have been duly authorized; and
- d) in general, have such other powers and perform such other duties as may be incidental to the office, as are provided by these By-laws, or as from time to time may be assigned by the Board or the Chairman, Vice Chairman, or President.

Section 11. The Treasurer. The Treasurer shall:

- a) have charge of and supervision over and be responsible for the funds, securities, receipts, and disbursements of the Foundation;
- b) cause the monies and other valuable effects of the Foundation to be deposited in the name and to the credit of the Foundation in such banks or trust companies or with such bankers or other depositories as shall be selected in accordance with Section 2 of Article VIII of these By-laws, or to be otherwise dealt with in such manner as the Board may direct;
- c) cause the funds of the Foundation to be disbursed by checks or drafts upon the

authorized depositories of the Foundation, and cause to be taken and preserved proper vouchers for all monies disbursed;

d) render or cause to be rendered to the Board or the President, whenever requested, a statement of the financial condition of the Foundation and of all its transactions;

e) cause to be kept at the office of the Foundation correct books of account of all its business and transactions and exhibit such books to any Director upon application at such office during business hours; and

f) in general, have such other powers and perform such other duties as may be incidental to the office, as are provided by these By-laws, or as from time to time may be assigned by the Board or the President.

Section 12. Assistant Secretaries. Any Assistant Secretary shall perform all duties of the Secretary when so requested by the Board, Chairman, Vice Chairman, or President in the absence or disability of the Secretary and, when so acting, shall have all the powers of, and be subject to all restrictions upon, the Secretary. The Assistant Secretary shall have such other powers and perform such other duties as may be assigned from time to time by the Board, the Chairman, the President, or the Secretary.

Section 13. Assistant Treasurers. Any Assistant Treasurer shall perform all duties of the Treasurer when so requested by the Chairman, Vice Chairman, or President in the absence or disability of the Treasurer and, when so acting, shall have all the powers of, and be subject to all restrictions upon, the Treasurer. The Assistant Treasurer shall have such other powers and perform such other duties as may be assigned from time to time by the Board, the Chairman, the President, or the Treasurer.

Section 14. Salaries. An officer of the Foundation shall not receive, directly or indirectly, any salary, compensation, or emolument from the Foundation, either as such officer or in any other capacity, unless authorized by these By-laws or by the concurring vote of a majority of the entire Board.¹¹

¹¹ See prior note regarding Section 515(b) of the NPCL.

Section 15. Surety Bonds. In case the Board shall so require, any officer, agent, or employee of the Foundation shall execute to the Foundation a bond in such sum and with such surety or sureties as the Board may direct, conditioned upon the faithful performance of all assigned duties, including responsibility for negligence and the accounting for all property, monies, or securities of the Foundation which may come into his or her hands.

ARTICLE VII

Reimbursement and Indemnification of Directors, Officers, Employees, and Members of Committees

The Foundation shall indemnify any person made a party to an action by or in the right of the Foundation to procure a judgment in its favor by reason of the fact that such person, or the testator or intestate of such person, is or was a Director, officer or employee of the Foundation, or a member of a committee of the Foundation, against the reasonable expenses, including attorneys' fees, actually and necessarily incurred by such person in connection with the defense of such action, or in connection with an appeal therein, except in relation to matters as to which such person is adjudged to have breached his or her duties to the Foundation.

The Foundation shall also indemnify any person made, or threatened to be made, a party to an action or proceeding other than one by or in the right of the Foundation to procure a judgment in its favor, whether civil or criminal, including an action by or in the right of any other corporation of any type of kind, domestic or foreign, of any partnership, joint venture, trust, employee benefit plan or other enterprise, which any Director or officer of the Foundation or any member of a committee of the Foundation served in any capacity at the request of the Foundation, by reason of the fact that such person, or the testator or intestate of such person, was a Director, officer or employee of the Foundation or a member of a Committee of the Foundation, or served such other corporation, partnership, joint venture, trust, employee benefit plan or other enterprise in any capacity, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees, actually and necessarily incurred as a result of such action or proceeding,

or any appeal therein, if such person acted in good faith for a purpose which such person reasonably believed to be in or, in the case of service for any other corporation or any partnership, joint venture, trust, employee benefit plan or other enterprise, not opposed to, the best interests of the Foundation and, in criminal actions or proceedings, in addition, had no reasonable cause to believe that such conduct was unlawful.

The right of indemnification provided for under this Article shall not be deemed exclusive of any rights or indemnities to which such Director, officer, employee, or member of a committee may otherwise be entitled. Any amount payable by way of indemnity shall be determined by, and paid in accordance with, such procedure as at the time shall be provided for, or permitted, by statute.

ARTICLE VIII

Execution of Instruments and

Deposit of Funds

Section 1. Execution of Instruments. The Board may authorize any officer or officers or agent or agents of the Foundation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Foundation, and such authority may be general or confined to specific instances and, unless so authorized by the Board, no officer, agent, or employee shall have any power or authority to bind the Foundation by any contract or engagement or to pledge its credit or to render it liable pecuniarily for any purpose or to any amount.

Section 2. Deposits. All funds of the Foundation not otherwise employed shall be deposited from time to time to its credit in such banks or trust companies or with such bankers or other depositories as the Board may select, or as may be selected by any officer or officers or agent or agents authorized so to do by the Board. For the purpose of deposit and for the purpose of collection for the account of the Foundation, checks, drafts, and other orders for the payments of money which are payable to the order of the Foundation may be endorsed, assigned, and delivered by any officer or agent of the Foundation.

Section 3. Checks, Drafts, etc. All checks, drafts, or other orders for the payment of money, and all notes or other evidences of indebtedness issued in the name of the Foundation, shall be signed by such officer or officers or agent or agents of the Foundation, and in such manner, as from time to time shall be determined by the Board.

Section 4. Sale or Transfer of Securities. Stock certificates, notes, bonds, or other securities held or owned by the Foundation may be sold, transferred, or otherwise disposed of when endorsed for transfer by such officer or officers or agent or agents of the Foundation, and in such manner, as shall be determined from time to time by the Board.

Section 5. Proxies. Proxies to vote with respect to shares of stock of other corporations owned by or standing in the name of the Foundation may be executed and delivered from time to time on behalf of the Foundation by the Chairman of the Board, the President, any Vice President, or the Secretary of the Foundation or by any other person or persons authorized by the Board.

ARTICLE IX¹²

Corporate Seal

The corporate seal shall be circular in form and shall bear the name of the Foundation and words and figures denoting its organization under the laws of the State of New York and the year thereof and otherwise shall be in such form as shall be approved from time to time by the Board.

ARTICLE X

Fiscal Year

The fiscal year of the Foundation shall be the calendar year.

ARTICLE XI

Amendments

Any of these By-laws may be amended, altered, repealed, or added to, and new By-laws

¹² The original Article IX would more appropriately be included in the Foundation's Conflict of Interest Policy. Note that under the NPRA, persons who have substantial financial interests in contracts or transactions may not be present during deliberation and vote on such contracts or transactions.

may be made, by the affirmative vote of a majority of the Directors at any meeting of the Board; provided that the provisions of Article I of these By-laws shall not be amended, altered, or repealed, and no By-law shall be adopted which shall be inconsistent with any such provision, unless simultaneously therewith or prior thereto a corresponding change shall have been made in the provisions of the Certificate of Incorporation.

Previous revision: July 22, 2014