

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



Return of Private Foundation

OMB No 1545-0052 2015

Department of Internal Reven

Administrative Expenses

Operating 25

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.

| | Revenue Service | ► Information | on about For | m 990-PF and | d its separa | te instructions | is at www. | irs.gov | form990pf. | Open to Public I | nspection' |
|---|---|--------------------------------|------------------|--|---------------|-----------------|------------|-------------------|------------------------|--|------------|
| For c | alendar year 2015 | or tax year | beginning | | | _, 2015 | , and end | ing | | | , 20 |
| Name | of foundation | | | | | | | A | Employer ide | ntification number | |
| RIC | CHARD W. GOL | DMAN FAMI | LY FOUND | ATION | | | | ĺ | 45-1261 | 400 | |
| Number and street (or P O box number if mail is not delivered | | | | d to street address) Room/suite | | | e B | Telephone nu | imber (see instruction | ns) | |
| | | | | | | | ĺ | | | | |
| 120 | O1 CONNECTIC | JT AVENUE | N.W., # | 300 | | | } | | (202) | 595-1020 | |
| City | or town, state or province | ce, country, and Z | IP or foreign po | stal code | | | | | | | |
| | | | | | | | | C | If exemption ap | plication is here | ▶ |
| WAS | SHINGTON, DC | 20036 | | | _ | | | | portaining, criticalit | | |
| G Ch | eck all that apply | Initial | return | In | tıal return | of a former p | ublic chai | rity _D | 1 Foreign orga | nizations, check here, | , ▶□ |
| | | Final | return | Ar | nended re | turn | | } | 2 Foreign orga | inizations meeting the | |
| | | Addre | ess change | Na | ame chang | е | | | | eck here and attach | |
| H Ch | eck type of organi | zation X | Section 501 | (c)(3) exem | pt private f | oundation | | | | | |
| | Section 4947(a)(1) i | nonexempt cha | arıtable trust | Other | taxable pr | ivate founda | tion | - | - | lation status was termina 07(b)(1)(A), check here | |
| I Fai | r market value o | of all assets | at J Acco | ounting met | nod X C | ash Acc | rual | | | on is in a 60-month term | |
| end | d of year <i>(from Pa</i> | rt II, col (c), III | ne 🗀 C | ther (specif | y) | | | - | | 07(b)(1)(B), check here | 1 1 |
| 16 | ▶\$ 72, | 885,981. | (Part I, | column (d) mi | ist be on cas | sh basis) | | | | | |
| Part | Analysis of Rev | | | (a) Reve | nue and | | | | | (d) Disburs | |
| | total of amounts in may not necessar | columns (b), (c | c), and (d) | expens | es per | (b) Net inve | | (c) | Adjusted net income | for char | |
| | column (a) (see in | | | boo | ks | | | | | (cash bas | |
| 1 | Contributions, gifts, gran | ts, etc , received (att | tach schedule) . | | | | | | | | |
| -2- | Check ► X if th | e foundation is no ch Sch B | ot required to | | | | | | | | |
| 3 | Interest on savings a | | | | | | | | | | |
| 4 | Dividends and inte | rest from secui | rities | 9 | 64,050. | 96 | 4,050. | | | | |
| 5a | Gross rents | <i>.</i> | <i>.</i> | | | | | | | | |
| b | Net rental income or | (loss) | | | | | | | | | |
| | Net gain or (loss) fro | — — — | | 2,6 | 65,546. | | | | | | |
| ᇍ | Gross sales price for a assets on line 6a | all 14. | 372,734. | , | | | | | | | |
| 6a 6 7 | Capital gain net in | | rt IV, line 2) | | | 2,66 | 5,546. | | | | |
| Ž 8 | Net short-term car | | | | | | | | | | |
| 9 | Income modification | | | | | | | | | | |
| 10 a | Gross sales less returnand allowances | | | | | | | | | | |
| b | Less Cost of goods so | old . | | | | | | | | | |
| C | Gross profit or (los | s) (attach sched | dule) | | | | | | | | |
| 11 | Other income (atta | ich schedule) 🧖 | ATCH 1 | | 8,854. | | | | | | |
| 12 | Total. Add lines 1 | through 11 | <u></u> | 3,6 | 38,450. | 3,62 | 9,596. | | | | |
| 13 | Compensation of office | cers, directors, tru | rstees, etc | | 0. | | | | | | |
| 14 15 16 17 18 19 19 19 19 19 19 19 19 19 19 19 19 19 | Other employee sa | laries and wage | es | | | | | | | | |
| 15 | Pension plans, em | - | | | | | | | | | |
| <mark>무</mark> 16 a | Legal fees (attach s | | | | | - <u></u> | | | | | <u> </u> |
| o P | Accounting fees (a | | | | 20,770. | | 0,385. | _ | | | 10,385. |
| Š c | Other professional | fees (attach sc | hedule) (13] | $-\frac{4}{}$ | 74,867. | 33 | 6,867. | | | 1 | 38,000. |
| <u>E</u> 17 | Interest | | · · · · · · | <u>ų </u> | | | | | | | |
| <u>2</u> 18 | Taxes (attach sche | dule) (see/instri | uctions)[4]. | <u> </u> | 52,430. | 1 | 0,737. | | · | | |
| Ē 19 | Depreciation (attac | h schedule) ar | nd depletion. | <u>J</u> | | | | | | | |
| 20 | Occupancy | · AAAA | | 트 | | | | | | | |
| 21 | Travel, conference | s, and meetings | <u>M, U.T</u> | ┛—— | | | | | | | |
| 21 8 22 | Printing and public | | | | 76 353 | | 4 0 6 2 | | | | 10 000 |
| 23 24 | Other expenses (at | tach schedule). | ATCH 5. | 1 | 76,358. | 16 | 4,062. | | | | 12,296. |
| 24 | Total operating an | d administrativ | ve expenses. | _ | | | 0 054 | | | | co cos |
| a O 25 | Add lines 13 through | gh 23 | | | 24,425. | 52 | 2,051. | | | | 60,681. |
| 25 | Contributions, gifts | s, grants paid . | | | 68,000. | | | | | | 68,000. |
| 26 | Total expenses and disb | | nes 24 and 25 | 4,2 | 92,425. | 52 | 2,051. | | | 0. 3,7 | 28,681. |
| 27 | Subtract line 26 fro | | | _ | | | 1 | | | | |
| | Excess of revenue over | - | | -6 | 53,975. | | | | | | |
| b | Net investment inc | come (if negative | ve, enter -0-) | | | 3,10 | 7,545. | | | | |

JSA For Paperwork Reduction Act Notice, see instructions.

c Adjusted net income (If negative, enter -0-). .

13258

Form **990-PF** (2015)

| | art II | Attached schedules and amounts in the description column should be for end-of-year | Beginning of year | End o | f year |
|--------------------------|--------|---|---------------------------------------|----------------|-----------------------|
| _ | art II | amounts only (See instructions) | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| | 1 | Cash - non-interest-bearing | | | |
| | 2 | Savings and temporary cash investments | 2,165,207. | 1,821,128. | 1,821,128 |
| | 3 | | | | |
| | | Less allowance for doubtful accounts ▶ | | | |
| | 4 | | | | |
| | 1 | Less allowance for doubtful accounts ▶ | | | |
| | | Grants receivable | | | |
| | 1 | Receivables due from officers, directors, trustees, and other | | | |
| | | disqualified persons (attach schedule) (see instructions) | | | |
| | 1 | Other notes and loans receivable (attach schedule) | · · · · · · · · · · · · · · · · · · · | | |
| | | Less allowance for doubtful accounts ▶ | | | |
| ssets | 8 | Inventories for sale or use | | | |
| SS | 9 | Prepaid expenses and deferred charges | | | |
| ⋖ | 104 | Investments - U S and state government obligations (attach schedule)[6] | 4,020,832. | 4,057,663. | 4,055,060 |
| | | Investments - corporate stock (attach schedule) | | | |
| | 11 C | Investments - corporate bonds (attach schedule) ATCH 7 Investments - land, buildings, and equipment basis | 6,641,395. | 6,616,680. | 6,345,490 |
| | | (attach schedule) | | | |
| | 12 | Investments - mortgage loans | EO 400 220 | F0 107 066 | 60 502 700 |
| | 14 | Investments - other (attach schedule) ATCH 8 Land, buildings, and equipment basis Less accumulated depreciation | 50,488,228. | 50,197,966. | 60,583,780 |
| _ | | (attach schedule) Other assets (describe ATCH 9) | 112 272 | 00 502 | 00 502 |
| | | | 112,273. | 80,523. | 80,523 |
| | | Total assets (to be completed by all filers - see the | 62 427 025 | 60 772 060 | 70 005 001 |
| _ | | instructions Also, see page 1, item I) | 63,427,935. | 62,773,960. | 72,885,981 |
| | { | Accounts payable and accrued expenses | | - | |
| | l | Grants payable | | | |
| <u>ĕ</u> . | l | Deferred revenue | | | |
| Liabilities | l | Loans from officers, directors, trustees, and other disqualified persons | | | |
| <u> </u> | | Mortgages and other notes payable (attach schedule) | | | |
| _ | 22 | Other liabilities (describe >) | | | |
| | | | | | |
| _ | | Total liabilities (add lines 17 through 22) | 0. | 0. | |
| ces | | Foundations that follow SFAS 117, check here . ▶ ☐ and complete lines 24 through 26 and lines 30 and 31. | | | |
| a | | Unrestricted | | | |
| Ba | | Temporarily restricted | | | |
| ᅙ | | Permanently restricted | | | |
| Net Assets or Fund Balan | | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. | | | |
| Ş | | Capital stock, trust principal, or current funds | | | |
| Set | | Paid-in or capital surplus, or land, bldg , and equipment fund | 62 407 025 | 60 772 262 | |
| ğ | | Retained earnings, accumulated income, endowment, or other funds | 63,427,935. | 62,773,960. | |
| 늉 | | Total net assets or fund balances (see instructions) | 63,427,935. | 62,773,960. | |
| Z | | Total liabilities and net assets/fund balances (see | 62 425 225 | | |
| | | nstructions) | 63,427,935. | 62,773,960. | |
| | | Analysis of Changes in Net Assets or Fund Balan | | | |
| 1 | | net assets or fund balances at beginning of year - Part II, | | | |
| | | of-year figure reported on prior year's return) | | | 63,427,935 |
| | | r amount from Part I, line 27a | | | -653,975 |
| 3 | Othe | r increases not included in line 2 (itemize) ▶ | | 3 | |
| | | lines 1, 2, and 3 | | 4 | 62,773,960 |
| | | eases not included in line 2 (itemize) ▶ | | 5 | |
| 6 | Total | net assets or fund balances at end of year (line 4 minus li | ne 5) - Part II. column (b) | line 30 6 | 62,773,960. |

| (a) List and 2-story b | P - Purchase D - Donation | acquired (mo, day, yr) | (mo , day, y | | |
|--|--|---|--|---|--|
| SEE PART IV SCHE | D - Donation | 1 (, 20), j. / | | | |
| | | | - | <u> </u> | |
| | | | | | |
| | | | | | |
| | | | | | |
| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | | (h) Gain or (lo | |
| | | | | | |
| | | | | | |
| | | | | | · · · · |
| | | | | | |
| | | | | | |
| Complete only for assets | showing gain in column (h) and own | d by the foundation on 12/21/60 | | | |
| Complete only for assets | showing gain in column (h) and owne | | | Gains (Col (h) ga | |
| (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 | COI | (k), but not less t Losses (from co | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | 1 | | |
| | · · · · · · · · · · · · · · · · · · · | | | | |
| | . If | gain, also enter in Part I, line 7 | | | |
| Capital gain net income of | nr (net canital inse) | | 2 | 2 | 665,546 |
| Not short torm conital as | | (loss), enter -0- in Part I, line 7 | - | 2, | 003,340 |
| | in or (loss) as defined in sections | | | | |
| | art I, line 8, column (c) (see inst | | | | |
| Partiline X | | | | | C |
| | Indee Continue 40.40(x) (c. D. | | 3 | | |
| ection 4940(d)(2) applies, as the foundation liable for the | Inder Section 4940(e) for Rec private foundations subject to the leave this part blank the section 4942 tax on the distrib | duced Tax on Net Investment I e section 4940(a) tax on net invest utable amount of any year in the b | ncome ment incol | | |
| ection 4940(d)(2) applies, as the foundation liable for the Yes," the foundation does a | Inder Section 4940(e) for Receiptive private foundations subject to the leave this part blank the section 4942 tax on the distributor qualify under section 4940(e) | duced Tax on Net Investment I e section 4940(a) tax on net invest utable amount of any year in the b Do not complete this part | ncome ment incor | d? | Yes X |
| ection 4940(d)(2) applies, as the foundation liable for the foundation does refer the appropriate am | Inder Section 4940(e) for Receiptive private foundations subject to the leave this part blank the section 4942 tax on the distributed qualify under section 4940(e) ount in each column for each year | duced Tax on Net Investment I e section 4940(a) tax on net invest utable amount of any year in the b Do not complete this part r, see the instructions before makin | ncome ment incor | d? | |
| ection 4940(d)(2) applies, as the foundation liable for the feet the appropriate am (a) Base penod years | Inder Section 4940(e) for Receiptive private foundations subject to the leave this part blank the section 4942 tax on the distributor qualify under section 4940(e) | duced Tax on Net Investment I e section 4940(a) tax on net invest utable amount of any year in the b Do not complete this part | ncome ment incor ase period | ries (d) Distribution ra | Yes X |
| ection 4940(d)(2) applies, as the foundation liable for the foundation does a Enter the appropriate am (a) Base penod years alendar year (or tax year beginning in) | Inder Section 4940(e) for Red private foundations subject to the leave this part blank the section 4942 tax on the distributor qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets | ncome ment incor ase period | ries (d) Distribution ra (col (b) divided by | Yes X |
| ection 4940(d)(2) applies, as the foundation liable for the foundation does refer the appropriate am (a) Base penod years lendar year (or tax year beginning in) 2014 | Inder Section 4940(e) for Red e private foundations subject to the leave this part blank the section 4942 tax on the distrib- not qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. | utable amount of any year in the b Do not complete this part r, see the instructions before makin (c) Net value of nonchantable-use assets 75,747,673. | ncome ment incor ase period | Ties (d) Distribution ra (col (b) divided by | Yes X tio col (c)) 0.04916 |
| ection 4940(d)(2) applies, as the foundation liable for the foundation does refer the appropriate am (a) Base period years dendar year (or tax year beginning in) 2014 2013 | Inder Section 4940(e) for Red private foundations subject to the leave this part blank the section 4942 tax on the distributed qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. 2,927,500. | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets 75,747,673. 70,735,490. | ncome ment incor ase period | ries (d) Distribution ra (col (b) divided by | Yes X tio (co) (0) 0.04916 0.04138 |
| ection 4940(d)(2) applies, s the foundation liable for the foundation does refer the appropriate am (a) Base penod years lendar year (or tax year beginning in) 2014 2013 2012 | Inder Section 4940(e) for Red private foundations subject to the leave this part blank the section 4942 tax on the distributed qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. 2,927,500. 1,367,054. | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets 75,747,673. 70,735,490. 62,503,583. | ncome ment incor ase period | ries (d) Distribution ra (col (b) divided by | Yes X ttio col (c)) 0.04916 0.04138 0.02187 |
| r optional use by domestic r optional use by domestic ection 4940(d)(2) applies, sthe foundation liable for the feet of the fe | Inder Section 4940(e) for Red private foundations subject to the leave this part blank the section 4942 tax on the distributed qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. 2,927,500. | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets 75,747,673. 70,735,490. | ncome ment incor ase period | ries (d) Distribution ra (col (b) divided by | Yes X ttio col (c)) 0.04916 0.04138 0.02187 |
| ection 4940(d)(2) applies, s the foundation liable for the foundation does refer the appropriate am (a) Base penod years lendar year (or tax year beginning in) 2014 2013 2012 | Inder Section 4940(e) for Red private foundations subject to the leave this part blank the section 4942 tax on the distributed qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. 2,927,500. 1,367,054. | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets 75,747,673. 70,735,490. 62,503,583. | ncome ment incor ase period | ries (d) Distribution ra (col (b) divided by | Yes X ttio col (c)) 0.04916 0.04138 0.02187 |
| ection 4940(d)(2) applies, s the foundation liable for the feet," the foundation does at Enter the appropriate am (a) Base penod years lendar year (or tax year beginning in) 2014 2013 2012 2011 2010 | Inder Section 4940(e) for Red private foundations subject to the leave this part blank the section 4942 tax on the distributed qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. 2,927,500. 1,367,054. 40,515. | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets 75,747,673.70,735,490.62,503,583.40,792,361. | ncome ment incor ase period ig any enti | ries (d) Distribution ra (col (b) divided by | Yes X tto (c)) 0.04916 0.04138 0.02187 0.00099 |
| r optional use by domestic rection 4940(d)(2) applies, sethe foundation liable for the feet," the foundation does refer the appropriate am (a) Base period years lendar year (or tax year beginning in) 2014 2013 2012 2011 2010 Total of line 1, column (d) | Inder Section 4940(e) for Receiptivate foundations subject to the leave this part blank the section 4942 tax on the distributed qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. 2,927,500. 1,367,054. 40,515. | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets 75,747,673. 70,735,490. 62,503,583. 40,792,361. | ncome ment incor ase period | ries (d) Distribution ra (col (b) divided by | Yes X tto (c)) 0.04916 0.04138 0.02187 0.00099 |
| r optional use by domestice optional use by domestice ection 4940(d)(2) applies, as the foundation liable for the feet," the foundation does a Enter the appropriate am (a) Base period years lendar year (or tax year beginning in) 2014 2013 2012 2011 2010 Total of line 1, column (d) Average distribution ratio | Inder Section 4940(e) for Red private foundations subject to the leave this part blank the section 4942 tax on the distributed qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. 2,927,500. 1,367,054. 40,515. for the 5-year base period - divide | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets 75,747,673. 70,735,490. 62,503,583. 40,792,361. | ncome ment incor ase period ig any enti | ries (d) Distribution ra (col (b) divided by | Yes X tio (c)) 0.04916 0.04138 0.02187 0.00099 |
| r optional use by domestic r optional use by domestic rection 4940(d)(2) applies, stee foundation liable for the feet of the f | Inder Section 4940(e) for Receiptivate foundations subject to the leave this part blank the section 4942 tax on the distributed qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. 2,927,500. 1,367,054. 40,515. | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets 75,747,673. 70,735,490. 62,503,583. 40,792,361. | ncome ment incor ase period ig any enti | ries (d) Distribution ra (col (b) divided by | Yes X tio (c)) 0.04916 0.04138 0.02187 0.00099 |
| r optional use by domestice optional use by domestice optional use by domestice optional use by domestice option (a) applies, so the foundation liable for the condition does on the condition of the condition of the condition of the condition option optio | Inder Section 4940(e) for Red private foundations subject to the leave this part blank the section 4942 tax on the distributed qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. 2,927,500. 1,367,054. 40,515. for the 5-year base period - divide | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets 75,747,673. 70,735,490. 62,503,583. 40,792,361. | ase period | ries (d) Distribution ra (col (b) divided by | Yes X tio (c)) 0.04916 0.04138 0.02187 0.00099 |
| r optional use by domestice optional use by domestice ection 4940(d)(2) applies, as the foundation liable for the feet," the foundation does refer the appropriate amega (a) Base period years lendar year (or tax year beginning in) 2014 2013 2012 2011 2010 Total of line 1, column (d) Average distribution ration number of years the foundation to the foundation option of the properties of the properti | Inder Section 4940(e) for Receiptivate foundations subject to the private foundation and the section 4942 tax on the distributed qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. 2,927,500. 1,367,054. 40,515. for the 5-year base period - divided dation has been in existence if less | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets 75,747,673. 70,735,490. 62,503,583. 40,792,361. | ase period | TIES (d) Distribution ra (col (b) divided by | The X X To Col (c) (c) (0) (0) (0) (0) (0) (0) (0) (0) (0) (0 |
| r optional use by domestic r optional use by domestic rection 4940(d)(2) applies, stee the foundation liable for the feet," the foundation does refer the appropriate ame (a) Base penod years lendar year (or tax year beginning in) 2014 2013 2012 2011 2010 Total of line 1, column (d) Average distribution ratio number of years the foundation options to the foundation of the feet of the | Inder Section 4940(e) for Red private foundations subject to the leave this part blank the section 4942 tax on the distributed qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. 2,927,500. 1,367,054. 40,515. for the 5-year base period - divide | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets 75,747,673. 70,735,490. 62,503,583. 40,792,361. | ase period | TIES (d) Distribution ra (col (b) divided by | The X X To Col (c) (c) (0) (0) (0) (0) (0) (0) (0) (0) (0) (0 |
| r optional use by domestice optional use by domestice ection 4940(d)(2) applies, as the foundation liable for the feet," the foundation does a Enter the appropriate ame (a) Base penod years lendar year (or tax year beginning in) 2014 2013 2012 2011 2010 Total of line 1, column (d) Average distribution ration number of years the foundation of the column of | Inder Section 4940(e) for Receiptivate foundations subject to the private foundations subject to the leave this part blank the section 4942 tax on the distributed qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. 2,927,500. 1,367,054. 40,515. for the 5-year base period - dividing dation has been in existence if less incharitable-use assets for 2015 from the content of the section of the content of the section of the content of | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets 75,747,673.70,735,490.62,503,583.40,792,361. | ase period ag any enti | ries (d) Distribution ra (col (b) divided by | Yes X tto col (c)) 0.04916 0.04138 0.02187 0.00099 0.11341 0.02835 |
| r optional use by domestic r optional use by domestic rection 4940(d)(2) applies, so the foundation liable for the feet," the foundation does referred the appropriate amega (a) Base penod years lendar year (or tax year beginning in) 2014 2013 2012 2011 2010 Total of line 1, column (d) Average distribution ration number of years the foundation of the column | Inder Section 4940(e) for Receiptivate foundations subject to the private foundation and the section 4942 tax on the distributed qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. 2,927,500. 1,367,054. 40,515. for the 5-year base period - divided dation has been in existence if less | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets 75,747,673.70,735,490.62,503,583.40,792,361. | ase period | ries (d) Distribution ra (col (b) divided by | Yes X tto col (c)) 0.04916 0.04138 0.02187 0.00099 0.11341 0.02835 |
| r optional use by domestice optional use by domestice optional use by domestice optional use by domestice of the foundation liable for the foundation does of the foundation does of the foundation does of the foundation does of the foundation operate amegical management of the foundation operate operate of the foundation operate | Inder Section 4940(e) for Receiptivate foundations subject to the private foundations subject to the leave this part blank the section 4942 tax on the distributed qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. 2,927,500. 1,367,054. 40,515. for the 5-year base period - divided dation has been in existence if less incharitable-use assets for 2015 from | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets 75,747,673. 70,735,490. 62,503,583. 40,792,361. | ase period ag any entr | ries (d) Distribution ra (col (b) divided by | tio col (c)) 0.04916 0.04138 0.02187 0.00099 0.11341 0.02835 858,482 |
| r optional use by domestice optional use by domestice optional use by domestice optional use by domestice of the foundation liable for the foundation does of the foundation does of the foundation does of the foundation does of the foundation operate amegical management of the foundation operate operate of the foundation operate | Inder Section 4940(e) for Receiptivate foundations subject to the private foundations subject to the leave this part blank the section 4942 tax on the distributed qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. 2,927,500. 1,367,054. 40,515. for the 5-year base period - dividing dation has been in existence if less incharitable-use assets for 2015 from the content of the section of the content of the section of the content of | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets 75,747,673. 70,735,490. 62,503,583. 40,792,361. | ase period ag any enti | ries (d) Distribution ra (col (b) divided by | tio col (c)) 0.04916 0.04138 0.02187 0.00099 0.11341 0.02835 858,482 |
| ection 4940(d)(2) applies, so the foundation liable for the section 4940(d)(2) applies, so the foundation liable for the section 4940(d)(2) applies, so the foundation liable for the section of the sect | Inder Section 4940(e) for Receiptivate foundations subject to the private foundations subject to the leave this part blank the section 4942 tax on the distributed qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. 2,927,500. 1,367,054. 40,515. for the 5-year base period - divided dation has been in existence if less incharitable-use assets for 2015 from | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets 75,747,673.70,735,490.62,503,583.40,792,361. | ase period ag any entr | Ties (d) Distribution ra (col (b) divided by 75, | Yes X |
| art V Qualification User optional use by domestic or option (2) applies, as the foundation liable for offes," the foundation does on the control of | Inder Section 4940(e) for Receiptivate foundations subject to the private foundations subject to the leave this part blank the section 4942 tax on the distribution of qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. 2,927,500. 1,367,054. 40,515. for the 5-year base period - dividing dation has been in existence if less incharitable-use assets for 2015 from the incharitable-use assets for 2015 from the incharitable from the inchari | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets 75,747,673.70,735,490.62,503,583.40,792,361. | ase period | ries (d) Distribution ra (col (b) divided by 75, 1 | Yes X tto col (c)) 0.04916 0.04138 0.02187 0.00099 0.11341 0.02835 858,482 150,816 31,075 181,891 |
| r optional use by domestice optional use by domestice optional use by domestice optional use by domestice of the foundation liable for the feet," the foundation does of the feet, "the foundation does of the feet," the foundation of the feet, and the feet, an | Inder Section 4940(e) for Receiptivate foundations subject to the private foundations subject to the leave this part blank the section 4942 tax on the distributed qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. 2,927,500. 1,367,054. 40,515. for the 5-year base period - divided dation has been in existence if less incharitable-use assets for 2015 from the incharitable assets for 2015 from the foundation for the foundation has been in existence if less incharitable assets for 2015 from the foundation for the foundation has been in existence if less incharitable assets for 2015 from the foundation for the foundation has been in existence if less incharitable assets for 2015 from the foundation for the foundation f | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets 75,747,673.70,735,490.62,503,583.40,792,361. | ase period ase period as a per | 75, 3 | Yes X tto col (c)) 0.04916 0.04138 0.02187 0.00099 0.11341 0.02835 858,482 150,816 31,075 181,891 |
| r optional use by domestic r optional use by domestic rection 4940(d)(2) applies, sthe foundation liable for the feet," the foundation does refere," the foundation does refere the appropriate am (a) Base period years lendar year (or tax year beginning in) 2014 2013 2012 2011 2010 Total of line 1, column (d) Average distribution ratio number of years the foundation for the net value of nor Multiply line 4 by line 3. Enter 1% of net investme Add lines 5 and 6 Enter qualifying distribution if line 8 is equal to or greater the net value of reference the sequence of the | Inder Section 4940(e) for Receiptivate foundations subject to the private foundations subject to the leave this part blank the section 4942 tax on the distributed qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. 2,927,500. 1,367,054. 40,515. for the 5-year base period - divided dation has been in existence if less incharitable-use assets for 2015 from the incharitable assets for 2015 from the foundation for the foundation has been in existence if less incharitable assets for 2015 from the foundation for the foundation has been in existence if less incharitable assets for 2015 from the foundation for the foundation has been in existence if less incharitable assets for 2015 from the foundation for the foundation f | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets 75,747,673.70,735,490.62,503,583.40,792,361. | ase period ase period as a per | 75, 3 | Yes X tto col (c)) 0.04916 0.04138 0.02187 0.00099 0.11341 0.02835 858,482 150,816 31,075 181,891 |
| r optional use by domestic r optional use by domestic r optional use by domestic rection 4940(d)(2) applies, so the foundation liable for recent the foundation does recent the appropriate am (a) Base penod years endar year (or tax year beginning in) 2014 2013 2012 2011 2010 Total of line 1, column (d) Average distribution ratio number of years the foundation the foundation of the | Inder Section 4940(e) for Receiptivate foundations subject to the private foundations subject to the leave this part blank the section 4942 tax on the distributed qualify under section 4940(e) ount in each column for each yea (b) Adjusted qualifying distributions 3,723,828. 2,927,500. 1,367,054. 40,515. for the 5-year base period - divided dation has been in existence if less incharitable-use assets for 2015 from the incharitable assets for 2015 from the foundation for the foundation has been in existence if less incharitable assets for 2015 from the foundation for the foundation has been in existence if less incharitable assets for 2015 from the foundation for the foundation has been in existence if less incharitable assets for 2015 from the foundation for the foundation f | utable amount of any year in the b Do not complete this part r, see the instructions before making (c) Net value of nonchantable-use assets 75,747,673.70,735,490.62,503,583.40,792,361. | ase period ase period as a per | ries (d) Distribution ra (col (b) divided by 75, 3 2, 3, 4 using a 1% tax | Yes X tto col (c)) 0.04916 0.04138 0.02187 0.00099 0.11341 0.02835 858,482 150,816 31,075 181,891 |

Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their

Form 990-PF (2015)

Х

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)

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here

charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015? 4b X

Form 990-PF (2015)

X

2b

| Form | 990 | -PF | (2015) |
|------|-----|-----|--------|

3 NONE

Total. Add lines 1 through 3,

All other program-related investments. See instructions

RICHARD W. GOLDMAN FAMILY FOUNDATION 45-1261400 Form 990-PF (2015) Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, Part X see instructions) Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., 1a 74,765,585. Average monthly fair market value of securities 2,219,822. 1b 28,280. c Fair market value of all other assets (see instructions) 77,013,687. Reduction claimed for blockage or other factors reported on lines 1a and Acquisition indebtedness applicable to line 1 assets 2 2 3 77,013,687. Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions) 1,155,205. 75,858,482. 5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4. 3,792,924. Distributable Amount (see instructions) (Section 4942(i)(3) and (i)(5) private operating foundations and certain foreign organizations check here ▶ and do not complete this part) 3,792,924. Tax on investment income for 2015 from Part VI, line 5 b Income tax for 2015 (This does not include the tax from Part VI). . 2b 31,075. 3,761,849. 3 4 Recoveries of amounts treated as qualifying distributions 3,761,849. 5 6 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, 3,761,849. Part XII Qualifying Distributions (see instructions)

| Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes | | |
|---|--|--|
| Expenses, contributions, gifts, etc - total from Part I, column (d), line 26 | 1a | 3,728,681. |
| Program-related investments - total from Part IX-B | 1b | |
| Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., | | |
| purposes | 2 | |
| Amounts set aside for specific charitable projects that satisfy the | | |
| Suitability test (prior IRS approval required) | 3a | |
| | | |
| Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 3,728,681. |
| 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 | 31,075. |
| | 6 | 3,697,606. |
| | Expenses, contributions, gifts, etc - total from Part I, column (d), line 26 Program-related investments - total from Part IX-B Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes Amounts set aside for specific charitable projects that satisfy the Suitability test (prior IRS approval required) Cash distribution test (attach the required schedule) Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 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) | Expenses, contributions, gifts, etc - total from Part I, column (d), line 26 Program-related investments - total from Part IX-B Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes Amounts set aside for specific charitable projects that satisfy the Suitability test (prior IRS approval required) Cash distribution test (attach the required schedule) Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 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 |

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

Form **990-PF** (2015)

Form 990-PF (2015)

| P | art XIII Undistributed Income (see insti | ructions) | | | |
|----|--|---------------|----------------------------|-------------|---------------------------------------|
| 1 | Distributable amount for 2015 from Part XI, | (a) Corpus | (b) Years prior to 2014 | (c) 2014 | (d) 2015 |
| | line 7 | | | | 3,761,849. |
| 2 | | | | | |
| _ | a Enter amount for 2014 only | | | 3,564,928. | |
| | b Total for pnor years 20 13 ,20 12 ,20 11 | | | | |
| 3 | | | | | · · · · · · · · · · · · · · · · · · · |
| | a From 2010 | | | | |
| | From 2011 | | | | |
| | From 2012 | | | | |
| | From 2013 | : | | | |
| | From 2014 | | | | |
| | Total of lines 3a through e | 0. | | | |
| | Qualifying distributions for 2015 from Part XII, | | | | |
| | line 4 ▶ \$3,728,681. | | | | |
| ē | Applied to 2014, but not more than line 2a | | | 3,564,928. | |
| t | Applied to undistributed income of prior years (Election required - see instructions) | | | | |
| (| Treated as distributions out of corpus (Election | | | | |
| | required - see instructions) | | | | |
| c | Applied to 2015 distributable amount | | | | 163,753. |
| e | Remaining amount distributed out of corpus | | | | |
| 5 | Excess distributions carryover applied to 2015. | | | | |
| 6 | (If an amount appears in column (d), the same amount must be shown in column (a)) Enter the net total of each column as indicated below: | | | | |
| | Corpus Add lines 3f, 4c, and 4e Subtract line 5 | | | | |
| | | | | | |
| | Prior years' undistributed income Subtract | | | | |
| c | line 4b from line 2b | | | | |
| | 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 | | | | |
| е | Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions | | | | |
| f | Undistributed income for 2015 Subtract lines | | | | |
| • | 4d and 5 from line 1 This amount must be distributed in 2016 | | | | 3,598,096. |
| 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) | | | | |
| 9 | Excess distributions carryover to 2016. | | | | |
| • | Subtract lines 7 and 8 from line 6a | 0. | | | |
| 10 | Analysis of line 9 | | | | |
| | Excess from 2011 | | | | |
| | Excess from 2012 | | | | |
| | Excess from 2013 | | | | |
| | Fuence from 2044 | | | | |
| | Excess from 2015 | | | | |
| - | En0000 Holli 2010 | | | | |

Form **990-PF** (2015)

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

Form 990-PF (2015)
4700DV M200 11/9/2016 1:35:21 PM V 15-7F 13258

c Any submission deadlines

Page **11**

| Part XV Supplementary Information (continued) | | | | | | |
|---|--|----------------------|----------------------------------|-----------------|--|--|
| 3 Grants and Contributions Paid During | ng the Year or Appr | oved for I | Future Payment | | | |
| 3 Grants and Contributions Paid Durin Recipient Name and address (home or business) | If recipient is an individual, show any relationship to | Foundation status of | Purpose of grant or contribution | Amount | | |
| Name and address (home or business) | or substantial contributor | recipient | contribution | | | |
| a Paid during the year | | | | | | |
| AMOU 12 | | | | | | |
| ATCH 13 | | | | | | |
| | | | | | | |
| | | |) | 1 | | |
| | | ĺ | | | | |
| | | | | | | |
| | | |] | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | |] | | | | |
| | | | ł | | | |
| | | } | | | | |
| | | | | | | |
| | | | } | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| , | | | | | | |
| | | | | | | |
| | | | | | | |
| | | } | | | | |
| | | | | | | |
| | i | | | | | |
| | | | | | | |
| | | | | | | |
| | | ĺ | | | | |
| | | | | | | |
| | | | | | | |
| Total | | | | 3,568,000. | | |
| b Approved for future payment | | | Ja | 3,000,000 | | |
| a , , pp. c , c , , a.a., c paye | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | ļ | | | | |
| | | <u> </u> | | | | |
| | | | ĺ | | | |
| | | | | | | |
| Total | | | ▶ 3b | | | |
| | | | | 5 000 DE (00.5) | | |

JSA 5E1491 1 000 Form **990-PF** (2015)

Page **12**

| Part XVI | -A Analysis of Income-Prod | T | | -, | | _ |
|---------------|--|---------------|---------------------------------------|----------------|-----------------------------------|---------------------------------------|
| Enter gross | amounts unless otherwise indicated | (a) | ated business income (b) | (c) | y section 512, 513, or 514 (d) | (e) Related or exempt function income |
| 1 Program | n service revenue | Business code | Amount | Exclusion code | Amount | (See instructions) |
| | | ļ — | | | | |
| | | | | | | |
| | | | | | | |
| | | <u>-</u> | | | | |
| f | | | | | | |
| g Fees | and contracts from government agencies | | | | | |
| 2 Member | ship dues and assessments | | | | | |
| 3 Interest of | on savings and temporary cash investments - | | | | 0.54 0.50 | |
| | ds and interest from securities | | | 14 | 964,050. | |
| | al income or (loss) from real estate | <u> </u> | | | | |
| | -financed property | | | | | |
| | debt-financed property | | | | | |
| | il income or (loss) from personal property | | | _ | | |
| | vestment income | | | 18 | 2,665,546. | |
| | ome or (loss) from special events | | | | | · · · · · · · · · · · · · · · · · · · |
| | rofit or (loss) from sales of inventory | | | | | |
| 11 Other re | venue a | | | | | |
| b | ATCH 14 | | | | 8,854. | |
| c | | | | | | |
| | | | | | | |
| e | | | | | 3,638,450. | |
| | Add columns (b), (d), and (e) | | | | | 3,638,450. |
| | dd line 12, columns (b), (d), and (e) heet in line 13 instructions to verify calci | | | | 13 | 3,000,100. |
| Part XVI- | | | ccomplishment of I | Exempt Pure | ooses | |
| Line No. | Explain below how each activit accomplishment of the foundation | | • | | | |
| | accomplishment of the foundation | on's exemp | t purposes (other than | by providing | | (See instructions) |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | · · · · · · · · · · · · · · · · · · · | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | <u> </u> | | | | | |
| | | | | | | |

| Yes | 1 |
|-----------|------------|
| | No |
| 1 | |
| 1 | |
| | ,, |
| <u> </u> | X |
|) | ├^ |
| | X |
|) | X |
| | X |
| | X |
| | Х |
| | X |
| ' | Х |
| fair n | narke |
| fair n | |
| es rec | eived |
| angeme | ents |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| es X | No |
| | |
| | |
| | |
| | |
| noted it | 10 1010 |
| Jener, II | 15 1100 |
| s this | |
| | below |
| Yes | No |
| | - |
| 8283 | 31 |
| | _ |
| | |
| | pelief, it |

Form **990-PF** (2015)

650-365-4646

REDWOOD CITY, CA

94065

RICHARD W. GOLDMAN FAMILY FOUNDATION FORM 990-PF - PART IV

| Kınd of F | Property | | Desc | cription | | or P | Date | Date sold |
|-----------------------|----------------------------|---------------|--------------|--------------------|--------------------|-------------|------------------------|-----------|
| Gross sale price less | Depreciation allowed/ | Cost or other | FMV as of | Adj basis as of | Excess of FMV over | P | acquired Gain or | |
| expenses of sale | allowable | basis | 12/31/69 | 12/31/69 | adj basis | \parallel | (loss) | |
| | | PUBLICLY TR | ADED SECUR | TIES | | P | VARIOUS | VARIOUS |
| | | PROPERTY TY | PE: SECURI | ries | | | | |
| 14123229. | | 11707188. | | | | | 2,416,041. | |
| | | RICHARD N G | OLDMAN DIST | RIBUTING LL | C | | VARIOUS | VARIOUS |
| 24,965. | | | | | | | 24,965. | |
| | | BBR ACTIVE | EQUITY - LO | ONG ONLY (QP |), LP | | VARIOUS | VARIOUS |
| 224,540. | | | | | | | 224,540. | |
| | | | | | | | | |
| OTAL GAIN(L | oss) | | | | <i></i> . | | 2,665,546. | |
| , | - · , · · · · · · · | | | | | | | |
| | | | | | | | | II. |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| - | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | L | | | | | | |

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

RICHARD N GOLDMAN DISTRIBUTING LLC

DESCRIPTION

EXCISE TAX REFUND

REVENUE AND

EXPENSES

PER BOOKS -1,839.

10,693.

TOTALS

8,854.

FORM 990PF, PART I - ACCOUNTING FEES

| CHARITABLE | 10,385. | 10,385. |
|---|--------------------------------|---------|
| ADJUSTED NET INCOME | | |
| NET INVESTMENT INCOME | 10,385. | 10,385. |
| REVENUE AND EXPENSES PER BOOKS | 20,770. | 20,770. |
| DESCRIPTION | SEILER LLP-TAX PREPARATION FEE | TOTALS |

ന

ATTACHMENT

ATTACHMENT 3

EXPENSES PER BOOKS REVENUE AND

- OTHER PROFESSIONAL FEES

PART I

FORM 990PF,

INVESTMENT INCOME NET

303,974.

303,974.

138,000.

CHARITABLE PURPOSES

138,000.

138,000.

336,867.

474,867.

TOTALS

32,893.

32,893.

FEES CHARLES SCHWAB-MANAGEMENT FEES

ARABELLA ADVISORS-MANAGEMENT

BBR PARTNERS LLC-MANAGEMENT

DESCRIPTION

13258

FORM 990PF, PART I - TAXES

| NET INVESTMENT INCOME | 10,737. |
|---|---|
| REVENUE AND EXPENSES PER BOOKS | 31,000. 10,693. 10,737. |
| DESCRIPTION | EXCISE TAXES EXCISE TAX O/P APPLIED FOREIGN TAX - PSHIP |

10,737.

52,430.

TOTALS

Ŋ

ATTACHMENT

| EXPENSES | |
|----------|--|
| - OTHER | |
| PART I | |
| 990PF, | |
| FORM | |

RICHARD W. GOLDMAN FAMILY FOUNDATION

| | NET | INVESTMENT | INCOME | - | 1,910. | 162,152. | | | | | | | | 164,062. |
|---------|-----|------------|-------------|-------------------|--------------------------------|------------------------------|--------------|-------------------|-----------------|------------------------|----------------|--------------------------------|-----------------------|----------|
| REVENUE | AND | EXPENSES | PER BOOKS | 2,250. | 1,910. | 162,152. | 3,766. | 2,225. | 750. | 1,554. | 815. | 854. | 82. | 176,358. |
| | | | DESCRIPTION | INSURANCE EXPENSE | RICHARD N GOLDMAN DISTRIBUTING | BBR ACIVE EQUITY - LONG ONLY | WEBSITE FEES | SOFTWARE LICENSES | MEMBERSHIP DUES | BOARD MEETING EXPENSES | TRAVEL EXPENSE | REGISTRATION & COMPLIANCE FEES | MISCELLANEOUS EXPENSE | TOTALS |

3,766. 2,225. 750. 1,554. 815. 854.

PURPOSES 2,250.

CHARITABLE

12,296.

27,547.

4,027,513.

4,030,554

US OBLIGATIONS TOTAL

27,547.

27,109.

27,109

45-1261400

4700DV M200 11/9/2016 1:35:21 PM

STATE OBLIGATIONS TOTAL

FV NJ TURN 7.102% 1/41

20,000

| ORM 990PF, PART II - U.S. AND STATE OBLIGATIONS | ATTACHMENT | 9 |
|---|----------------------|------------|
| CRIPTION | ENDING BOOK VALUE | ENDING |
| , 915 FV FANNIE MAE POOL | 2,95 | 4,91 |
| 000 FV FHLMC 3.5% 11/2042 | 53,95 | 52,06 |
| ,000 FV FHLMC 3.3% U ,000 FV FNMA PL 3.5% | 123,416. | 133,238. |
| ,000 FV FNMA PL 4% 12/204 | 32,48 | 33,30 |
| ,000 FV FNMA PL 4.5% 05/20 | 26,86 | 29,14 |
| ,000 FV FNMA PL 4.5% 08/2 | 7,49 | 48,24 |
| ,000 FV FNMA PL 4.5% 10/20 | 68,47 | 0,82 |
| 000 FV FNMA PL 3% 09/2039 000 FV FNMA PT, 5-5% 04/20 | 7, YI | ν.α υ.α |
| ,000 FV FNMA PL 3.5% 01/2 | 23,93 | 19,89 |
| ,000 FV FHLMC 3.5% 05/204 | 8,73 | 5,60 |
| ,000 FV GNMA PASS 3% 04/2 | 58,43 | 54,20 |
| 000 FV FHLMC 3.3% 04/23 | 9,22 | 1,54 |
| .000 FV FHLMC 4% 10/01/4 | 5,01 | 5,78 |
| ,000 FV FHLMC 4% 02/01/4 | 21,47 | 23,2 |
| ,000 FV FNMA PL 4.5% 08/4 | 6,68 | 5,98 |
| ,000 FV FNMA PL 4% 12/01 | 90,00 | 89,3 |
| ,000 FV FHLMC 2.5% 10/01/3 | 92,55 | 90,59 |
| ,000 FV FNMA PL 3.5% 10/4 | 31,70 | 31,38 |
| ,000 FV FNMA PL 4% 12/01/4 | 61,39 | 58,94 |
| ,000 FV GNMA PL 4% 10/20/ | 64,75 | 64,35 |
| ,000 FV GNMA PL 3% 12/20/4 | 49,43 | 45,08 |
| ,000 FV GNMA PL 48 3/20/4 | 19,45 | 17,91 |
| ,000 FV US TREASURY 3.125% | 86,49 | 95,3 |
| ,000 FV US TREASURY NT 1. | 0,19 | 0,95 |
| ,000 FV US TREASURY NT 2 | 02,92 | 02,1 |

RICHARD W. GOLDMAN FAMILY FOUNDATION

- U.S. AND STATE OBLIGATIONS PART II FORM 990PF,

ATTACHMENT 6 (CONT'D)

ENDING BOOK VALUE

ENDING FMV

DESCRIPTION

US AND STATE OBLIGATIONS TOTAL

4,057,663.

4,055,060.

| 83 | | | | | | | | | | | | | | | | | | | | | | | | | | |
|------------------------|--------|---------------------|--|--------------------|---------------|--------------|-------------------|-----------------------|--------------------|----------------|------------------|---------------------|---------------------|--------------------|---------------------|------------|---------------------|-------------------|---------------------|---------------------|---------------------|---------------------|------------------|---------------------|---|--|
| BONDS | | | | | | | | | | | | | | | | | | | | | | | | | | |
| F, PART II - CORPORATE | NO | ACE INA HLDG INC 8. | ALLSTATE CORP 7.45 ALTRIA GP INC 9.25 | V AMER EXP CO 6.15 | ITECH CAP 6.5 | INC 4.100% 0 | ANHEUSER-BUSCH 6. | APACHE CORP | V BANK OF NEW YORK | V BB&T CORP 4. | BECTON DICKINSON | V BERKSHIRE HATHA 4 | BOEING CO 7.250% 06 | BP CAPITAL MKT P 4 | BRISTOL MYERS 6.800 | BURLINGTON | BURLINGTON NORTHN 3 | CAFILAL ONE 3.230 | CATERPILLAR INC 7.9 | CHUBB CORP 6.800% 1 | V CITIGROUP INC 6.1 | CME GP INC 3.000% 0 | COMCAST CORP 531 | V COMMONWEALTH EDIS | CONOCO INC 6.950% 04 CONSOLIDATED EDISON | |
| 990P | PTION | | FV FV | 0 | | | | - - - - - | 0 | 0 | FV | O FI | | | ĮН | _ - | F . | 4 [| - | | О F | F | 0 | ا ٥ | F C | |
| FORM 9 | DESCRI | 00,0 | 70,000 50,000 | 00,00 | | 0,00 | 000,00 | 35,000 | 50,0 | 00,00 | 2,00 | 20,0 | 00'0 | 5,00 | 00,00 | 0,0 | ر د ر | , r | 0,0 | 5,00 | 50,0 | 5,00 | 40,0 | 05,0 | 45,000 25,000 | |

| | ENDING | FMV |
|---|--------|------------|
| _ | ENDING | BOOK VALUE |

ATTACHMENT

45-1261400

| FMV | 56,246. 81,771. 61,250. 107,075. 56,835. 32,617. 48,517. 29,850. 130,756. 65,292. 80,243. 65,292. 87,926. 15,986. 105,234. 15,986. 156,311. 156,311. |
|----------|---|
| OK VALUE | 89,265. 67,941. 117,830. 56,365. 53,408. 34,232. 152,192. 133,705. 68,460. 68,460. 123,308. 123,308. 150,068. 150,068. 156,876. 156,876. 29,117. |

| | ATTACHMENT 7 | 7 (CONT'D) |
|---------------------------------------|----------------------|----------------------|
| FORM 990PF, PART II - CORPORATE BONDS | | |
| DESCRIPTION | ENDING BOOK VALUE | ENDING <u>FMV</u> |
| | 1 | , |
| 0,000 FV CVS HEALTH | 2,7 | 1,22 |
| 25,000 FV DEERE AND CO | 35,484. | 35,330 |
| OCOUR DEVON ENERGI COR | 7 7 7 | 20 X |
| 0,000 FV EMERSON EL 4.875% 1 | 4.5 | 87,86 |
| 5,000 FV EOG RES INC 5.625% | 2,6 | 2,74 |
| 1,000 FV EQUITABLE COS 7.0% | 4,2 | 0,47 |
| 0,000 FV FEDEX CORP 8.000% 0 | 0,03 | 9,88 |
| 0,000 FV FIFTH THIRD BANCO | 0,24 | 0,08 |
| 00,000 FV GENERAL DYNAMICS | 5,1 | 6,10 |
| 0,000 FV GENERAL ELEC 6.875 | 3,63 | 4,44 |
| 5,000 FV GS GRP INC 6.00% 06 | 9,6 | 6,10 |
| 5,000 FV HALLIBUR | 7,62 | 1,26 |
| 5,000 FV HARTFORD FINL SVCS | 0,1 | 9,92 |
| 5,000 FV HOME DEPOT INC 4.4 | 1,3 | 9,47 |
| 00,000 FV HOME DE | 2,1 | 0,71 |
| 0,000 FV IBM CORP 7.000% 10/ | 9,2 | 4,14 |
| 0,000 FV JPMORGAN | 2,6 | 4,86 |
| 0,000 FV JPMORGAN CHASE 4.35 | 2,7 | 2,57 |
| 0,000 FV KEYCORP 5.1% 03/24/ | 8,0 | 2,80 |
| 5,000 FV LINCOLN NATL COR 8. | 5,7 | 2,04 |
| 5,000 FV LINCOLN NATL 7.0% 0 | 4,8 | 0,42 |
| 0,000 FV LOCKHEED MARTIN 4.8 | 2,3 | 1,36 |
| 5,000 FV MARKEL C | 4,9 | 3,38 |
| 5,000 FV MERRILL LYNCH CO 6. | .060,09 | 99'0 |
| 5,000 FV METLIFE INC 7. | 0,3 | 4,05 |
| 5,000 FV NBCUNIVERSAL 3.65% | 6,64 | 5,36 |
| 50,000 FV OCCIDENTAL PETRO | 163,780. | 4 |
| 0,000 FV OCCIDENTAL PET | 7,66 | 5,22 |

ľ'D)

45-1261400

| | ATTACHMENT 7 | (CONT'D) |
|---------------------------------------|----------------------|-------------------|
| FORM 990PF, PART II - CORPORATE BONDS | | |
| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
| 25,000 FV ORACLE CORP 2.375 | 7,25 | 6,70 |
|),000 FV ORACLE CORP 2.25% | .906,69 | 70,760. |
| 5,000 FV PFIZER INCORPORAT | 9,76 | 5, 67 |
| 5,000 FV | 29,36 | 25,17 |
| JO, OOO EV PNC FUNDING COR Z | 1,62 | 1,02 |
| 0,000 FV PEPSI BOTTLING 78 | 7,41 | 7,05 |
| 0,000 FV PROCTER & GAMBLE 8 | 4,54 | 0,91 |
| 5,000 FV PROGRESSIVE CO 3. | 27,35 | 26,36 |
| JU, UUU EV ROYAL BANK OF CA | 1,24 1,24 | ر ر د ر د م |
| 0,000 FV SIMON PPTY 2.75% | 90'7 | 68,32 |
| 5,000 E | 3,08 | 0,27 |
| 25,000 FV SUNTRUST BANKS 3 | 7,95 | 5,6 |
| 0,000 FV THERMO FISHER 3.68 | 4,03 | 60,85 |
| 00,000 FV TRAVELERS COS IN | 0,87 | ر د ر |
| 5,000 FV IMENTYFIRST CENT 8. | 0 0 | 5,4 |
| 65,000 US BANCORP 2.2% | 7,32 | 6,58 |
| 5,000 FV UNITED TECH COR 4.8 | 2,49 | 9,2 |
| 1,000 FV UNITED TECH CORP ST | 0,32 | 8,42 |
| 0000,000 | 9,73 5,73 | 0,0 |
| 0,000 FV VIRGINIA ELEC 8.875 | 0,21 | 7,13 |
| 00,000 FV WELLS FARGO 5.125% | 0,80 | 2,81 |
| 5,000 FV WELLS FARGO 4.6% 0 | 3,69 | 70,763. |
| SIN PWR 6.37 SEC 2.773% | 7,86 4,87 | 4,62 3,92 |
| | _ | |

| 1 | | |
|---|---------|---|
| ١ | | |
| ١ | _ | 1 |
| ١ | - | |
| ١ | FNCC | |
| ļ | 6 | |
| Ì | č | ; |
| l | _ | |
| l | _ | |
| l | [| |
| l | E | |
| | Z | • |
| Ì | 臣 | |
| l | ZHZ | |
| l | ï | |
| l | 1 T T T | |
| l | E | |
| l | | |
| I | ^ | Ļ |
| | | |
| | - | |

45-1261400

| BONDS | |
|-----------|--|
| CORPORATE | |
| 1 | |
| II | |
| PART | |
| 990PF, | |
| FORM | |

| DESCRIPTION | |
|-------------|--|

90,000 FV COMM 2012-CCRE2 160,000 FV LB/UBS CMBS 4.568% TOTALS

ENDING FMV

91,896. 10,464.

90,955. 9,953.

6,345,490.

6,616,680.

89

| l | _ | |
|---|---|----|
| l | E | _ |
| ı | | |
| ı | | |
| ı | _ | _ |
| ı | 2 | ٤ |
| ı | | |
| ı | r | |
| ı | Ķ | í |
| ı | , | ١, |
| ı | | |
| ı | Е | |
| ı | < | ſ |
| I | | |
| | | |
| | | |
| | | |

RICHARD W. GOLDMAN FAMILY FOUNDATION

| FORM 990PF, PART II - OTHER INVESTMENTS | | |
|---|----------------------------|----------------------------|
| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
| 61,454 SHS SPDR S&P500 ETF TR RICHARD N GOLDMAN DISTRIBITING | 8,334,035. | 12,528,627. |
| LLC LLC BBR ABSOLUTE RETURN LTD | .098,88 | 38,960. |
| BBR EQUITY LONG/SHORT LTD BBR ACTIVE EQUITY LONG ONLY | 19,850,000. 13,324,971. | 25,037,351. 13,870,193. |
| TOTALS | 50,197,966. | 60,583,780. |

| α |
|------------|
| ഹ |
| $^{\circ}$ |
| m |
| Н |
| |

ATTACHMENT 9

| | σ |
|---|-------|
| | HMENT |
| | C |
| | ATTA |
| 1 | 7 |

| | ENDING <u>FMV</u> | 6,068. 74,455. |
|------------------------------------|----------------------|---|
| | ENDING BOOK VALUE | 6,068. 74,455. |
| FORM 990PF, PART II - OTHER ASSETS | DESCRIPTION | PURCHASED INTEREST DIVIDEND RECEIVABLE |

80,523.

80,523.

TOTALS

45-1261400

ATTACHMENT 10

FORM 990PF, PART VII-A -DISTRIBUTION TO A DONOR ADVISED FUND

THE FOUNDATION MADE GRANTS OF \$712,000 TO THE SCHWAB CHARITABLE FUND AND \$356,000 TO THE MORGAN STANLEY GLOBAL IMPACT FUNDING TRUST INC, WHICH HAVE BEEN TREATED AS QUALIFYING DISTRIBUTIONS. THE CHARITABLE FUNDS MAKE GRANTS TO 501(C)(3) ORGANIZATIONS FOR USES CONSISTENT WITH THE FOUNDATION'S MISSION STATEMENT AND PURPOSE.

EXPENSE ACCT ALLOWANCES AND OTHER CONTRIBUTIONS . BENEFIT PLANS TO EMPLOYEE 0 COMPENSATION FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION PRESIDENT ALICE R. GOLDMAN NAME AND ADDRESS

0 SECRETARY 1201 CONNECTICUT AVENUE N.W., #300 WASHINGTON, DC 20036 DANIEL S. GOLDMAN

1.00

1201 CONNECTICUT AVENUE N.W., #300

0

.

.

0

。

.

TREASURER 1201 CONNECTICUT AVENUE N.W., #300 WILLIAM S. GOLDMAN

WASHINGTON, DC 20036

WASHINGTON, DC 20036

GRAND TOTALS

6

ATTACHMENT 11

4700DV M200 10/1/2016 4:19:14 PM V 15~7F

13258

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

| | ATTACHI | MENT 12 |
|---|-----------------|--------------|
| NAME AND ADDRESS | TYPE OF SERVICE | COMPENSATION |
| BBR PARTNERS LLC TWO GRAND CENTRAL TOWER, 140 E 45TH ST NEW YORK, NY 10017 INVESTMENT FEES | | 303,974. |
| ARABELLA ADVISORS, LLC 1201 CONNECTICUT AVENUE N.W. #300 WASHINGTON, DC 20036 GRANT MAKING AND OTHER PHILANTHROPIC CONS | ULTING | 139,761. |
| TOTAL COMPENSATI | ON | 443,735. |

45-1261400

356,000.

AMOUNT

PURPOSE OF GRANT OR CONTRIBUTION

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

TO SUPPORT GENERAL OPERATIONS

ATTACHMENT 13

356,000.

TO SUPPORT GENERAL OPERATIONS

MORGAN STANLEY GLOBAL IMPACT FUNDING TRUST INC

2000 WESTCHESTER AVENUE, 2ND FLOOR

PURCHASE, NY 10577

CONNECTICUT STREET FOUNDATION

ALICE AND BEN REITER CHARITABLE FUND

SCHWAB CHARITABLE FUND

SAN FRANCISCO, CA 94105

211 MAIN STREET

RECIPIENT NAME AND ADDRESS

DANIEL AND CORINNE GOLDMAN CHARITABLE FUND

SCHWAB CHARITABLE FUND

SAN FRANCISCO, CA 94105

211 MAIN STREET

63 WEST 125TH STREET, 4TH FLOOR

HARLEM, NY 10024

SHINE EARLY LEARNING

ALLIANCE FOR EARLY SUCCESS

356,000.

TO SUPPORT GENERAL OPERATIONS

250,000.

TO SUPPORT SHINE INSIGHT

100,000.

TO SUPPORT GENERAL OPERATIONS

150,000.

TO SUPPORT THE 2GEN FIELD

ONE DUPONT CIRCLE, NW SUITE 700

WASHINGTON, DC 20036

THE ASPEN INSTITUTE INC

LEAWOOD, KS 66206

P O. BOX 6756

-

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

13258

V 15-7F 1:35:21 PM

FOUNDATION STATUS OF RECIPIENT NONE NONE NONE NONE NONE NONE S

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13 (CONT'D)

13258

| | RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR | | |
|--|---|--|----------|
| RECIPIENT NAME AND ADDRESS | AND FOUNDATION STATUS OF RECIPIENT | PURPOSE OF GRANT OR CONTRIBUTION | AMOUNT |
| | | | |
| CHILD CARE AWARE OF AMERICA | NONE | TO SUPPORT CHILD CARE DESERTS REPORT | 75,000. |
| 1515 NORTH COURTHOUSE ROAD, 11TH FLOOR | PC | | |
| ARLINGTON, VA 22201 | | | |
| CHILD TRENDS | NONE | TO SUPPORT GENERAL OPERATIONS | 100,000. |
| 7315 WISCONSIN AVENUE, SUITE 1200W | PC | | |
| BETHESDA, MD 20814 | | | |
| THE TRUSTEES OF COLUMBIA UNIVERSITY | NONE | TO SUPPORT GENERAL OPERATIONS FOR THE NATIONAL | .000,09 |
| IN THE CITY OF NEW YORK | PC | CENTER FOR CHILDREN IN POVERTY | |
| 722 W. 168TH STREET, 14TH FLOOR | | - | |
| NEW YORK, NY 10032 | | | |
| | | | |
| COMMUNITY INITIATIVES | NONE | TO SUPPORT GENERAL OPERATIONS | 100,000. |
| 354 PINE STREET, SUITE 700 | PC | | |
| SAN FRANCISCO, CA 94104 | | | |
| CORPORATION FOR ENTERPRISE DEVELOPMENT | NONE | TO SUPPORT CHILDREN'S SAVINGS ACCOUNTS | 150,000. |
| 1200 G STREET NW, SUITE 400 | PC | | |
| WASHINGTON, DC 20005 | | | |
| JUMPSTART FOR YOUNG CHILDREN INC | NONE | TO SUPPORT PILOT PROGRAMS AND CURRICULUM | 100,000. |
| 308 CONGRESS STREET, 6TH FLOOR | PC | REVISIONS | |
| BOSTON, MA 02210 | | | |
| | | | |

1:35:21 PM

V 15-7F

45-1261400

ATTACHMENT 13 (CONT'D)

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

| | RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR | | |
|---|---|--|-----------|
| CONTRACT TAKE TAKET THEFT TAKET | | To a military and a m | Execution |
| KELITIENI NAME AND ADDRESS | FOUNDATION STATUS OF RECIPLENT | PURPOSE OF GRANT OR CONTRIBUTION | AMOUNT. |
| LIFT, INC | NONE | TO SUPPORT STRATEGIC SHIFT TO LIFTING PARENTS OF | 100,000. |
| 1620 I STREET NW, SUITE 820 | PC | YOUNG CHILDREN FROM POVERTY | |
| WASHINGTON, DC 20006 | | | |
| TO MOTHERITY BILL AND WATERTONES TRUBET | TILVA. | Charles main indicate transmine menanty on | 000 |
| VOING CHILDDEN | NONE | TO SUFFICIAL DEPRAYIONED RESERVOR THAT INFORMS MODERNOOF DEVELOPMENT | |
| 1313 L STREET NW. SUITE 500 | | | |
| WASHINGTON, DC 20005 | | | |
| | | | |
| NATIONAL GOVERNORS ASSOCIATION | NONE | TO SUPPORT THE GOVERNOR'S EDUCATION SYMPOSIUM AND | 125,000. |
| CENTER FOR BEST PRACTICES | PC | EARLY CARE AND EDUCATION WORKFORCE | |
| 444 N CAPITAL STREET NW , SUITE 267 | | | |
| WASHINGTON, DC 20001 | | | |
| | | | |
| THE PARENT-CHILD HOME PROGRAM, INC | NONE | TO SUPPORT GENERAL OPERATIONS | 200,000. |
| 1415 KELLUM PLACE, SUITE 101 | PC | | |
| GARDEN CITY, NY 11530 | | | |
| ROBIN HOOD FOUNDATION | NONE | TO SUPPORT ECRI | 175,000. |
| 826 BROADWAY, 9TH FLOOR | PC | | |
| NEW YORK, NY 10003 | | | |
| | | | |
| CENTER FOR THE STUDY OF SOCIAL POLICY | NONE | TO SUPPORT GENERAL OPERATIONS TO EXPAND EC-LINC | 100,000. |
| 1575 EYE STREET NW, SUITE 500 | PC | | |
| WASHINGTON, DC 20005 | | _ | |

13258

ATTACHMENT 13

1:35:21 PM

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13 (CONT'D)

TO SUPPORT GENERAL OPERATIONS FOR ABRIENDO PUERTAS TO SUPPORT PLANNING TO ASSESS THE FEASIBILITY OF ESTIMATING BENEFITS OF THE DOULA HOME-VISITING TO SUPPORT EDUCATE, HOME VISITING TRAINING INITIATIVE, AND FIRST FIVE YEARS FUND PURPOSE OF GRANT OR CONTRIBUTION PROGRAM RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR FOUNDATION STATUS OF RECIPIENT NONE NONE PC NONE 23 33 WEST MONROE STREET, SUITE 2400 RECIPIENT NAME AND ADDRESS OUNCE OF PREVENTION FUND SAN FRANCISCO, CA 94129 UNIVERSITY OF CHICAGO 5801 S ELLIS AVENUE CHICAGO, IL 60637 CHICAGO, IL 60603 P.O. BOX 29907 TIDES CENTER

3,568,000. 350,000. 125,000. 150,000. AMOUNT TOTAL CONTRIBUTIONS PAID

| | Ē | 1 |
|---|--------|---|
| | TNENT | |
| | | |
| | DATTAC | 1 |
| l | ٨ | |
| | | |
| | | |

| | RELATED OR EXEMPT FUNCTION INCOME | |
|----------|--------------------------------------|---|
| <u> </u> | AMOUNT | |
| | EXCLUSION | |
| | AMOUNT | - |
| | BUSINESS | |
| | | |
| | | |
| | | |
| | DESCRIPTION | |

-1,839. 10,693.

01

8,854.

TOTALS

RICHARD N GOLDMAN DISTRIBUTING LLC EXCISE TAX REFUND

RICHARD W. GOLDMAN FAMILY FOUNDATION

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

RICHARD W. GOLDMAN FAMILY FOUNDATION FOR YEAR ENDED DECEMBER 31, 2015

PART VII-B: QUESTION 5(C): TAXES ON TAXABLE EXPENDITURES

STATEMENT REQUIRED BY REG 53.4945-5(d)

INFORMATION RELATING TO GRANTS SUBJECT TO EXPENDITURE RESPONSIBILITY

GRANTEE:

SHINE EARLY LEARNING INC. C/O DOUG WHITEMAN 63 WEST 125^{TH} STREET, 4^{TH} FLOOR NEW YORK, NY 10027

DATE AND AMOUNT:

\$250,000 ON 11/16/2015

PURPOSE:

TO SUPPORT THE INTEGRATION OF CHILD DEVELOPMENT DATA INTO THE SHINE INSIGHT SYSTEM, WHICH WILL ALLOW SHINE EARLY LEARNING INC. TO ANALYZE EDUCATIONAL OUTCOMES VIA KEY VARIABLES, SUCH AS ATTENDANCE, FAMILY INVOLVMENT, AND INCOME. AT THE CLASSROOM LEVEL, THESE TOOLS HELP TEACHERS, WHO TRACK HUNDREDS OF CHILD ASSESSMENT DATA POINTS ACROSSMATH, SCIENCE, SOCIAL-EMOTIONAL DEVELOPMENT, AND LANGUAGE AND LITERACY, TO FOCUS IN ON CRITICAL SUBGROUPS WITH TARGETED STRATEGIES TO HELP ACCELERATE CHILD OUTCOME GAINS.

DIVERSION:

TO THE BEST OF THE RICHARD W. GOLDMAN FAMILY FOUNDATION'S KNOWLEDGE, SHINE EARLY LEARNING INC. HAS USED THE FUNDS ONLY FOR PURPOSES DEEMED CHARITABLE UNDER IRC CODE AND REGULATIONS AND HAS NOT DIVERTED ANY PORTION OF THE FUNDS RECEIVED FROM THE FOUNDATION FROM THE PURPOSE OF THE GRANT AND NO PART OF THE GRANT WILL BE USED FOR ANYTHING OTHER THAN INTENDED PURPOSES.

DATE OF GRANTEE'S REPORT:

09/20/2016 (SEE ATTACHMENT A-1)

AMOUNT EXPENDED AS OF 12/31/2015 WERE AS FOLLOWS:

| TOTAL | \$250,000 |
|---|-----------|
| SUPPORT AND TRAINING | \$ 10,000 |
| KEY ENHANCEMENTS | \$ 65,000 |
| PRODUCT MANAGER / TESTING | \$ 25,000 |
| SOFTWARE DEVELOPER | \$ 40,000 |
| USER INTERFACE DESIGN | \$ 20,000 |
| PROGRAM REPORTING AND MONITORING CAPABILITIES | \$ 90,000 |

VERIFICATION OF GRANTEE'S REPORT:

THE RICHARD W. GOLDMAN FAMILY FOUNDATION HAS VERIFIED EXPENDITURES THROUGH A CERTIFICATION OF THE EXPENDITURE BY PRESIDENT AND CHIEF ADMINISTRATIVE OFFICER, DOUGLAS E. WHITEMAN, IN THE ATTACHED INTERIM REPORT.

ACCOUNTING FOR THE GRANT FOR YEAR ENDED 12/31/2015 SUMMARY:

| | | | | FITTIRE YEARS | \$ 0 |
|-------------|------------|-----------|----------|--------------------|-------------|
| LESS AMOUNT | S EXPENDED | FROM DATE | OF GRANT | THROUGH 12/31/2015 | (\$250,000) |
| FUNDS ADDED | DURING FYE | 12/31/201 | 5 | | \$250,000 |

Shine Insight 2.0

2015 Renewal Grant Applications - Manual Entry

Grant #: November 30, 2015, November 30, 2016, November 30, 2017

Shine Early Learning

Doug Whiteman 63 West 125th Street - 4th Floor New York, New York 10027 doug@acelero.net O: (212) 289-2402 ext. 6018

Mr. Scott Miller

63 West 125th Street - 4th Floor Harlem, New York 10024 scott@shineearly.com O: 9178802051 M: 9178802051

Interim Report

Instructions

This report will be reviewed by the Richard W. Goldman Family Foundation. Please provide candid, reflective, and concise responses, and feel free to use bullet-point format where useful. We are equally as interested in learning about your challenges and difficulties as your successes. Please contact the foundation if any of the funds cannot be used for the purpose requested.

Your response is limited to the space provided. These limits are meant to suggest maximum, not necessarily recommended length. A single-spaced type page in 12-point font is roughly 3,300 characters. Please note that character limits include spaces. When drafting narrative responses, we recommend using word processing software that will check spelling and count characters. Note that the system cannot save your draft if any responses or file uploads exceed the indicated character and file size limits.

The report should be completed and signed by your organization's executive director or an authorized officer of the organization through our online grants management system. If you would like to print a copy for your records, please use the blue "Follow Up Packet" icon in the upper left corner after you have saved and/or submitted the report.

Questions marked with * are required.

Project Name*
Name of Project.
Shine Insight 2.0

I. The Work

1. Goals*

Describe the specific goals of the project as outlined in your original grant proposal.

One year ago, we trained over 250 teachers to utilize newly built functionality in Shine Insight that allows teachers to track child progress, which integrates child assessment data with family need and support data. This functionality is unparalleled in the early childhood space, and we continue to explore opportunities to leverage this integration.

Through this work, we have learned a tremendous amount about how our teachers and family advocates leverage Shine Insight to guide their daily activities and improve the quality to services for families and children.

At this time last year, we named the following four high level Shine Insight development goals:

- 1.Develop online versions of our teacher evaluation rubrics, which are a critical innovation for improving teacher professional development
 - 2.Improve family support and monitoring outcomes to inform practice
- 3.Develop an online mobile phone optimized parent portal integrated with our Shine Insight data to help parents interact with our Shine on Families family curriculum
 - 4.Spread our unique "push" data dashboard approach to other areas of our work

2. Progress Toward Goals*

Describe the progress made to date toward these goals. Are you on track? Why or why not?

We have borrowed best-practice processes from the technology industry, and as such, we constantly re-evaluate our product roadmap, both against current priorities and other available technologies.

In addition to launching ELS in Insight in the fall of 2015, we also launched a family curriculum called Shine On, Families. Family advocates leveraged Shine Insight to record parent engagement in this curriculum as well as our other family engagement work.

Through our work with Shine On, Families and ELS in Insight, as well as ongoing Technology Stakeholder processes, we shifted focus in the following way:

Goal #1: We have delayed this functionality. Several external players emerged that offer similar features. We are piloting one system that has built-in success rubric functionality, and will consider others.

Goal #2: We are on track with this goal, and have invested in several features that help us achieve it, such as:

PIR

This year saw major changes to the Office of Head Start's Program Information Report. Shine Insight modifications were essential to prevent our staff from having to devote time to track and calculate the numbers manually. These additions also enhanced our capacity to monitor family engagement.

DMH Internal Referrals

Insight now provides a system for the creation, monitoring and resolution of referrals to the Disabilities and Mental Health team. This system is designed 1) to ensure that clear and consistent avenues for making referrals is available to all staff and 2) to encourage these referrals to be resolved in a timely manner. This enhancement ensures that all children receive the services they need.

Health Panel additions

These additions were made to facilitate compliance with the Head Start Performance Standards for assisting families in obtaining medical and dental homes and health insurance. With the new "Dates of Determination" fields, users are able to track the timely completion of these requirements. The additions of automatic links to relevant family goals and the planning section facilitate staff's documentation and monitoring of the work that is being done to support families in these areas.

Health Concern links to Goals

This enhances and streamlines our support of families' management of their children's health concerns. Advocates are able to better identify and monitor poorly managed health concerns. These updates also eliminate the need for double entry of follow up and promote cross-service area collaboration.

Goal #3: We have discovered that we can still innovate around appropriate expectations for data collection and tracking for our families - whether executed on paper or electronically. We have delayed the work of building a system into Shine Insight until we can innovate in this area.

Goal #4: While Data Dashboards continue to be important to guide the daily work of over-stressed family advocates, we have delayed investing in this functionality due to other priorities.

3. Achievements and Challenges*

Have there been any significant organizational and/or programmatic achievements and/or setbacks since the proposal was submitted? If yes, please explain.

There have been no organizational setbacks in the past twelve months. We have added two new partners to our Shine Implement business unit, resulting in approximately 2,000 children being added to the Insight data system. We are also currently in the final stages of negotiation for another new partner which will add another 550 children to the system. Our growth trajectory for impacting more and more children through our Insight data system is both exciting and challenging, but we are confident that some of the infrastructural modifications we are making to the system, both through funds provided by this grant as well as other funds, will allow us to continue to generate more positive child outcomes.

4. Remaining Plans

If your timeline or planned activities have changed in any way compared with your original proposal, please provide an overview of the activities planned for the remainder of the grant period and note any significant changes from proposal.

For the remainder of the grant period, our focus will be to improve the ability of Shine Insight to be used in more programs with additional children. Shine Insight is guiding the work of Head Start organizations to serve nearly 26,000 children, and we anticipate further growth. As we have added more children and users to the system, general stability and infrastructure needs have arisen.

We need to continue to invest in the stability of the system, which will include the development of a Data Warehouse (currently a high-priority need as our child-base grows), generation of new reports and analytics for power users, improvements to our user support, and general code fixes as we add new functionalities.

In addition, as we have focused much of this year on how our teachers and family advocates leverage Shine Insight, we have discovered a host of offline activities that if app-enabled, could be more efficient, thus again allowing staff to invest more time in the children and families we serve. We suspect that these same offline activities drive staff turnover, which hinders our ability to achieve our mission. As such, our second goal is to invest in an app-infrastructure that allows us to leverage Shine Insight to automate these cumbersome processes.

5. Use of Grant Funds*

What proportion of the grant funds have you spent to date? Have there been any changes to the grant budget since the funds were awarded? Please explain how actual income and expenses aligned with the original proposed budget. Were there any changes to the proposed use of the grant?

We have spent 100% of the November 2015 portion of the grant (\$250,000). Details around our usage of this portion of the grant are enumerated above, and while one of the short-term project goals shifted, these changes are consistent with the original stated purpose of the grant.

II. Looking Forward

6. Future Opportunities*

Looking forward to next year, what changes do you see on the horizon relevant to your organization (budget, participants, services, etc.)?

We anticipate continued growth both for our Shine Insight user base and for the number of children who are active in the system. We have recently joined in the submission of a grant proposal for over 500 children in central Alabama, and within the next three weeks will be participating in the submission of several grant proposals for well over 1,000 children in Puerto Rico. All of these submissions will-be—made through our Shine Implement business unit. If these grant proposals are successful, 2017 will see a substantial increase in the impact of Shine Insight on child outcomes - and in geographical areas previously not served by us or our Insight partner programs.

7. Future Proposal*

If the foundation were to invite you to submit a proposal for continued support, please briefly state on which aspect(s) of the organization or project you would base a new proposal.

Acelero Learning has a \$5.7M philanthropic campaign that includes innovations that will ultimately allow us to close the achievement gap for the children and families we directly serve, as well as disseminate these best practices to the field at large. One of these innovations is investigating the use of child-facing technology to improve the validity of child assessment data. We feel that this is congruent to previous investments Goldman has made, and we would welcome the opportunity to discuss further.

We are always seeking opportunities to make catalytic investments to advance early childhood issues at the national level. For that reason, we ask you, our grantees, this question each year:

8. Other Opportunities

We are always seeking opportunities to make catalytic investments to advance early childhood issues at the national level. For that reason, we ask you, our grantees this question each year:

If you were in the position to allocate significant resources in a single grant to advance early childhood outcomes for children at the national level (and could not give to your own organization), what would you do?

Investments in the work of a series of academics who are pushing the field to consider new ways to assess children and improve practice, for example, Kathy Hirsh-Pasek at Temple University, Susan Neuman at NYU, Scott McConnell at the University of Minnesota, and Karen Bierman at Penn State, could be game changing in the next five years.

In addition, very little research exists to confirm the efficacy of providing services to parents in early childhood programs, and the existing research is limited to very specific elements of family interactions. Meanwhile, the practice of partnering with families to improve child outcomes has changed very little in Head Start programs in the past fifty years. Investing in research by Ariel Kalil and Susan Mayer at University of Chicago, Mario Small at Harvard University, and Susanna Loeb at Stanford University could validate (or invalidate) and shape practice in Head Start programs for years to come.

III. Additional Information and Attachments

9. Intersection with Health and Economic Opportunity for Families*

The foundation is interested in better understanding the interconnectedness of health and economic opportunity issues with early childhood. Does your organization address health and economic opportunity issues for low-income families with young children? If yes, how?

While we monitor child health screenings (as well as disabilities and mental health issues) via the Shine Insight data system, we do not address health or economic opportunity issues per se in our role as Head Start providers.

10. Additional Information

Please provide any additional information you feel is important for the foundation to know.

The Goldman Family foundation would be pleased to know that as of September 19, 2016, there are currently 3,319 users on Shine Insight representing 17 organizations and 26,816 children. Our firm belief is that in addition to codifying the Acelero Learning approach, Shine Insight improves the ability of the Head Start community to monitor compliance in an efficient way and re-focus critical staff time on working directly with children and families to close the Achievement Gap.

11. Grant Deliverables

Please upload a file or share a link to any publications or other materials funded by the grant to

12. Grant Images

In this field and the following field, feel free to upload a photograph or other images related to the work funded by the foundation. By uploading this image, you certify that you have permission to share it and that the Richard W. Goldman Family Foundation is authorized to use it on its website.

13. Additional Grant Image

Please upload a photograph or other image related to the work funded by the foundation. By uploading this image, you certify that you have permission to share it and that the Richard W. Goldman Family Foundation is authorized to use it on its website.

IV. Electronic Signature

Authorized Signature* Enter your full name Douglas E. Whiteman

Business Title*

Enter your business title

President and Chief Administrative Officer

Date of Submission* Enter the date of submission 09/20/2016

By entering your name, title and date above, you certify that you are an officer, managing employee, or other duly authorized agent for the grantee and are authorized to submit the above report to the Richard W. Goldman Family Foundation and that the statements contained herein are true, accurate and complete to the best of your knowledge and belief.*

I agree

File Attachment Summary

Applicant File Uploads

No files were uploaded

| Expense | Budget | Actual |
|--|----------|----------|
| Program Reporting and Monitoring Capabilities (PIR) | | |
| Adherence to American Academy of Pediatrics recommended health screenings and exams for all enrolled children | | |
| Year-over-year program participation (as a situation of family a new and) | 00.000 | 00.000 |
| (monitoring of family engagement) | 90,000 | 90,000 |
| User Interface Design | 20,000 | 20,000 |
| Software Developer | _ 40,000 | _ 40,000 |
| App Development | 25,000 | |
| Product Manager / Testing | 25,000 | 25,000 |
| Key Enhancements: Ability to provide internal referrals for children suspected to have developmental delays or mental health concerns Ability to monitor follow-up on significant health needs of children Integration of new, proprietary family curriculum (Shine On, Families) into monitoring and management system | 40,000 | 65,000 |
| Support and Training | 10,000 | 10,000 |
| Total | 250,000 | 250,000 |