Form **990-PF**

Department of the Treasury
Internal Revenue Service

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 instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015 , and ending 12-31-2015

Name of foundation
THE LILLIAN GOLDMAN CHARITABLE TRUST

% HOLLAND & KNIGHT LLP

Number and street (or P O box number if mail is not delivered to street address)
31 West 52nd Street

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
NEW YORK, NY 10019

A Employer identification number
13-7048279

B Telephone number (see instructions)
(212) 513-3200

C If exemption application is pending, check here ▶ ☐

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

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 ▶ ☐

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)* ▶$ 15,556,837

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) ________
(Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(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 (attach schedule)	0			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	311,222	311,222		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	2,119,068			
	b	Gross sales price for all assets on line 6a 9,424,653				
	7	Capital gain net income (from Part IV, line 2)		2,119,068		
	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) (attach schedule)				
	11	Other income (attach schedule)	18,760	22,620		
	12	**Total.** Add lines 1 through 11	2,449,050	2,452,910		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	187,807	18,781	0	169,026
	b	Accounting fees (attach schedule)	30,312	3,031	0	27,281
	c	Other professional fees (attach schedule)	162,130	162,130		
	17	Interest	4,838	4,838		
	18	Taxes (attach schedule) (see instructions)	38,884	2,884		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	24,436	21,367		750
	24	**Total operating and administrative expenses.** Add lines 13 through 23	448,407	213,031	0	197,057
	25	Contributions, gifts, grants paid	4,983,333			4,983,333
	26	**Total expenses and disbursements.** Add lines 24 and 25	5,431,740	213,031	0	5,180,390
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-2,982,690			
	b	**Net investment income** (if negative, enter -0-)		2,239,879		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II	**Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
1	Cash—non-interest-bearing	859,746	1,929,385	1,929,385
2	Savings and temporary cash investments	3,564,244	259,175	259,175
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 (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	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 (attach schedule)	371,681	3,090,071	3,072,342
b	Investments—corporate stock (attach schedule)	13,457,227	9,758,843	9,949,912
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	112,104	326,191	326,191
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	1,185	19,832	19,832
16	**Total assets**(to be completed by all filers—see the instructions Also, see page 1, item I)	18,366,187	15,383,497	15,556,837
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 (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities**(add lines 17 through 22)		0	
	Foundations that follow SFAS 117, check here ▶ ☐ **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 ▶ ☑ **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds	18,366,187	15,383,497	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances**(see instructions)	18,366,187	15,383,497	
31	**Total liabilities and net assets/fund balances**(see instructions)	18,366,187	15,383,497	

Assets (lines 1–16); Liabilities (lines 17–23); Net Assets or Fund Balances (lines 24–31)

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	18,366,187
2	Enter amount from Part I, line 27a	2	-2,982,690
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	15,383,497
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	15,383,497

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)
1 a	PUBLICLY TRADED SECURITIES			
b	PUBLICLY TRADED SECURITIES			
c	LT GAIN FROM LPS			
d	1231 GAINS FROM LPS			
e	CAPITAL GAIN DISTRIBUTION			

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	4,060,815		2,082,323	1,978,492
b	5,357,768		5,223,193	134,575
c			11	-11
d			58	-58
e	6,070			6,070

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				1,978,492
b				134,575
c				-11
d				-58
e				6,070

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	2,119,068
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) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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 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	6,173,838	22,234,263	0 277672
2013	4,012,607	26,337,827	0 152351
2012	3,602,312	25,852,343	0 139342
2011	3,396,852	29,506,859	0 115121
2010	1,904,774	29,912,991	0 063677

2	**Total** of line 1, column (d).	2	0 748163
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	0 149633
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	17,045,625
5	Multiply line 4 by line 3.	5	2,550,588
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	22,399
7	Add lines 5 and 6.	7	2,572,987
8	Enter qualifying distributions from Part XII, line 4.	8	5,180,390

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	22,399
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	
3	Add lines 1 and 2			3	22,399
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	22,399
6	Credits/Payments				
a	2015 estimated tax payments and 2014 overpayment credited to 2015	**6a**	32,521		
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	32,521
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	10,122
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 10,122 **Refunded** ▶			11	

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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ____________ **(2)** On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
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*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
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*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶HOLLAND & KNIGHT LLP Telephone no ▶(212) 513-3200

Located at ▶31 WEST 52ND STREET new york NY ZIP+4 ▶10019

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 |

			Yes	No
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?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any**of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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		No
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? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
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)	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			
	▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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)? **5b** **Yes**

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? ☑ 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** **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? **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 (see instructions).

(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 Additional Data Table				

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). 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

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
paul comstock partners 1120 avenue of the americas 4th fl NEW YORK, NY 10036	INVESTMENT SERVICES	162,130
Holland & Knight LLP 31 west 52nd street NEW YORK, NY 10019	legal services	187,807

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

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 NONE	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions **3**	
Total. Add lines 1 through 3 . . . . ▶	

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	15,887,463
b	Average of monthly cash balances.	1b	1,091,549
c	Fair market value of all other assets (see instructions).	1c	326,191
d	**Total** (add lines 1a, b, and c).	1d	17,305,203
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). 1e		
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	17,305,203
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	259,578
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	17,045,625
6	**Minimum investment return.** Enter 5% of line 5.	6	852,281

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	852,281
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	22,399		
b	Income tax for 2015 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	22,399
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	829,882
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	829,882
6	Deduction from distributable amount (see instructions).			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.			7	829,882

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	5,180,390
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	5,180,390
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 (see instructions).	5	22,399
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	5,157,991

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					829,882
2 Undistributed income, if any, as of the end of 2015					
a Enter amount for 2014 only.				0	
b Total for prior years 2013 , 2012 , 2011			0		
3 Excess distributions carryover, if any, to 2015					
a From 2010.	451,964				
b From 2011.	1,934,785				
c From 2012.	2,747,739				
d From 2013.	2,739,680				
e From 2014.	5,117,873				
f **Total** of lines 3a through e.		12,992,041			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 5,180,390					
a Applied to 2014, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2015 distributable amount.					829,882
e Remaining amount distributed out of corpus		4,350,508			
5 Excess distributions carryover applied to 2015 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		17,342,549			
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.					
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 instructions				0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015					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)					
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions) . . .		451,964			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a		16,890,585			
10 Analysis of line 9					
a Excess from 2011. . . .	1,934,785				
b Excess from 2012. . . .	2,747,739				
c Excess from 2013. . . .	2,739,680				
d Excess from 2014. . . .	5,117,873				
e Excess from 2015. . . .	4,350,508				

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

1a 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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2015	**(b)** 2014	**(c)** 2013	**(d)** 2012	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 organization 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 email 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 XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				4,983,333
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	311,222	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	2,119,068	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a OTHER INCOME FROM INVESTMENT IN LP		-3,860	01	101	
b MISCELLANEOUS INCOME			01	22,519	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-3,860		2,452,910	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 2,449,050

(See worksheet in line 13 instructions to verify calculations)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
(1)	Cash.	1a(1)		No
(2)	Other assets.	1a(2)		No
b	Other transactions			
(1)	Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2)	Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3)	Rental of facilities, equipment, or other assets.	1b(3)		No
(4)	Reimbursement arrangements.	1b(4)		No
(5)	Loans or loan guarantees.	1b(5)		No
(6)	Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

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

******	2016-10-26	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
Scott Thompsett				P00741490

Firm's name ▶ GRANT THORNTON LLP

Firm's EIN ▶

Firm's address ▶ 757 THIRD AVE 2ND FLOOR NEW YORK, NY 100172013

Phone no (212) 599-0100

Form 990PF Part VIII Line 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
AMY GOLDMAN FOWLER 164 mountain view road rhinebeck, NY 12572	TRUSTEE 3 0	0	0	0
DONALD A GOLDSMITH ESQ 31 West 52nd Street New York, NY 10019	TRUSTEE 3 0	0	0	0
NEIL HAMILTON SUNSTEAD FARM WAUKEE, IA 50263	TRUSTEE 3 0	0	0	0
Cary Fowler 164 mountain view road rhinebeck, NY 12572	trustee 3 0	0	0	0
Sara Goldman Arno 164 mountain view road rhinebeck, NY 12572	trustee 3 0	0	0	0
Robin Kemper 1136 fifth avenue 3A new york, NY 10128	trustee 3 0	0	0	0
Carroll Stevens 250 Perry street Mill valley, CA 94941	trustee 3 0	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Planned Parenthood Federation of America 434 West 33rd Street New York, NY 10001	None	PC	charitable	200,000
Native SeedsSEARCH 3584 E River Rd tucson, AZ 85718	None	PC	charitable	100,000
Kitchen Gardeners International 3 Powderhorn Drive Scarborough, ME 04074	None	PC	charitable	25,000
United Community Centers Inc 1200 E Maddox Avenue Fort Worth, TX 76104	None	PC	charitable	25,000
Animal Rescue League of Iowa 5452 NE 22nd Street Des Moines, IA 50313	None	PC	Animal Rescue	10,000
Food Corps Inc 1201 Broadway Suite 411 New York, NY 10001	None	PC	charitable	110,000
Des Moines Art Center 4700 Grand Avenue Des Moines, IA 50312	None	PC	educational	7,500
Drake University Agricultural Law Center 2507 University Avenue Des Moines, IA 50311	None	PC	educational	27,500
National Young Farmers Coalition po box 1074 hudson, NY 12534	None	PC	charitable	7,500
Iowa Natural Heritage Foundation Insurance Exchange Building 505 5t Des Moines, IA 50309	None	NC	charitable	10,000
The Redwoods 40 Camino Alto Mill Valley, CA 94941	None	PC	charitable	20,000
University of Kentucky College of Law 620 S Limestone 209 Lexington, KY 40508	None	PC	educational	20,000
Georgetown College 400 East College Street Georgetown, KY 40324	None	PC	Educational	30,000
Americans for Oxford 500 Fifth Avenue 32nd Floor New York, NY 10110	None	PC	educational	10,000
Rhodes College 2000 N Parkway Memphis, TN 38112	None	PC	educational	200,000
Total . . . . ▶ **3a**				4,983,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
WNET 825 Eighth Avenue 14th Floor New York, NY 10019	None	PC	charitable	150,000
Purdue University Dauch Alumni Center 403 West Wood West Lafayette, IN 47907	None	PC	educational	10,000
Democracy North Carolina 1821 Green Street Durham, NC 27705	None	PC	charitable	150,000
Children's Hospital of Wisconsin Foundation PO box 1997 MSC 900 Milwaukee, WI 53201	None	PC	charitable	200,000
New York Botanical Garden (Edible Academy) 2900 Southern Boulevard Bronx, NY 104585126	None	PC	Charitable	75,000
Parkinson's Disease Foundation 1359 Broadway Suite 1509 New York, NY 10018	None	PC	scientific	50,000
Yale School of Medicine 333 Cedar Street New Haven, CT 06510	None	PC	educational	200,000
Bowdoin College 4100 College Station Brunswick, ME 04011	None	PC	educational	50,000
Global Justice Center 25 East 21st Street 10th Floor New York, NY 10010	None	PC	charitable	200,000
The New York Botanical Garden 200th Street and Kazimiroff Blvd Bronx, NY 10458	None	PC	charitable	233,333
Trustees of Columbia University 127 W 127th Street New York, NY 10027	None	PC	educational	15,000
ARM of Care 1839 Ygnacio Valley Road 216 Walnut Creek, CA 94598	None	PC	charitable	35,000
PEN American Center 588 Broadway Room 303 New York, NY 10012	None	PC	charitable	100,000
University of California - Santa Barbara 3201 Saasb Bldg Payroll Office Santa Barbara, CA 93106	None	PC	educational	200,000
Planned Parenthood of the Mid Hudson Valley 178 Church Street Poughkeepsie, NY 12601	None	PC	charitable	50,000
Total . . . . ▶ **3a**				4,983,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
American Livestock Breeds Conservancy PO Box 477 33 Hillsborough Street Pittsboro, NC 27312	None	PC	charitable	75,000
The Center for Jewish History 15 West 16th Street New York, NY 10011	None	PC	religious	370,000
Columbia University 622 West 113th Street Mail Code 4524 new york, NY 10025	None	PC	educational	150,000
Seed Savers Exchange 3094 North Winn Road Decorah, IA 52101	none	PC	charitable	10,000
PKD Foundation 1001 E 101st Terrace Suite 220 Kansas City, MO 64131	NONE	PC	Charitable	75,000
Westover School 1237 Whittemore Road Middlebury, CT 06762	none	PC	charitable	100,000
University of Arizona Foundation 1111 N Cherry Ave Tucson, AZ 85719	none	PC	charitable	25,000
Practical Farmers of Iowa 600 5th Street Ames, IA 50010	none	PC	charitable	10,000
Seeds of Diversity 1-12 Dupont St West Waterloo, ON N2L 2XS CA	none	PC	charitable	30,000
Kane Street Synagogue 236 Kane Street Brooklyn, NY 11231	none	PC	charitable	750,000
Friends of ETC group 1003B Lamond Ave Durham, NC 27701	none	PC	educational	200,000
International Documentary Association 3470 Wilshire BLVD Suite 980 Los Angeles, CA 90010	none	PC	charitable	7,500
The Putney School 418 Houghton Brook Rd Putney, VT 05346	none	PC	educational	100,000
Southern Poverty Law Center 400 Washington Avenue Montgomery, AL 36104	none	PC	charitable	100,000
Mountain Play Association 1556 4th St Suite B San Rafael, CA 94901	none	PC	charitable	20,000
Total . . . . ▶ **3a**				4,983,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Center for Reproductive Rights 199 Water Street New York, NY 10038	none	PC	charitable	100,000
Rocky Mountain Seed Alliance PO Box 4736 Ketchum, ID 83340	none	PC	charitable	25,000
William J Brennan Center for Justice 161 Avenue of the Americas 12th Fl New York, NY 10013	none	PC	charitable	100,000
New York University The Margaret Sanger Papers NYU Di 838 Broadway suite 504 New York, NY 10003	none	PC	Educational	50,000
Breast Cancer Research Foundation 60 East 56th Street 8th Floor New York, NY 10022	none	PC	research	100,000
New Eyes for the Needy Inc 549 Millburn Avenue PO Box 332 Short Hills, NJ 07078	none	PC	charitable	3,000
National Immigration Law Center PO Box 70067 Los Angeles, CA 90070	none	PC	charitable	5,000
Books for Africa Inc 26 East Exchange Street Suite 411 Saint Paul, MN 55101	none	PC	charitable	7,000
American Cancer Society 250 Williams Street NW Atlanta, GA 30303	none	PC	charitable	25,000
America's Vet Dogs 371 East Jericho Turnpike Smithtown, NY 117872976	none	PC	charitable	15,000
Vermont Law School PO Box 26 Chelsea Street South Royalton, VT 05068	none	PC	educational	10,000
Total . . . . ▶ **3a**				4,983,333

TY 2015 Accounting Fees Schedule

Name: THE LILLIAN GOLDMAN CHARITABLE TRUST

EIN: 13-7048279

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GRANT THORNTON ACCOUNTING FEES	30,312	3,031		27,281

TY 2015 Depreciation Schedule

Name: THE LILLIAN GOLDMAN CHARITABLE TRUST

EIN: 13-7048279

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2015 Expenditure Responsibility Statement

Name: THE LILLIAN GOLDMAN CHARITABLE TRUST

EIN: 13-7048279

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
Seeds of Diversity-See federal footnotes						NO			

TY 2015 Investments Corporate Stock Schedule

Name: THE LILLIAN GOLDMAN CHARITABLE TRUST

EIN: 13-7048279

Name of Stock	End of Year Book Value	End of Year Fair Market Value
*PUBLICLY TRADED SECURITIES IN		
ARISTOTLE	1,987,794	2,556,204
POLEN CAPITAL	852,968	1,307,918
RIVERBRIDGE	988,800	1,252,838
MUTUAL FUNDS	3,711,449	2,310,275
ITHAKA	861,171	1,287,281
TIETON	1,356,661	1,235,396

TY 2015 Investments Government Obligations Schedule

Name: THE LILLIAN GOLDMAN CHARITABLE TRUST

EIN: 13-7048279

US Government Securities - End of Year Book Value: 3,090,071

US Government Securities - End of Year Fair Market Value: 3,072,342

State & Local Government Securities - End of Year Book Value:

State & Local Government Securities - End of Year Fair Market Value:

TY 2015 Investments - Other Schedule

Name: THE LILLIAN GOLDMAN CHARITABLE TRUST

EIN: 13-7048279

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
INVESTMENT IN LIMITED			
PARTNERSHIP		326,191	326,191

TY 2015 Legal Fees Schedule

Name: THE LILLIAN GOLDMAN CHARITABLE TRUST

EIN: 13-7048279

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
HOLLAND & KNIGHT LLP	187,807	18,781		169,026

TY 2015 Other Assets Schedule

Name: THE LILLIAN GOLDMAN CHARITABLE TRUST

EIN: 13-7048279

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST/DIVIDEND RECEIVABLE	1,185	19,832	19,832

TY 2015 Other Expenses Schedule

Name: THE LILLIAN GOLDMAN CHARITABLE TRUST

EIN: 13-7048279

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADR SECURITIES FEES	257	257		
NYS FILING FEES	750			750
OTHER LP EXPENSES	20,931	18,612		
MISCELLANEOUS EXPENSE	2,498	2,498		

TY 2015 Other Income Schedule

Name: THE LILLIAN GOLDMAN CHARITABLE TRUST

EIN: 13-7048279

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
other income from LP investments	-3,759	101	
Miscellaneous income	22,519	22,519	

TY 2015 Other Professional Fees Schedule

Name: THE LILLIAN GOLDMAN CHARITABLE TRUST

EIN: 13-7048279

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	162,130	162,130		

TY 2015 Taxes Schedule

Name: THE LILLIAN GOLDMAN CHARITABLE TRUST

EIN: 13-7048279

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	2,884	2,884		
FEDERAL EXCISE TAX	36,000			