



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



## Return of Private Foundation

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

Do not enter social security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf)

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

A Employer identification number

13-3585393

B Telephone number

718-258-5434

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Name of foundation

THE MICHAEL GORDON FOUNDATION INC

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

C/O BTVK, ONE PENN PLAZA, STE 3000

Room/suite

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

NEW YORK, NY 10119

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeH Check type of organization: ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

\$ 12,202,452. (Part I, column (d) must be on cash basis)

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

## Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue	1	Contributions, gifts, grants, etc., received			N/A	
	2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	36.	36.		STATEMENT 2
	4	Dividends and interest from securities	305,532.	300,497.		STATEMENT 3
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	20,262.			STATEMENT 1
	b	Gross sales price for all assets on line 6a	8,592,072.			
	7	Capital gain net income (from Part IV, line 2)		22,323.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
Operating and Administrative Expenses	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	<11,186.>	<11,186.>		STATEMENT 4
	12	Total. Add lines 1 through 11	314,644.	311,670.		
	13	Compensation of officers, directors, trustees, etc	130,700.	32,675.		98,025.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees	10,523.	2,631.		7,892.
	c	Other professional fees				
	17	Interest				
	18	Taxes	11,564.	4,983.		6,581.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses	73,393.	71,804.		1,589.
	24	Total operating and administrative expenses. Add lines 13 through 23	226,180.	112,093.		114,087.
	25	Contributions, gifts, grants paid	547,260.			547,260.
	26	Total expenses and disbursements. Add lines 24 and 25	773,440.	112,093.		661,347.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<458,796.>			
	b	Net investment income (if negative, enter -0-)		199,577.		
	c	Adjusted net income (if negative, enter -0-)			N/A	

RECEIVED  
MAY 19 2016  
OGDEN STMT 7  
IRS-OSC

SCANNED MAY 26 2016

933 15

**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
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	891,190.	2,273,477.	2,273,477.
	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 STMT 8	2,331,740.	0.	0.
	b Investments - corporate stock STMT 9	6,457,076.	8,004,847.	8,761,468.
	c Investments - corporate bonds STMT 10	1,956,900.	0.	0.
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 11	128,645.	1,028,431.	1,167,507.	
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	11,765,551.	11,306,755.	12,202,452.	
<b>Liabilities</b>	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 ▶)			
23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	11,765,551.	11,306,755.	
	30 <b>Total net assets or fund balances</b>	11,765,551.	11,306,755.	
31 <b>Total liabilities and net assets/fund balances</b>	11,765,551.	11,306,755.		

**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	11,765,551.
2 Enter amount from Part I, line 27a	2	<458,796.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	11,306,755.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 <b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30</b>	6	11,306,755.

**Part IV Capital Gains and Losses for Tax on Investment Income** SEE ATTACHED STATEMENT

(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			
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	8,592,072.	8,569,749.	22,323.

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			22,323.

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** 22,323.

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 N/A **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))
2014	630,422.	13,919,728.	.045290
2013	534,335.	13,272,063.	.040260
2012	549,595.	12,536,434.	.043840
2011	610,408.	11,902,467.	.051284
2010	572,733.	12,467,465.	.045938

  

2 Total of line 1, column (d)	2	.226612
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	.045322
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	12,564,933.
5 Multiply line 4 by line 3	5	569,468.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,996.
7 Add lines 5 and 6	7	571,464.
8 Enter qualifying distributions from Part XII, line 4	8	661,347.

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

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

1 a 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 1,996.
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 1,996.
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 1,996.
6 Credits/Payments:		
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a 5,699.	
b Exempt foreign organizations - tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7 5,699.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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 3,703.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input checked="" type="checkbox"/> 3,703. Refunded <input type="checkbox"/>	11 0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

**Part VII-A** Statements Regarding Activities (continued)

	Yes	No
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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	X	
14 The books are in care of <b>BAKER TILLY VIRCHOW KRAUSE, LLP</b> Telephone no. <b>212.697.6900</b> Located at <b>ONE PENN PLAZA, STE 3000, NEW YORK, NY</b> ZIP+4 <b>10119</b>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <b>15</b> <b>N/A</b>		
16 At any time during calendar year 2015, 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. If "Yes," enter the name of the foreign country		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <b>N/A</b>		
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 2015?		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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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)	<b>N/A</b>	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <div style="border: 1px solid black; height: 15px; width: 100%;"></div>		
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 2015 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 2015)	<b>N/A</b>	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2015?		X

Form 990-PF (2015)

**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)?

N/A

**5b**

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

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

N/A

**7b****Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THOMAS TILLANDER 1274 RYDER STREET BROOKLYN, NY 11234	PRESIDENT 30.00	85,700.	0.	0.
WILLIAM MCSHERRY C/O CROWELL & MORING, 590 MADISON AVE NEW YORK, NY 10022	SECRETARY 4.00	20,000.	0.	0.
JOHN TILLANDER 1274 RYDER STREET BROOKLYN, NY 11234	TREASURER 8.00	25,000.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0

(continued)

[illegible]

0

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		

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.

523561  
11-24-15



**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	10,496,022.
b	Average of monthly cash balances	1b	2,260,254.
c	Fair market value of all other assets	1c	1.
d	Total (add lines 1a, b, and c)	1d	12,756,277.
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	12,756,277.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	191,344.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,564,933.
6	Minimum investment return. Enter 5% of line 5	6	628,247.

**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	628,247.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1,996.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,996.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	626,251.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	626,251.
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	626,251.

**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	661,347.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	661,347.
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	1,996.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	659,351.

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

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				626,251.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			369,778.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 661,347.				
a Applied to 2014, but not more than line 2a			369,778.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				291,569.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (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	0.			
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 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				334,682.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				



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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
ACADEMY OF MOUNT ST. URSULA 330 BEDFORD PARK BOULEVARD BRONX, NY 10458	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	7,500.
AQUINAS HIGH SCHOOL 685 EAST 182ND STREET BRONX, NY 10457	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	8,000.
ASSOCIATED BETH RIVKAH SCHOOLS 310 CROWN STREET BROOKLYN, NY 11225	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	6,000.
BAY RIDGE PREPARATORY SCHOOL 7420 FOURTH AVENUE BROOKLYN, NY 11209	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	9,000.
BE' ER HAGOLAH INSTITUTES 671 LOUISIANA AVENUE BROOKLYN, NY 11230	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	7,500.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>547,260.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>



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

- | 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?   |              | Yes |
|---|--------------|-----|
| <b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:   |              |     |
| <b>(1)</b> Cash   | <b>1a(1)</b> |     |
| <b>(2)</b> Other assets   | <b>1a(2)</b> |     |
| <b>b</b> Other transactions:  |              |     |
| <b>(1)</b> Sales of assets to a noncharitable exempt organization   | <b>1b(1)</b> |     |
| <b>(2)</b> Purchases of assets from a noncharitable exempt organization   | <b>1b(2)</b> |     |
| <b>(3)</b> Rental of facilities, equipment, or other assets   | <b>1b(3)</b> |     |
| <b>(4)</b> Reimbursement arrangements   | <b>1b(4)</b> |     |
| <b>(5)</b> Loans or loan guarantees   | <b>1b(5)</b> |     |
| <b>(6)</b> Performance of services or membership or fundraising solicitations   | <b>1b(6)</b> |     |
| <b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees   | <b>1c</b>    |     |
| <b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</b> should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column <b>(d)</b> the value of the goods, other assets, or services received. |              |     |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

- b If "Yes," complete the following schedule.**

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

**Sign  
Here**

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

Signature of officer or trustee

Date 5/14/16

President

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

☒ Yes ☐ No

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

RANDI A. SCHUSTER

Preparer's signature

Gerard Kleene

Date

Check ☐ self-employed

PTIN
------

P00747022

Firm's name ► **BAKER TILLY VIRCHOW KRAUSE, LLP**

Firm's EIN ▶ 39-0859910

Firm's address ► ONE PENN PLAZA, SUITE 3000  
NEW YORK, NY 10119

Phone no. ( 212 ) 697-6900

Form **990-PF** (2015)

THE MICHAEL GORDON FOUNDATION INC

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a OPPENHEIMER - SEE ATTACHED		P	VARIOUS	12/31/15
b STATE STREET - SEE ATTACHED		P	VARIOUS	12/31/15
c STATE STREET - SEE ATTACHED		P	VARIOUS	12/31/15
d WELLS FARGO - SEE ATTACHED		P	VARIOUS	12/31/15
e WELLS FARGO - SEE ATTACHED		P	VARIOUS	12/31/15
f WELLS FARGO - SEE ATTACHED		P	VARIOUS	12/31/15
g WELLS FARGO - SEE ATTACHED		P	VARIOUS	12/31/15
h WELLS FARGO - SEE ATTACHED		P	VARIOUS	12/31/15
i STIFEL - SEE ATTACHED		P	VARIOUS	12/31/15
j OPPENHEIMER - SEE ATTACHED		P	VARIOUS	12/31/15
k K-1 KKR & CO		P	VARIOUS	12/31/15
l K-1 KKR & CO		P	VARIOUS	12/31/15
m ENTERPRISE PRODUCTS - BASIS ADJUSTMENT		P	VARIOUS	12/31/15
n CAPITAL GAINS DIVIDENDS				
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 977,199.		1,014,517.	<37,318.>
b 27,883.		36,326.	<8,443.>
c 957,533.		1,332,838.	<375,305.>
d 1,426,778.		1,407,433.	19,345.
e 296,378.		295,167.	1,211.
f 221,195.		207,521.	13,674.
g 3,273,938.		3,214,734.	59,204.
h 2,506.		2,487.	19.
i 357,971.		341,884.	16,087.
j 1,032,334.		716,842.	315,492.
k <59.>			<59.>
l 1,264.			1,264.
m 2,061.			2,061.
n 15,091.			15,091.
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<37,318.>
b			<8,443.>
c			<375,305.>
d			19,345.
e			1,211.
f			13,674.
g			59,204.
h			19.
i			16,087.
j			315,492.
k			<59.>
l			1,264.
m			2,061.
n			15,091.
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	22,323.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BISHOP KEARNEY HIGH SCHOOL 2260 60TH STREET BROOKLYN, NY 11204	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	12,500.
BISHOP LOUGHLIN MEMORIAL 357 CLERMONT AVENUE BROOKLYN, NY 11238	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	8,300.
BROOKLYN FREE SCHOOL 120 16TH STREET BROOKLYN, NY 11215	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	5,000.
CARDINAL SPELLMAN HIGH SCHOOL 1 CARDINAL SPELLMAN PLACE BRONX, NY 10466	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	8,405.
CATHEDRAL HIGH SCHOOL 350 EAST 56 STREE NEW YORK, NY 10022	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	12,500.
CATHEDRAL PREPARATORY SEMINARY 56-25 92ND STREET ELMHURST, NY 11373	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	20,000.
CRISTO REY NEW YORK HIGH SCHOOL 112 EAST 106TH STREET NEW YORK, NY 10029	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	20,000.
DOMINICAN ACADEMY 44 E 68TH STREET NEW YORK, NY 10065	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	9,000.
FONTBONNE HALL ACADEMY 9901 SHORE ROAD BROOKLYN, NY 11209	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	22,500.
FORDHAM PREP 441 EAST FORDHAM ROAD BRONX, NY 10458	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	25,000.
<b>Total from continuation sheets</b>				<b>509,260.</b>



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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HEBREW ACADEMY FOR SPEICAL CHILDREN 1311 53TH STREET BROOKLYN, NY 11219	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	10,000.
HOLY CROSS HIGH SCHOOL 26-20 FRANCIS LEWIS BLVD. FLUSHING, NY 11358	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	12,500.
JEWISH INSTTTUE OF QUEENS 60.05 WOODHAVEN BLVD. ELMHURST, NY 11373	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	7,500.
LA SALLE ACADEMY 44 EAST 2ND STREET NEW YORK, NY 10003	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	18,000.
LOYOLA SCHOOL 980 PARK AVENUE NEW YORK, NY 10028	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	10,000.
MOORE CATHOLIC HIGH SCHOOL 100 MERRILL AVENUE STATEN ISLAND, NY 10312	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	10,000.
MOUNT ST. MICHAEL ACADEMY 4399 MURDOCK AVENU BRONX, NY 10466	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	12,500.
NAZARETH REGIONAL HIGH SCHOOL 475 EAST 57TH STREET BROOKLYN, NY 11203	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	20,000.
NEW YORK CHILD LEARNING INSTITUTE 143-14 14TH AVENUE COLLEGE POINT, NY 11356	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	23,435.
NOTRE DAME ACADEMY 135 HOWARD AVENUE STATEN ISLAND, NY 10301	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	20,000.
<b>Total from continuation sheets</b>				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NOTRE DAME SCHOOL 327 WEST 13TH STREET NEW YORK, NY 10014	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	9,000.
PRESTON HIGH SCHOOL 2780 SCHURZ AVENUE BRONX, NY 10465	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	25,000.
QUEENS CENTER FOR PROGRESS 82-25 164TH STREET JAMAICA, NY 11432	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	9,225.
SAINT JEAN BAPTISTE 173 EAST 75TH STREET NEW YORK, NY 10021	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	18,000.
SAINT SAVIOUR HIGH SCHOOL 588 SIXTH STREET BROOKLYN, NY 11215	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	7,500.
ST. EDMUND PREPARATORY HIGH SCHOOL 2474 OCEAN AVENUE BROOKLYN, NY 11229 BROOKLYN, NY 11229	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	24,500.
ST. JOHN VILLA ACADEMY 57 CLEVELAND PLACE STATEN ISLAND, NY 10305	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	20,000.
ST. JOSEPH HIGH SCHOOL 80 WILLOUGHBY STREET BROOKLYN, NY 11201	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	23,000.
ST. JOSEPH HILL ACADEMY 850 HYLAN BOULEVARD STATEN ISLAND, NY 10305	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	11,150.
ST. PETER'S BOYS SCHOOL 200 CLINTON AVENUE STATEN ISLAND, NY 10301	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	15,000.
<b>Total from continuation sheets</b>				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
STATEN ISLAND ACADEMY 715 TODT HILL RD, STATEN ISLAND, NY 10304	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	5,000.
THE AUDITORY ORAL SCHOOL OF NY 3321 AVE. M BROOKLYN, NY 11210	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	7,245.
THE GILLEN BREWER SCHOOL 410 EAST 92ND STREET NEW YORK, NY 10128	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	25,000.
THE LEARNING SPRING 254 WEST 29TH STREET NEW YORK, NY 10001	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	7,500.
THE YALDEINU SCHOOL 1600 63RD STREET BROOKLYN, NY 11204	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	5,000.
YESHIVA DARCHAI TORAH 1214 HEYSON ROAD FAR ROCKAWAY, NY 11691	NONE	501 (C) (3)	TO ACHIEVE CHARITABLE PURPOSE	10,000.
<b>Total from continuation sheets</b>				

## FORM 990-PF

## GAIN OR (LOSS) FROM SALE OF ASSETS

## STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
OPPENHEIMER - SEE ATTACHED	977,199.	1,014,517.	0.	PURCHASED	VARIOUS	12/31/15

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
STATE STREET - SEE ATTACHED	27,883.	36,326.	0.	PURCHASED	VARIOUS	12/31/15

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
STATE STREET - SEE ATTACHED	957,533.	1,332,838.	0.	PURCHASED	VARIOUS	12/31/15

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
WELLS FARGO - SEE ATTACHED	1,426,778.	1,407,433.	0.	PURCHASED	VARIOUS	12/31/15

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
WELLS FARGO - SEE ATTACHED	296,378.	295,167.	0.	0.	1,211.	12/31/15

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
WELLS FARGO - SEE ATTACHED	221,195.	207,521.	0.	0.	13,674.	12/31/15

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
WELLS FARGO - SEE ATTACHED	3,273,938.	3,214,734.	0.	0.	59,204.	12/31/15

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
WELLS FARGO - SEE ATTACHED	2,506.	2,487.	0.	0.	19.	12/31/15

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
STIFEL - SEE ATTACHED	357,971.	341,884.	0.	0.	16,087.	12/31/15

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED VARIOUS	DATE SOLD 12/31/15
OPPENHEIMER - SEE ATTACHED	1,032,334.	716,842.	0.	0.		315,492.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED VARIOUS	DATE SOLD 12/31/15
K-1 KKR & CO	<59.>	0.	0.	0.		<59.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED VARIOUS	DATE SOLD 12/31/15
K-1 KKR & CO	1,264.	0.	0.	0.		1,264.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED VARIOUS	DATE SOLD 12/31/15
ENTERPRISE PRODUCTS - BASIS ADJUSTMENT	2,061.	2,061.	0.	0.		0.

CAPITAL GAINS DIVIDENDS FROM PART IV

15,091.

TOTAL TO FORM 990-PF, PART I, LINE 6A

20,262.

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

SOURCE	( A ) REVENUE PER BOOKS	( B ) NET INVESTMENT INCOME	( C ) ADJUSTED NET INCOME
JPMORGAN CHASE	36.	36.	
TOTAL TO PART I, LINE 3	36.	36.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	( A ) REVENUE PER BOOKS	( B ) NET INVEST- MENT INCOME	( C ) ADJUSTED NET INCOME
K-1 KKR & CO	2,722.	0.	2,722.	2,722.	
K-1 WILLIAMS 79 ASSOCIATES LLC	12.	0.	12.	12.	
OPPENHEIMER #4650	99,834.	15,091.	84,743.	79,734.	
OPPENHEIMER #4650	27.	0.	27.	27.	
STATE STREET	79,423.	0.	79,423.	79,423.	
STIFEL	71,050.	0.	71,050.	71,050.	
STIFEL- ACCRUED INTEREST PAID	<21.>	0.	<21.>	<21.>	
WELLS FARGO	70,900.	0.	70,900.	70,900.	
WELLS FARGO-BOND AMORTIZATION	<3,324.>	0.	<3,324.>	<3,350.>	
TO PART I, LINE 4	320,623.	15,091.	305,532.	300,497.	

## FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	( A ) REVENUE PER BOOKS	( B ) NET INVEST- MENT INCOME	( C ) ADJUSTED NET INCOME
K-1 WILLIAM 79 - RENTAL LOSS	<6,744.>	<6,744.>	
OTHER PARTNERSHIP INCOME	<4,442.>	<4,442.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<11,186.>	<11,186.>	

## FORM 990-PF

## ACCOUNTING FEES

## STATEMENT 5

DESCRIPTION	( A ) EXPENSES PER BOOKS	( B ) NET INVEST- MENT INCOME	( C ) ADJUSTED NET INCOME	( D ) CHARITABLE PURPOSES
ACCOUNTING FEES	7,523.	1,881.		5,642.
LEGAL FEES	3,000.	750.		2,250.
TO FORM 990-PF, PG 1, LN 16B	10,523.	2,631.		7,892.

## FORM 990-PF

## TAXES

## STATEMENT 6

DESCRIPTION	( A ) EXPENSES PER BOOKS	( B ) NET INVEST- MENT INCOME	( C ) ADJUSTED NET INCOME	( D ) CHARITABLE PURPOSES
PAYROLL TAX	8,774.	2,193.		6,581.
FOREIGN TAX	2,790.	2,790.		0.
TO FORM 990-PF, PG 1, LN 18	11,564.	4,983.		6,581.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT 7

DESCRIPTION	( A ) EXPENSES PER BOOKS	( B ) NET INVEST- MENT INCOME	( C ) ADJUSTED NET INCOME	( D ) CHARITABLE PURPOSES
INSURANCE	814.	0.		814.
INVESTMENT FEES	71,804.	71,804.		0.
NYS FILING FEES	750.	0.		750.
OFFICE EXPENSES	25.	0.		25.
TO FORM 990-PF, PG 1, LN 23	73,393.	71,804.		1,589.



---



---

FORM 990-PF	U. S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT 8
-------------	---	-------------

---

DESCRIPTION	U. S. GOV' T	OTHER GOV' T	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO - GOVERNMENT OBLIGATIONS	X		0.	0.
TOTAL U. S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

---



---

FORM 990-PF	CORPORATE STOCK	STATEMENT 9
-------------	-----------------	-------------

---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
OPPENHEIMER - SECURITIES	2,832,722.	3,373,033.
OPPENHEIMER - MUTUAL FUNDS	0.	0.
STATE STREET BANK - SECURITIES	2,938,823.	3,489,393.
STIFEL - SECURITIES	2,233,302.	1,899,042.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,004,847.	8,761,468.

---



---

FORM 990-PF	CORPORATE BONDS	STATEMENT 10
-------------	-----------------	--------------

---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO - CORPORATE BONDS	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	0.	0.

## FORM 990-PF

## OTHER INVESTMENTS

## STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO - MORTGAGE BACKED SECURITIES	COST	0.	0.
INVESTMENT IN WILLIAMS 79 ASSOCIATES LLC	COST	<150,243.>	1.
STIFEL - MUTUAL FUNDS	COST	413,907.	270,340.
OPPENHEIMER - MUTUAL FUNDS	COST	764,767.	897,166.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,028,431.	1,167,507.

## Proceeds Not Reported to the IRS

### SHORT-TERM TRANSACTIONS

NOT reported on Form 1099-B

Report on Form 8949, Part I with Box A checked

#### Description of property

Date sold or disposed	Quantity	Shown (G)/ross (N)et	Proceeds	Date acquired	Cost or other basis	Adjustments & Code(s), if any	Gain or loss(-) & Loss not allowed(X)	Additional Information
ARATANA THERAPEUTICS INC / CUSIP 03874P101 / Symbol PETX 07/30/2015	2000.000	34,099.37 N	06/04/2015	28,351.60	...	5,747.77	SALE	
ASCENA RETAIL GROUP INC / CUSIP 04351G101 / Symbol ASNA 05/05/2015	2000.000	30,000.06 N	02/06/2015	24,460.00	..	5,540.06	SALE	
BLACKROCK RES & COMM STRAT TR CLOSED EN / CUSIP 09257A108 / Symbol BCX 12/14/2015	5000.000	33,120.07 N	01/22/2015	49,544.63	...	-16,424.56	SALE	
COGENT COMMUNICATIONS HLDGS IN COM NEW / CUSIP 19239V302 / Symbol CCOI 11/18/2015	1500.000	49,337.20 N	06/19/2015	51,300.00	...	-1,962.80	SALE	
11/18/2015	500.000	16,445.73 N	06/24/2015	17,214.95	...	-769.22	SALE	
11/18/2015	1000.000	32,891.47 N	07/31/2015	31,739.90	..	1,151.57	SALE	
		98,674.40		100,254.85		-1,580.45		
ENTERPRISE PRODS PARTNERS L P SBI/CBI / CUSIP 293792107 / Symbol EPD 12/07/2015	1500.000	32,639.54 N	10/02/2015	41,684.85	..	-9,045.31	SALE	
EXCHANGE TRADED CONCEPTS TR EMQQ EM INT / CUSIP 301505889 / Symbol EMQQ 07/07/2015	1000.000	22,640.43 N	05/13/2015	25,900.00	..	-3,259.57	SALE	
07/07/2015	500.000	11,320.22 N	05/18/2015	13,072.00	...	-1,751.78	SALE	
07/07/2015	500.000	11,320.22 N	06/05/2015	13,080.00	...	-1,759.78	SALE	
		45,280.87		52,052.00		-6,771.13		
HENDERSON EUROPEAN FOCUS A OPEN END / CUSIP 425067709 / Symbol HFEAX 08/21/2015	2984.720	102,045.66 N	01/29/2015	100,000.00	..	2,045.66	SALE	

Oppenheimer &amp; Co. Inc.

2015

Account G241584650

# Proceeds Not Reported to the IRS

(continued)

## SHORT-TERM TRANSACTIONS

NOT reported on Form 1099-B

Report on Form 8949, Part I with Box A checked

### Description of property

Date sold or disposed	Quantity	Shown (G)ross (N)et	Date acquired	Cost or other basis	Adjustments & Code(s), if any	Gain or loss(-) & Loss not allowed(X)	Additional Information
ISHARES MSCI TAIWAN ETF / CUSIP 464286731 / Symbol EWT							
08/12/2015	3000.000	40,919.24 N	01/15/2015	45,330.00	..	-4,410.76	SALE
LEGG MASON BW ABSOLUTE RET OPPTY FD CL / CUSIP 524686722 / Symbol LROAX							
02/18/2015	8832.565	110,760.37 N	09/12/2014	115,000.00	..	-4,239.63	SALE
02/18/2015	82.337	1,032.51 N	10/01/2014	1,060.50	..	-27.99	SALE
02/18/2015	241.173	3,024.31 N	12/11/2014	3,014.66	..	9.65	SALE
02/18/2015	144.889	1,816.91 N	12/24/2014	1,800.97	..	15.94	SALE
		116,634.10		120,876.13		-4,242.03	
MATTHEWS INDIA FUND OPEN END / CUSIP 577130859 / Symbol MINDX							
04/27/2015	3447.087	94,657.01 N	01/29/2015	100,000.00	...	-5,342.99	SALE
RITE AID CORP / CUSIP 767754104 / Symbol RAD							
05/29/2015	5000.000	43,799.19 N	05/28/2015	43,749.50	...	49.69	SALE
SANFILIPPO JOHN B & SON INC / CUSIP 800422107 / Symbol JBSS							
05/05/2015	1000.000	49,145.17 N	03/25/2015	40,902.30	.	8,242.87	SALE
SYNAPTICS INC / CUSIP 87157D109 / Symbol SYNA							
02/10/2015	500.000	38,005.36 N	08/12/2014	39,994.95	..	-1,989.59	SALE
02/10/2015	500.000	38,005.36 N	10/24/2014	32,004.46	...	6,000.90	SALE
02/10/2015	1000.000	76,010.73 N	11/04/2014	66,710.99	..	9,299.74	SALE
		152,021.45		138,710.40		13,311.05	

# Proceeds Not Reported to the IRS

(continued)

## SHORT-TERM TRANSACTIONS

NOT reported on Form 1099-B

Report on Form 8949, Part I with Box A checked

### Description of property

Date sold or disposed	Quantity	Shown (G)ross (N)et	Proceeds	Date acquired	Cost or other basis	Adjustments & Code(s), if any	Gain or loss(-) & Loss not allowed(X)	Additional Information
TERRAFORM PWR INC CL A COM / CUSIP 88104R100 / Symbol TERP								
07/24/2015	2000.000	60,839.06 N	79,271.00	06/25/2015	...	...	-18,431.94	SALE
07/24/2015	1000.000	50,419.53 N	36,679.90	07/20/2015	...	...	-6,260.37	SALE
		<b>91,258.59</b>	<b>115,950.90</b>				<b>-24,692.31</b>	
VISHAY INTERTECHNOLOGY INC / CUSIP 928298108 / Symbol VSH								
05/08/2015	1000.000	12,904.76 N	12,649.50	05/07/2015	...	...	255.26	SALE
<b>Totals</b>		<b>977,199.48</b>	<b>1,014,516.66</b>				<b>-37,317.18</b>	

# Proceeds Not Reported to the IRS

(continued)

## LONG-TERM TRANSACTION

NOT reported on Form 1099-B

Report on Form 8949, Part II, with Box D checked

### Description of property

Date sold or disposed	Quantity	Shown (G)ross (N)et	Proceeds	Date acquired	Cost or other basis	Adjustments & Code(s), if any	Gain or loss(-) & Loss not allowed(X)	Additional Information
ALCOA INC / CUSIP 013817101 / Symbol AA								
01/15/2015	1000.000	15,010.87 N	15,010.87	10/16/2008	11,500.00	.	3,510.87	SALE
01/15/2015	2000.000	30,021.74 N	30,021.74	06/10/2010	22,180.00	...	7,841.74	SALE
01/15/2015	2000.000	30,021.74 N	30,021.74	08/21/2012	17,839.80	...	12,181.94	SALE
01/15/2015	3000.000	45,032.60 N	45,032.60	09/10/2012	27,239.70	...	17,792.90	SALE
			120,086.95		78,759.50		41,327.45	
ARRIS GROUP INC NEW / CUSIP 04270V106 / Symbol								
01/28/2015	1000.000	26,669.08 N	26,669.08	07/10/2013	15,150.52	..	11,518.56	SALE
01/28/2015	2000.000	53,338.16 N	53,338.16	08/23/2013	32,479.80	.	20,858.36	SALE
			80,007.24		47,630.32		32,376.92	
E M C CORP MASS / CUSIP 268648102 / Symbol EMC								
10/15/2015	2000.000	54,519.39 N	54,519.39	03/27/2013	48,059.98	..	6,459.41	SALE
10/15/2015	1000.000	27,259.70 N	27,259.70	04/30/2013	22,479.00	...	4,780.70	SALE
10/15/2015	1000.000	27,259.70 N	27,259.70	07/02/2013	23,769.00	...	3,490.70	SALE
10/15/2015	1000.000	27,259.70 N	27,259.70	07/12/2013	24,969.20	...	2,290.50	SALE
			136,298.49		119,277.18		17,021.31	
GOVERNMENT PPTYS INCOME TR COM SHS BEN / CUSIP 38376A103 / Symbol GOV								
05/05/2015	2000.000	40,103.76 N	40,103.76	07/16/2012	44,793.01	...	-4,689.25	SALE
KKR & CO L P DEL COM UNITS / CUSIP 48248M102 / Symbol KKR								
12/29/2015	2000.000	31,083.19 N	31,083.19	04/25/2014	47,459.82	...	-16,376.63	SALE
12/29/2015	1000.000	15,541.60 N	15,541.60	05/01/2014	22,945.80	...	-7,404.20	SALE
			46,624.79		70,405.62		-23,780.83	

# Proceeds Not Reported to the IRS

(continued)

NOT reported on Form 1099-B

## LONG-TERM TRANSACTION

Report on Form 8949, Part II with Box D checked

### Description of property

Date sold or disposed	Quantity	Shown (G) / Gross (N) / Net	Date acquired	Cost or other basis	Adjustments & Code(s), if any	Gain or loss(-) & Loss not allowed(X)	Additional Information
MUELLER WTR PRODS INC COM SER A / CUSIP 624758108 / Symbol MWA 07/20/2015	3000.000	25,710.20 N	06/16/2014	26,279.70	..	-569.50	SALE
MYLAN INC / CUSIP 628530107 / Symbol 03/02/2015	3000.000	173,115.00 N	01/27/2011	70,978.75	...	102,136.25	TENDER Notes 53
03/02/2015	2000.000	115,410.00 N	03/04/2011	46,200.00	...	69,210.00	TENDER Notes 53
		288,525.00		117,178.75		171,346.25	
PHILLIPS 66 / CUSIP 718546104 / Symbol PSX 01/13/2015	750.000	47,327.95 N	09/11/2009	16,555.55	...	30,772.40	SALE
T MOBILE US INC / CUSIP 872590104 / Symbol TMUS 11/30/2015	4000.000	144,005.02 N	05/15/2014	131,958.60	...	12,046.42	SALE
ZOETIS INC CL A / CUSIP 98978V103 / Symbol ZTS 06/26/2015	1000.000	51,822.36 N	02/28/2013	33,005.25	...	18,817.11	SALE
06/26/2015	1000.000	51,822.36 N	09/10/2013	30,999.00	...	20,823.36	SALE
		103,644.72		64,004.25		39,640.47	
<b>Totals</b>		<b>1,032,334.12</b>		<b>716,842.48</b>		<b>315,491.64</b>	

This is a copy provided by your Financial Advisor. It is not, and should not be, construed as superseding the actual document you received from the Firm, through eDelivery or postal mail, which is the official record of the Firm.

**ACTIVITY DETAILS continued**

Income and Distributions continued				Total
Description	Date	Activity	Quantity	
INTEREST 4/29THRU 5/27	05/28/2015	Credit Int		1 11
<b>Total Income and Distributions</b>				<b>\$71,049.77</b>

Other Transactions				Total
Description	Date	Activity	Quantity	Price
RMR GROUP INC CL A CUSIP: 74967R106	12/15/2015	Spin Off	74,000	
<b>Total Other Transactions</b>				<b>\$0.00</b>

**Closing Balance - Net Cash Equivalents** **\$1,440,790.70**

**REALIZED GAINS/(-)LOSSES**

This section provides estimated realized gains or losses for informational purposes only, and should not be used for tax preparation without the assistance of your tax advisor. Cost basis may be adjusted for, but not limited to, amortization, accretion, principal paydowns, capital changes, listed option premiums, gifting rules, inheritance step-up, or wash sales. To calculate gains or losses, the trading tax lot relief method indicated on the first page of this statement was used, unless another method was in effect at the time of the trade. We suggest you review this information for accuracy and contact your Financial Advisor with any questions.

Equities	Closing Transaction	Date Acquired	Date Sold	Quantity	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss**
B&G FOODS INC NEW CUSIP: 05508R106		05/27/15	09/09/15	3,300	101,875.86	117,960.07	16,084.21 (ST)
RMR GROUP INC CL A CUSIP: 74967R106	CASH IN LIEU	12/15/15	12/21/15	0.700	8.32	10.68	2.36 (ST)
<b>Total Equities</b>					<b>\$101,884.18</b>	<b>\$117,970.75</b>	<b>\$16,086.57</b>

\*\* Please note "Realized Gain/(-)Loss" does not equal total sale proceeds minus total cost basis if any cost basis amounts are missing.





THE MICHAEL GORDON  
FOUNDATION INC  
ATTN: THOMAS TILLANDER

January 1 -  
December 31, 2015  
Account Number:

Page 13 of 14  
UN84 5400

**REALIZED GAINS/(-)LOSSES continued**

Corporate/Government Bonds	Closing Transaction	Date Acquired	Date Sold	Quantity	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss**
BANK OF INDIA NEW YORK NY CD CUSIP: 06278C8G5	REDEEMED	08/03/15	10/28/15	240,000	240,000.00	240,000.00	N/A (ST)
<b>Total Corporate/Government Bonds</b>					<b>\$240,000.00</b>	<b>\$240,000.00</b>	<b>\$0.00</b>
<b>Total Realized Gains/(-)Losses</b>					<b>\$341,884.18</b>	<b>\$357,970.75</b>	<b>\$16,086.57</b>
<b>Total Net Short-Term (ST)</b>					<b>\$341,884.18</b>	<b>\$357,970.75</b>	<b>\$16,086.57</b>
<b>Total Net Long-Term (LT)</b>					<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>
<b>Total Net Other-Term (OT)</b>					<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>

\*\* Please note "Realized Gain/(-)Loss" does not equal total sale proceeds minus total cost basis if any cost basis amounts are missing.