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EXTENDED TO NOVEMBER 15, 2016

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

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2015 or tax year beginning

, and ending

Name of foundation: **THE RIDGEFIELD FOUNDATION**

Number and street (or P.O. box number if mail is not delivered to street address): **570 LEXINGTON AVENUE, 33RD FLOOR**

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16): **\$ 77,234,907.**

J Accounting method: Cash Accrual Other (specify)

A Employer identification number: **13-6093563**

B Telephone number: **212-750-9330**

C If exemption application is pending, check here

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

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

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

Part I Analysis of Revenue and Expenses		(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	0.		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	1,478.	1,655.		STATEMENT 2
4	Dividends and interest from securities	934,947.	934,156.		STATEMENT 3
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	2,023,825.			STATEMENT 1
b	Gross sales price for all assets on line 6a	15,491,539.			
7	Capital gain net income (from Part IV, line 2)		2,027,107.		
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	231,971.	474,527.		STATEMENT 4
12	Total. Add lines 1 through 11	3,192,221.	3,437,445.		
13	Compensation of officers, directors, trustees, etc	308,829.	154,415.		154,415.
14	Other employee salaries and wages	295,438.	147,719.		147,719.
15	Pension plans, employee benefits	46,370.	23,185.		23,185.
16a	Legal fees	186,891.	93,446.		93,446.
b	Accounting fees	192,155.	96,078.		96,078.
c	Other professional fees	313,089.	296,833.		16,256.
17	Interest				
18	Taxes	159,347.	64,473.		19,624.
19	Depreciation and depletion	1,828.	0.		
20	Occupancy	189,727.	94,864.		94,864.
21	Travel, conferences, and meetings	22,022.	0.		22,022.
22	Printing and publications				
23	Other expenses	171,150.	134,483.		36,670.
24	Total operating and administrative expenses. Add lines 13 through 23	1,886,846.	1,105,496.		704,279.
25	Contributions, gifts, grants paid	3,664,500.			3,664,500.
26	Total expenses and disbursements. Add lines 24 and 25	5,551,346.	1,105,496.		4,368,779.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-2,359,125.			
b	Net investment income (if negative, enter -0-)		2,331,949.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		14,576,955.	16,965,452.	16,965,452.
	3	Accounts receivable	382,263.			
		Less: allowance for doubtful accounts		233,465.	382,263.	382,263.
	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 10	10,968,376.	6,264,372.	6,497,372.
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis				
	Less accumulated depreciation					
12	Investments - mortgage loans					
13	Investments - other	STMT 11	44,807,941.	44,617,353.	53,298,003.	
14	Land, buildings, and equipment, basis	50,553.				
	Less accumulated depreciation	STMT 12	6,149.	4,321.	4,321.	
15	Other assets (describe SECURITY DEPOSIT)		87,496.	87,496.	87,496.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		70,680,382.	68,321,257.	77,234,907.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		69,173,994.	69,173,994.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		1,506,388.	-852,737.		
30	Total net assets or fund balances		70,680,382.	68,321,257.		
31	Total liabilities and net assets/fund balances		70,680,382.	68,321,257.		

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	70,680,382.
2	Enter amount from Part I, line 27a	2	-2,359,125.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	68,321,257.
5	Decreases not included in line 2 (itemize)	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	68,321,257.

Part IV Capital Gains and Losses for Tax on Investment Income

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

a	(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	15,491,539.		14,065,325.	2,027,107.

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

a	(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				2,027,107.

2	Capital gain net income or (net capital loss) $\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$	2	2,027,107.
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))
2014	3,983,713.	80,518,991.	.049475
2013	4,047,366.	77,981,087.	.051902
2012	4,223,558.	76,408,048.	.055276
2011	4,104,062.	77,873,254.	.052702
2010	4,757,483.	77,740,091.	.061197

2	Total of line 1, column (d)	2	.270552
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	.054110
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	81,964,869.
5	Multiply line 4 by line 3	5	4,435,119.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	23,319.
7	Add lines 5 and 6	7	4,458,438.
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	4,368,779.

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 type="checkbox"/> and enter 1% of Part I, line 27b		1	46,639.
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	46,639.
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	46,639.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	140,085.	
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	140,085.	
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	93,446.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	93,446.	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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> _____ 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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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 ▶ N/A	X	
14 The books are in care of ▶ STEVEN ROSENTHAL Telephone no. ▶ 212-750-9330 Located at ▶ 570 LEXINGTON AVENUE, 33RD FLOOR, NEW YORK, NY ZIP+4 ▶ 10022		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A		
16 At any time during calendar year 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 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 ▶ <input type="checkbox"/>	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 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 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) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 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? **SEE STATEMENT 14** 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? Yes No

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? Yes No **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 13		321,329.	18,245.	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
STEVEN ROSENTHAL - 570 LEXINGTON AVENUE, NEW YORK, NY 10022	OFFICE MANAGER 40.00	158,000.	11,782.	0.
MAGS MAURO - 570 LEXINGTON AVENUE, NEW YORK, NY 10022	SECRETARY 40.00	101,313.	5,348.	0.

Total number of other employees paid over \$50,000 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
OFFFIT CAPITAL ADVISORS 485 LEXINGTON AVENUE, NEW YORK, NY 10017	INVESTMENT ADV FEE	174,350.
UHY ADVISORS - 1185 AVENUE OF THE AMERICAS, 38TH FLOOR, NEW YORK, NY 10036	TAX, ACCOUNTING AND CONSULTING	140,591.
CRAVATH, SWAINE & MOORE LLP - WORLDWIDE PLAZA, 825 8TH AVENUE, NEW YORK, NY	LEGAL SERVICES	96,564.
CADWALADER, WICKERSHAM, AND TAFT LLP - ONE FINANCIAL CENTER, 200 LIBERTY STREET, NEW	LEGAL SERVICES	87,116.
MARCUM, LLP - 105 EISENHOWER PARKWAY, SUITE 301, ROSELAND, NJ 07068	AUDITING SERVICES	51,564.
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.

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	67,361,949.
b	Average of monthly cash balances	1b	15,763,620.
c	Fair market value of all other assets	1c	87,496.
d	Total (add lines 1a, b, and c)	1d	83,213,065.
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	83,213,065.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,248,196.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	81,964,869.
6	Minimum investment return. Enter 5% of line 5	6	4,098,243.

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	4,098,243.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	46,639.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	46,639.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,051,604.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	4,051,604.
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	4,051,604.

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	4,368,779.
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	4,368,779.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,368,779.

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				4,051,604.
2 Undistributed income, if any, as of the end of 2015			0.	
a Enter amount for 2014 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	914,749.			
b From 2011	224,877.			
c From 2012	422,708.			
d From 2013	212,018.			
e From 2014	84,166.			
f Total of lines 3a through e	1,858,518.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 4,368,779.				
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				4,051,604.
e Remaining amount distributed out of corpus	317,175.			
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:	2,175,693.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 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				0.
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	914,749.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	1,260,944.			
10 Analysis of line 9:				
a Excess from 2011	224,877.			
b Excess from 2012	422,708.			
c Excess from 2013	212,018.			
d Excess from 2014	84,166.			
e Excess from 2015	317,175.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling

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

4942(j)(3) or 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year				(e) Total
	(a) 2015	(b) 2014	Prior 3 years		
			(c) 2013	(d) 2012	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed.

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

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 CAPITAL GAIN DISTRIBUTION THROUGH FIDELITY 656-16	P		
b CAPITAL GAIN DISTRIBUTION THROUGH FIDELITY 656-16	P		
c ST GAIN THROUGH FIDELITY A/C NO. 656-169691 (SEE			
d LT GAIN THROUGH FIDELITY A/C NO. 656-169691 (SEE			
e LT GAIN THROUGH FIDELITY A/C NO. 656-169691 (SEE			
f ST GAIN THROUGH FIDELITY A/C NO. 656-169693 (SEE			
g LT GAIN THROUGH FIDELITY A/C NO. 656-169693 (SEE			
h LT GAIN THROUGH FIDELITY A/C NO. 656-169693 (SEE			
i ST GAIN THROUGH FIDELITY A/C NO. 656-179879 (SEE			
j LT GAIN THROUGH FIDELITY A/C NO. 656-179879 (SEE			
k ST LOSS THROUGH OCA REAL ESTATE OPPORTUNITIES (K-	P		
l LT GAIN THROUGH OCA REAL ESTATE OPPORTUNITIES (K-	P		
m SEC 1231 GAIN THROUGH OCA REAL ESTATE OPPORTUNITI	P		
n SEC 1256 LOSS THROUGH OCA REAL ESTATE OPPORTUNITI	P		
o SEC 1256 LOSS THROUGH OCA REAL ESTATE OPPORTUNITI	P		

(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			361,296.
b			57.
c	102,018.	104,030.	-2,012.
d	206,235.	234,361.	-28,126.
e	3,262,118.	3,521,446.	-259,328.
f	2,677,478.	2,501,161.	176,317.
g	2,278,586.	1,958,566.	320,020.
h	1,638,769.	964,312.	674,457.
i	23,739.	18,703.	5,036.
j	484,749.	348,689.	136,060.
k			-728.
l			215,147.
m			33,238.
n			-2,222.
o			-3,332.

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			361,296.
b			57.
c			-2,012.
d			-28,126.
e			-259,328.
f			176,317.
g			320,020.
h			674,457.
i			5,036.
j			136,060.
k			-728.
l			215,147.
m			33,238.
n			-2,222.
o			-3,332.

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

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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 SEC 1231 GAIN THROUGH OCA EAGLE GLOBAL MLP (K-1)	P		
b GAIN ON DISPOSITION OF NWI EMERGING MARKET CURREN	P		
c GAIN - OCA REAL ESTATE FUND	P		
d GAIN - GSO CAPITAL SOLUTIONS FUND	P		
e GAIN - OCA EAGLE GLOBAL MLP	P		
f BOOK TO TAX ADJUSTMENT	P		
g			
h			
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			-2,563.
b 4,803,790.		4,400,000.	403,790.
c 3,199.		3,199.	0.
d 2,973.		2,973.	0.
e 5,117.		5,117.	0.
f 2,768.		2,768.	0.
g			
h			
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

(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			-2,563.
b			403,790.
c			0.
d			0.
e			0.
f			0.
g			
h			
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	2,027,107.
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

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

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAIN DISTRIBUTION THROUGH FIDELITY 656-169691	PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
0.	0.	0.	0.
(F) GAIN OR LOSS	361,296.		

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAIN DISTRIBUTION THROUGH FIDELITY 656-169691	PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
0.	0.	0.	0.
(F) GAIN OR LOSS	57.		

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ST GAIN THROUGH FIDELITY A/C NO. 656-169691 (SEE STATEMENT A)			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
102,018.	104,030.	0.	0.
(F) GAIN OR LOSS	-2,012.		

(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
LT GAIN THROUGH FIDELITY A/C NO. 656-169691 (SEE STATEMENT B)	206,235.	234,361.	0.	0.	-28,126.	

(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
LT GAIN THROUGH FIDELITY A/C NO. 656-169691 (SEE STATEMENT C)	3,262,118.	3,521,446.	0.	0.	-259,328.	

(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
ST GAIN THROUGH FIDELITY A/C NO. 656-169693 (SEE STATEMENT D)	2,677,478.	2,518,447.	0.	0.	159,031.	

(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
LT GAIN THROUGH FIDELITY A/C NO. 656-169693 (SEE STATEMENT E)	2,278,586.	1,958,613.	0.	0.	319,973.	

(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
LT GAIN THROUGH FIDELITY A/C NO. 656-169693 (SEE STATEMENT F)	1,638,769.	964,318.	0.	0.	674,451.	

(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
ST GAIN THROUGH FIDELITY A/C NO. 656-179879 (SEE STATEMENT G)	23,739.	18,703.	0.	0.	5,036.	

(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
LT GAIN THROUGH FIDELITY A/C NO. 656-179879 (SEE STATEMENT H)	484,749.	348,689.	0.	0.	136,060.	

(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
ST LOSS THROUGH OCA REAL ESTATE OPPORTUNITIES (K-1)	0.	0.	0.	0.	-728.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LT GAIN THROUGH OCA REAL ESTATE OPPORTUNITIES (K-1)	0.	0.	0.	0.	215,147.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SEC 1231 GAIN THROUGH OCA REAL ESTATE OPPORTUNITIES (K-1)	0.	0.	0.	0.	33,238.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SEC 1256 LOSS THROUGH OCA REAL ESTATE OPPORTUNITIES (K-1)	0.	0.	0.	0.	-2,222.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SEC 1256 LOSS THROUGH OCA REAL ESTATE OPPORTUNITIES (K-1)	0.	0.	0.	0.	-3,332.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC 1231 GAIN THROUGH OCA EAGLE GLOBAL MLP (K-1)	PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) (F) DEPREC. GAIN OR LOSS
0.	0.	0.	0. -2,563.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GAIN ON DISPOSITION OF NWI EMERGING MARKET CURRENCY FUND	PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) (F) DEPREC. GAIN OR LOSS
4,803,790.	4,400,000.	0.	0. 403,790.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GAIN - OCA REAL ESTATE FUND	PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) (F) DEPREC. GAIN OR LOSS
3,199.	0.	0.	0. 3,199.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GAIN - GSO CAPITAL SOLUTIONS FUND	PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) (F) DEPREC. GAIN OR LOSS
2,973.	0.	0.	0. 2,973.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED	DATE SOLD
GAIN - OCA EAGLE GLOBAL MLP	5,117.	0.	0.			5,117.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED	DATE SOLD
BOOK TO TAX ADJUSTMENT	2,768.	0.	0.			2,768.

CAPITAL GAINS DIVIDENDS FROM PART IV 0.

TOTAL TO FORM 990-PF, PART I, LINE 6A 2,023,825.

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
BANK OF NEW YORK - 181624	29.	29.	
CAPITAL ONE - 086104	0.	177.	
FIDELITY 169691	1,403.	1,403.	
FIDELITY 169693 ADVISORY	34.	34.	
FIDELITY 179879 LYRICAL US VALUE	12.	12.	
TOTAL TO PART I, LINE 3	<u>1,478.</u>	<u>1,655.</u>	

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	3
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND THRU FIDELITY 169691	653,313.	0.	653,313.	653,313.	
DIVIDEND THRU FIDELITY 169693 ADVISORY	10,793.	0.	10,793.	10,002.	
DIVIDEND THRU FIDELITY 179879	101,212.	0.	101,212.	101,212.	
INTEREST & DIVIDENDS THRU OCA EAGLE GLOBAL (K-1)	75,888.	0.	75,888.	75,888.	
INTEREST & DIVIDENDS THRU OCA R/E OPP FUND (K-1)	93,741.	0.	93,741.	93,741.	
TO PART I, LINE 4	934,947.	0.	934,947.	934,156.	

FORM 990-PF	OTHER INCOME		STATEMENT	4
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	
OTHER INCOME THRU OCA REAL ESTATE OPPORTUNITIES (K-1)	-330,246.	-29,528.		
OTHER INCOME THRU ENTERPRISE PRODUCTS PARTNERS LP(K-1)	0.	-6.		
OTHER INCOME THRU ANCHORAGE CAPITAL	-15,214.	-15,214.		
OTHER INCOME THRU STEPSTONE PRIVATE EQUITY PARTNERS OFFSHORE	210,410.	210,410.		
OTHER INCOME THRU OCA EAGLE GLOBAL (K-1)	166,166.	166,166.		
OTHER INCOME THRU GSO CAPITAL SOLUTIONS FUND	64,609.	64,609.		
OTHER INCOME THRU OCA SA MEZZANINE FUND II	78,090.	78,090.		
OTHER INCOME	58,156.	0.		
TOTAL TO FORM 990-PF, PART I, LINE 11	231,971.	474,527.		

FORM 990-PF	LEGAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CADWALADER, WICKERSHAM & TAFT - LEGAL FEES	87,116.	43,558.		43,558.
DEWEY PEGNO & KRAMARSKY LLP - LEGAL FEES	3,211.	1,606.		1,606.
CRAVATH, SWAINE & MOORE LLP	96,564.	48,282.		48,282.
TO FM 990-PF, PG 1, LN 16A	186,891.	93,446.		93,446.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MARCUM LLP - AUDIT FEES	51,564.	25,782.		25,782.
UHY ADVISORS - CONSULTING FEES	97,696.	48,848.		48,848.
UHY ADVISORS - TAX PREPARATION FEES	42,895.	21,448.		21,448.
TO FORM 990-PF, PG 1, LN 16B	192,155.	96,078.		96,078.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES:	0.	0.		0.
OFFIT CAPITAL ADVISORS LLC	174,350.	174,350.		0.
ADVISORY RESEARCH	20,618.	20,618.		0.
LYRICAL US VALUE EQUITY	85,609.	85,609.		0.
CONSULTING FEES:	0.	0.		0.
STUART SILVER	12,512.	6,256.		6,256.
JER HR CONSULTING LLC	3,000.	1,500.		1,500.
DIGITAL4NX GROUP, LTD.	17,000.	8,500.		8,500.
TO FORM 990-PF, PG 1, LN 16C	313,089.	296,833.		16,256.

FORM 990-PF	TAXES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	75,000.	0.		0.
PAYROLL TAXES	39,248.	19,624.		19,624.
FOREIGN TAX THRU FIDELITY 656-169691	43,678.	43,678.		0.
FOREIGN TAX THRU FIDELITY 656-179879 LYRICAL	1,171.	1,171.		0.
NYS CORP TAX	250.	0.		0.
TO FORM 990-PF, PG 1, LN 18	159,347.	64,473.		19,624.

FORM 990-PF	OTHER EXPENSES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TELEPHONE	2,476.	1,238.		1,238.
MESSENGER SERVICE	374.	187.		187.
CAR SERVICE	2,605.	1,303.		1,303.
SUPPLIES	11,754.	5,877.		5,877.
COPIER MACHINE	3,492.	1,746.		1,746.
DUES & SUBSCRIPTION	1,280.	640.		640.
INTERNET ACCESS	1,584.	792.		792.
FILING FEES	1,500.	750.		750.
OTHER OFFICE EXPENSE	21,758.	10,879.		10,879.
BANK CHARGES	1,161.	581.		581.
DEDUCT THRU OCA EAGLE (K-1)	85,671.	85,671.		0.
DEDUCT THRU OCA R/E OPP FUND (K-1)	12,142.	12,142.		0.
OFFICE EQUIPMENT	1,144.	572.		572.
INSURANCE	14,071.	7,036.		7,036.
PAYROLL FEES	1,788.	894.		894.
COMPUTER SOFTWARE	4,294.	2,147.		2,147.
POSTAGE & SHIPPING	4,056.	2,028.		2,028.
TO FORM 990-PF, PG 1, LN 23	171,150.	134,483.		36,670.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ADVISORY RESEARCH	0.	0.
LYRICAL US VALUE EQUITY	6,264,372.	6,497,372.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,264,372.	6,497,372.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EUROPEAN INVESTORS	COST	696,405.	739,668.
CHESAPEAKE PTRS INTL LTD	COST	2,000,000.	3,830,759.
STEPSTONE PE PARTNERS	COST	2,011,910.	2,281,547.
PERSHING SQUARE INTL LTD	COST	3,163,893.	3,738,537.
ANCHORAGE CAPITAL PARTNERS	COST	2,708,583.	4,102,096.
OCA EAGLE GLOBAL MLP LLC	COST	3,254,484.	4,100,791.
EII INTERNATIONAL PRPTY FUND	COST	680,169.	528,611.
AURELIUS CAPL INTL LTD	COST	0.	0.
OCA REAL ESTATE OPP FUND I LP	COST	49,122.	796,943.
VANGUARD FTSE EMERGING MARKETS ETF	COST	0.	0.
NWI EMERGING MARKET CURRENCY FUND	COST	0.	0.
OCA SA MEZZANINE FUND II	COST	1,711,510.	1,709,732.
VANGUARD S&P 500 INDEX FUND	COST	13,024,743.	15,657,930.
EDGEWOOD GROWTH FUND INSTL.	COST	6,356,829.	6,833,431.
GSO CAPITAL SOLUTIONS FUND	COST	727,933.	689,584.
SACHEM HEAD OFFSHORE LTD	COST	4,500,000.	4,692,366.
WISDOMTREE TRUST JAPAN HEDGE	COST	3,731,772.	3,596,008.
TOTAL TO FORM 990-PF, PART II, LINE 13		44,617,353.	53,298,003.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 12
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE EQUIPMENT	4,005.	4,005.	0.
FURN & FIXTURES	10,767.	10,767.	0.
FURN & FIXTURES	2,723.	2,723.	0.
FURN & FIXTURES	2,271.	2,271.	0.
COMPUTERS	6,400.	6,400.	0.
FURN & FIXTURES	1,181.	1,181.	0.

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ELEC WATER HEATER	2,800.	2,800.	0.
OFFICE EQUIPMENT	3,931.	3,931.	0.
OFFICE EQUIPMENT	88.	88.	0.
COMPUTERS	6,085.	6,085.	0.
FURN & FIXTURES	2,106.	1,956.	150.
COMPUTER	764.	764.	0.
FURN & FIXTURES	890.	603.	287.
FURN & FIXTURES	261.	157.	104.
OFFICE EQUIPMENT	300.	295.	5.
FURN & FIXTURES	765.	409.	356.
FURN & FIXTURES	245.	128.	117.
FURN & FIXTURES	93.	43.	50.
FURN & FIXTURES	103.	51.	52.
FURN & FIXTURES	1,140.	407.	733.
FURN & FIXTURES	1,174.	266.	908.
COMPUTER	2,461.	902.	1,559.
TOTAL TO FM 990-PF, PART II, LN 14	50,553.	46,232.	4,321.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
STUART SILVER 570 LEXINGTON AVE, 33RD FL NEW YORK, NY 10022	SECRETARY/DIRECTOR 1.00	12,500.	0.	0.
MARGOT GIBIS 570 LEXINGTON AVE, 33RD FL NEW YORK, NY 10022	VP/DIRECTOR * 40.00	65,084.	7,130.	0.
ARTHUR S. HOFFMAN 570 LEXINGTON AVE, 33RD FL NEW YORK, NY 10022	PRES/TREASURER/DIRECTOR * 40.00	243,745.	11,115.	0.
JEAN WAGENER 570 LEXINGTON AVE, 33RD FL NEW YORK, NY 10022	DIRECTOR 1.00	0.	0.	0.
LAUREL EISNER 570 LEXINGTON AVE, 33RD FL NEW YORK, NY 10022	DIRECTOR 1.00	0.	0.	0.
SUNHEE GERTZ 570 LEXINGTON AVE, 33RD FL NEW YORK, NY 10022	DIRECTOR 1.00	0.	0.	0.

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13-6093563

JOHN ROBINSON
570 LEXINGTON AVE, 33RD FL
NEW YORK, NY 10022

CHAIRMAN/DIRECTOR

1.00

0.

0.

0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

321,329.

18,245.

0.

*THE PRESIDENT AND VICE PRESIDENT ARE EMPLOYED
FULL TIME BY THE FOUNDATION AND ITS AFFILIATES.

FORM 990-PF EXPENDITURE RESPONSIBILITY STATEMENT STATEMENT 14
PART VII-B, LINE 5C

GRANTEE'S NAME

LUXFESTIVAL

GRANTEE'S ADDRESS

B.P. 30
ECHTERNACH, LUXEMBOURG, L-6401

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
67,000.	05/05/15	

PURPOSE OF GRANT

SUPPORT OF FESTIVAL ECHTERNACH CONCERTS

2015 DEPRECIATION AND AMORTIZATION REPORT
FORM 990-PF PAGE 1

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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	OFFICE EQUIPMENT	070106200DB	5.00	17	4,005.				4,005.	4,005.		0.
2	FURN & FIXTURES	063010SL	7.00	16	10,767.				10,767.	10,767.		0.
3	FURN & FIXTURES	063010200DB	7.00	17	2,723.				2,723.	2,723.		0.
4	FURN & FIXTURES	063010200DB	7.00	17	2,271.				2,271.	2,271.		0.
5	COMPUTERS	070108SL	5.00	16	6,400.				6,400.	6,400.		0.
6	FURN & FIXTURES	070108SL	7.00	16	1,181.				1,181.	1,098.		83.
7	ELEC WATER HEATER	070108SL	7.00	16	2,800.				2,800.	2,600.		200.
8	OFFICE EQUIPMENT	070108SL	5.00	16	3,931.				3,931.	3,931.		0.
9	OFFICE EQUIPMENT	070109SL	5.00	16	88.				88.	88.		0.
10	COMPUTERS	070109SL	5.00	16	6,085.				6,085.	6,085.		0.
11	FURN & FIXTURES	070109SL	7.00	16	2,106.				2,106.	1,655.		301.
12	COMPUTER	031210SL	5.00	16	764.				764.	739.		25.
13	FURN & FIXTURES	040811SL	7.00	16	890.				890.	476.		127.
14	FURN & FIXTURES	100711SL	7.00	16	261.				261.	120.		37.
15	OFFICE EQUIPMENT	020411SL	5.00	16	300.				300.	235.		60.
16	FURN & FIXTURES	041212SL	7.00	16	765.				765.	300.		109.
17	FURN & FIXTURES	051112SL	7.00	16	245.				245.	93.		35.
18	FURN & FIXTURES	090712SL	7.00	16	93.				93.	30.		13.

528102
04-01-15

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

2015 DEPRECIATION AND AMORTIZATION REPORT
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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
19	FURN & FIXTURES	080312SL		7.00	16	103.			103.	36.		15.
30	FURN & FIXTURES	063013SL		7.00	16	1,140.			1,140.	244.		163.
31	FURN & FIXTURES	060614SL		7.00	16	1,174.			1,174.	98.		168.
32	COMPUTER	030714SL		5.00	16	2,461.			2,461.	410.		492.
	* TOTAL 990-PF PG 1					50,553.		0.	50,553.	44,404.	0.	1,828.
	DEPR											

THE RIDGEFIELD FOUNDATION, 13-6093563
2015
PART XV - LINE 3A GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENTS	ADDRESS	IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR	FOUNDATIION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
Aldrich Museum	258 Main Street, Ridgefield, CT 06877	N/A	Public	\$ 40,000	Museum and cultural
American Folk Art Museum	2 Lincoln Square, New York, NY 10023	N/A	Public	\$ 200,000	Museum and cultural
Anti-Defamation League (ADL)	605 Third Avenue, New York, NY 10158	N/A	Public	\$ 50,000	Interreligious understanding
Atlantic Theater Company	76 Ninth Avenue - Suite 537, New York, NY 10011	N/A	Public	\$ 15,000	Children's programs
Bar-Ilan University	160 East 56th Street - 5th Floor, New York, NY 10022	N/A	Public	\$ 150,000	Education
Bennington College	One College Drive, Bennington, VT 05201-6001	N/A	Public	\$ 60,000	Education
Boys Town Jerusalem Foundation	12 W 31st Street, Suite 300, New York, NY 10001	N/A	Public	\$ 125,000	Education
Brooklyn Legal Services	105 Court Street, 3rd Floor, Brooklyn, NY 11201	N/A	Public	\$ 2,000	Community Service
Brandeis University	415 South Street, Mailstop 103, Waltham, MA 02454	N/A	Public	\$ 250,000	Education
Doctors Without Borders	333 7th Avenue, 2nd Floor, New York, NY 10001-5004	N/A	Public	\$ 50,000	Medical clinical
Education Through Music, Inc	122 East 42nd Street - Suite 1501, New York, NY 10168	N/A	Public	\$ 15,000	Children's programs
Georgetown University	305 N ICC, Washington, DC 20057	N/A	Public	\$ 100,000	Education
Grow NYC	51 Chambers Street-Room 228, New York, NY 10007	N/A	Public	\$ 15,000	Children's program
Harlem School of the Arts	645 Saint Nicholas Avenue, New York, NY 10030	N/A	Public	\$ 25,000	Children's program
Hebrew University, Inc	1 Battery Park Plaza, 25th Fl, New York, NY 10004-1405	N/A	Public	\$ 225,000	Education
Hebrew University, Inc	1 Battery Park Plaza, 25th Fl, New York, NY 10004-1405	N/A	Public	\$ 50,000	Education
Israel Museum	500 Fifth Avenue, Suite 2450, New York, NY 10110	N/A	Public	\$ 30,000	Museum and cultural
Israel Museum	500 Fifth Avenue, Suite 2450, New York, NY 10110	N/A	Public	\$ 150,000	Museum and cultural
Jacob's Pillow Dance	358 George Carter Rd, Becket, MA 01223	N/A	Public	\$ 50,000	Museum and cultural
Jewish Family Service of Metro West	256 Columbia Turnpike-Suite 105, Florham Park, NJ 07932	N/A	Public	\$ 10,000	Relief of disadvantaged
Jewish Museum	1109 Fifth Avenue, New York, NY 10022	N/A	Public	\$ 150,000	Museum and cultural
Lincoln Center Corporate Fund	70 Lincoln Center Plaza, New York, NY 10023-6583	N/A	Public	\$ 15,000	Museum and cultural
Luxfestival	B P 30, L-6401 Echternach, Luxembourg	N/A	Public	\$ 67,000	Support of Festival Echternach Concerts
MJHS Institute for Innovation in Palliative Care	39 Broadway, New York, NY 10006	N/A	Public	\$ 100,000	Medical clinical
New Jersey Institute of Technology	University Heights, Newark, NJ 07120-1982	N/A	Public	\$ 300,000	Education
New Jersey Institute of Technology	University Heights, Newark, NJ 07120-1982	N/A	Public	\$ 50,000	Education
New York Pops	333 West 52nd Street - Suite 600, New York, NY 10019	N/A	Public	\$ 25,000	Museum and cultural
Philanthropy Roundtable	1730 M Street NW - Suite 601, Washington, DC 20036	N/A	Public	\$ 500	Community Service
Rambam Health Care Campus	521 Fifth Avenue-Suite 1723, New York, NY 10175	N/A	Public	\$ 150,000	Medical clinical
RefugePoint	689 Massachusetts Avenue-2nd Floor, Somerville, MA 02139	N/A	Public	\$ 35,000	Relief of disadvantaged
Sanctuary for Families	P O Box 1406 - Wall Street Station, New York, NY 1026-1406	N/A	Public	\$ 150,000	Relief of disadvantaged
SCAN New York	345 East 102nd Street, New York, NY 10029	N/A	Public	\$ 40,000	Children's program
SNACK & Friends, Inc	220 East 86th Street, New York, NY 10028	N/A	Public	\$ 15,000	Children's program
Studio In A School	75 West End Avenue, New York, NY 10023	N/A	Public	\$ 20,000	Children's program
Thirteen WNET	825 Eighth Avenue, New ork, NY 1001-7435	N/A	Public	\$ 40,000	Museum and cultural
Tufts University	160 Packard Avenue, Medford, MA 02155	N/A	Public	\$ 545,000	Education
Tufts University	160 Packard Avenue, Medford, MA 02155	N/A	Public	\$ 50,000	Education
Weizmann Institute of Science	633 Third Avenue-20th Floor, New York, NY 10017	N/A	Public	\$ 75,000	Medical clinical
Weizmann Institute of Science	633 Third Avenue-20th Floor, New York, NY 10017	N/A	Public	\$ 225,000	Medical research
TOTAL				\$ 3,664,500	