





For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation SEEDLINGS FOUNDATION		A Employer identification number 04-3600502	
Number and street (or P O box number if mail is not delivered to street address) 984 MAIN STREET		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code BRANFORD, CT 06405		B Telephone number (see instructions) (203) 481-5740	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 84,907,503		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis)			

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)	23,230,941			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	988	988		
	4 Dividends and interest from securities	1,844,517	1,844,517		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	188,508			
	b Gross sales price for all assets on line 6a				
		20,435,483			
	7 Capital gain net income (from Part IV, line 2)		188,508		
	8 Net short-term capital gain				
	9 Income modifications				
Operating and Administrative Expenses	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)				
	12 Total. Add lines 1 through 11	25,264,954	2,034,013		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages	183,750	0		183,750
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	210,230	147,161		0
	c Other professional fees (attach schedule)	7,901	5,381		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	300,971	23,312		10,509
	19 Depreciation (attach schedule) and depletion	383	0		
	20 Occupancy				
	21 Travel, conferences, and meetings	29,075	0		0
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,145,840	0		811,687
	24 Total operating and administrative expenses. Add lines 13 through 23	1,878,150	175,854		1,005,946
	25 Contributions, gifts, grants paid	27,868,300			27,868,300
	26 Total expenses and disbursements. Add lines 24 and 25	29,746,450	175,854		28,874,246
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-4,481,496			
	b Net investment income (if negative, enter -0-)		1,858,159		
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		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	1,330,456	1,605,133	1,605,133
	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)			
	b	Investments—corporate stock (attach schedule)	46,125,005 	41,037,069	83,223,121
	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)	0 	68,719	78,673
	14	Land, buildings, and equipment basis ▶ _____ 4,160 Less accumulated depreciation (attach schedule) ▶ _____ 3,584	959 	576	576
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	47,456,420	42,711,497	84,907,503	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	47,456,420	42,711,497	
	30	Total net assets or fund balances (see instructions)	47,456,420	42,711,497	
31	Total liabilities and net assets/fund balances (see instructions) .	47,456,420	42,711,497		

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	47,456,420
2	Enter amount from Part I, line 27a	2	-4,481,496
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	42,974,924
5	Decreases not included in line 2 (itemize) ▶ _____ 	5	263,427
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	42,711,497

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)
1a See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

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 See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	188,508
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))
2015	31,267,640	92,317,481	0 338697
2014	31,879,196	77,484,926	0 411424
2013	26,989,321	63,626,304	0 424185
2012	21,353,386	60,738,266	0 351564
2011	18,314,259	44,564,641	0 410959
2 Total of line 1, column (d)			2 1 936829
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 387366
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 81,404,774
5 Multiply line 4 by line 3			5 31,533,442
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 18,582
7 Add lines 5 and 6			7 31,552,024
8 Enter qualifying distributions from Part XII, line 4			8 28,874,246

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	37,163
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	37,163
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	37,163
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	42,000
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	5,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	47,000
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	217
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	9,620
11	Enter the amount of line 10 to be Credited to 2017 estimated tax 9,620 Refunded	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
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? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) IL, CT		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	Yes

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? Website address ▶ <u>HTTP //SEEDLINGSCT.ORG</u>	13	Yes	
14	The books are in care of ▶ <u>KAREN PRITZKER</u> Telephone no ▶ <u>(203) 481-5740</u>			

Located at **▶** 235 THIMBLE ISLAND ROAD STONY CREEK CT ZIP+4 **▶** 06405

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u>			
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See 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 ▶	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		
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 2016? <input type="checkbox"/>	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>			
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). <input type="checkbox"/>	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 ▶ <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2016 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 2016). <input type="checkbox"/>	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 2016?	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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	5b		
Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
KAREN PRITZKER	DIRECTOR & PRESIDENT	0	0	0
235 THIMBLE ISLANDS ROAD STONY CREEK, CT 06405	10 00			
MICHAEL VLOCK	SECRETARY & TREASURER	0	0	0
235 THIMBLE ISLANDS ROAD STONY CREEK, CT 06405	10 00			
LINDA PRITZKER	DIRECTOR	0	0	0
2120 SOUTH RESERVE STREET PMB126 MISSOULA, MT 59801	0 00			
AUDREY RATNER	DIRECTOR	0	0	0
5150 THREE VILLAGE DRIVE LYNDHURST, OH 44124	0 00			
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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
LYNN K WAYMER	COMMUNITY RELATIONS	183,750	0	0
1398 WOODLAND FOREST LANE STONE MOUNTAIN, GA 20083	40 00			
Total number of other employees paid over \$50,000.				0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SALLY AND BENNET SHAYWITZ MD LLC 11 CHESTNUT LANE WOODBIDGE, CT 06525	CONSULTANT	192,920
KEITH L MAGEE PO BOX 51978 BOSTON, MA 02205	CONSULTANT	88,547
MARCIA M JENNINGS 515 WEST 110TH STREET APT 11 G NEW YORK, NY 10025	PUBLISHER	66,625
JUDY L CUTHBERTSON 20 BROOKSIDE DRIVE HAMDEN, CT 06517	CONSULTANT	64,904

Total number of others receiving over \$50,000 for professional services. **0**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 SEEDLINGS TEACHER COLLABORATIVE IS A ONE WEEK WORKSHOP OFFERED IN THE SUMMER WHOSE GOAL IS TO (A)PROMOTE COLLABORATION AMONG PUBLIC AND PRIVATE SCHOOL TEACHERS, (B)CAPTURE THE CREATIVITY OF PROJECT-BASED LEARNING, AND (C) MAKE AVAILABLE A BROAD AND EXCITING ARRAY OF RESOURCES IN NEW HAVEN, CT THE GOAL IS TO PROVIDE THE THEORETICAL FRAMEWORK AND THE PRACTICAL KNOW-HOW TO DESIGN AND IMPLEMENT CURRICULAR UNITS USING PROJECT-BASED LEARNING EACH YEAR BETWEEN 25 - 30 PRE-SCHOOL TO GRADE 5 TEACHERS ATTEND THE WORKSHOP	88,086
2 DYSLEXIA PROGRAM IS TO EDUCATE PEOPLE ABOUT DYSLEXIA THE GOAL IS TO MAKE THEM AWARE OF THE SIGNS OF A DYSLEXIC PERSON AND THAT THERE IS HELP AVAILABLE	619,483
3 ACES OUTREACH PROGRAM IS A PUBLIC AWARENESS CAMPAIGN TO EDUCATE THE PUBLIC REGARDING ACUTE CHILDHOOD EXPERIENCES WITH TRAUMA AND FORMED CARE THROUGH EDUCATIONAL FILM	104,118
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	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	78,836,936
b	Average of monthly cash balances.	1b	3,807,505
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	82,644,441
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	82,644,441
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,239,667
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	81,404,774
6	Minimum investment return. Enter 5% of line 5.	6	4,070,239

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	4,070,239
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	37,163
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	37,163
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	4,033,076
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	4,033,076
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	4,033,076

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	28,874,246
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	28,874,246
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	28,874,246

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				4,033,076
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.	16,113,301			
b From 2012.	18,351,939			
c From 2013.	23,996,740			
d From 2014.	28,084,254			
e From 2015.	27,105,236			
f Total of lines 3a through e.	113,651,470			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 28,874,246				
a Applied to 2015, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				4,033,076
e Remaining amount distributed out of corpus	24,841,170			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	138,492,640			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2015 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 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	16,113,301			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	122,379,339			
10 Analysis of line 9				
a Excess from 2012.	18,351,939			
b Excess from 2013.	23,996,740			
c Excess from 2014.	28,084,254			
d Excess from 2015.	27,105,236			
e Excess from 2016.	24,841,170			

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 2016, 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)

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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))

KAREN PRITZKER

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

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 <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	27,868,300
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

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			14	988	
4 Dividends and interest from securities.			14	1,844,517	
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	188,508	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e).		0		2,034,013	0
13 Total. Add line 12, columns (b), (d), and (e).			13		2,034,013

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

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

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**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.

* * * * *

Title

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

**Paid
Preparer
Use Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P00076123
	ARMAND E ROSSI				
	Firm's name ▶ MARCUM LLP				Firm's EIN ▶ 11-1986323
	Firm's address ▶ 555 LONG WHARF DRIVE NEW HAVEN, CT 06511				Phone no (203) 781-9600

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
BMO HARRIS BANK			
BMO HARRIS BANK			
MERRILL LYNCH			
MERRILL LYNCH			
MERRILL LYNCH			
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,760,522		3,102,983	-342,461
3,089,018		2,862,662	226,356
10,953,115		10,656,253	296,862
3,625,032		3,625,032	0
17		45	-28
7,779			7,779

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			-342,461
			226,356
			296,862
			0
			-28
			7,779

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICA'S PROMISE ALLIANCE 1110 VERMONT AVENUE NW SUITE 950 WASHINGTON, DC 20005	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	750,000
AMERICAN MUSEUM OF NATURAL HISTORY 79TH ST 2ND FL CENTRAL PARK WEST NEW YORK, NY 10024	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	10,000
AMHERST COLLEGE TRUSTEES PO BOX 5000 AMHERST, MA 01002	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	150,000
AMISTAD ACADEMY INC (ACHIEVEMENT FIRST) 403 JAMES STREET NEW HAVEN, CT 06513	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	375,000
ANTI-DEFAMATION LEAGUE 1952 WHITNEY AVENUE HAMDEN, CT 06517	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	10,000
Total			▶ 3a	27,868,300

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
BEACON PRESERVATION INC 117 MAIN STREET ANSONIA, CT 06401	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	127,000
BLUE MOUNTAIN ACTION COUNCIL 1520 KELLY PLACE SUITE 140 WALLA WALLA, WA 99362	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	262,500
BRANFORD FOOD PANTRY INC 30 HARRISON AVENUE BRANFORD, CT 06405	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	5,000
BRIGHAM AND WOMEN'S HOSPITAL 181 LONGWOOD AVENUE BOSTON, MA 02115	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	377,660
CALVIN HILL DAY CARE CENTER 150 HIGHLAND STREET NEW HAVEN, CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	23,175
Total ► 3a				27,868,300

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
CASE WESTERN RESERVE UNIVERSITY 10900 EUCLID AVENUE CLEVELAND, OH 44106	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	150,000
CENTRAL CONNECTICUT COAST YMCA 28 SCHOOL STREET BRANFORD, CT 06405	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	615,000
CHICAGO CHILDREN'S THEATRE 1464 N MILWAUKEE AVENUE 2ND FLOOR CHICAGO, IL 60622	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	50,000
CLEVELAND CLINIC FOUNDATION 9500 EUCLID AVENUE / DV2 CLEVELAND, OH 44195	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	150,000
CLEVELAND FOOD BANK 15500 SOUTH WATERLOO ROAD CLEVELAND, OH 44110	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	50,000
Total ▶ 3a				27,868,300

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
CLEVELAND MUSEUM OF NATURAL HISTORY 1 WADE OVAL DRIVE CLEVELAND, OH 44106	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	200,000
CLIFFORD BEERS CLINIC INC 93 EDWARDS STREET NEW HAVEN, CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	1,324,184
COMMUNITY DINING ROOM 30 HARRISON AVENUE BRANFORD, CT 06405	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	10,000
COMMUNITY FOUNDATION FOR GREATER NEW HAVEN 70 AUDUBON STREET NEW HAVEN, CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	2,375,000
CONNECTICUT CENTER FOR ARTS & TECHNOLOGY INC 3190 WHITNEY AVENUE BUILDING 7 HAMDEN, CT 06518	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	878,000
Total ► 3a				27,868,300

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
CONNECTICUT NEWS PROJECT INC 1049 ASYLUM AVENUE 2ND FLOOR HARTFORD, CT 06105	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	100,000
CONNECTICUT PLAYERS FOUNDATION (LONG WHARF THEATRE) 222 SARGENT DRIVE NEW HAVEN, CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	340,000
CONNECTICUT PUPLIC BROADCASTING INC 1049 ASYLUM AVENUE HARTFORD, CT 06105	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	20,000
CONNECTICUT VOICES FOR CHILDREN 33 WHITNEY AVENUE NEW HAVEN, CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	125,000
EDUCATE MAINE 15 MONUMENT SQUARE SUITE 3E PORTLAND, ME 04101	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	188,607
Total ► 3a				27,868,300

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
ELM SHAKESPEARE FOUNDATION PO BOX 206029 NEW HAVEN, CT 06520	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	17,000
EMANUEL CONGREGATION 5959 NORTH SHERIDAN ROAD CHICAGO, IL 60660	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	20,000
EYE TO EYE 1430 BROADWAY FLOOR 6 NEW YORK, NY 10018	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	120,000
FAMILY REENTRY INC 9 MOTT AVENUE SUITE 104 NORWALK, CT 06850	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	10,000
FOOTE SCHOOL ASSOCIATION 50 LOOMIS PLACE NEW HAVEN, CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	302,449
Total ► 3a				27,868,300

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
FOUNDATION FOR NATIONAL ARCHIVES 700 PENNSYLVANIA AVENUE NW WASHINGTON, DC 20408	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	54,000
FOUNDATION FOR THE ARTS & TRAUMA INC 19 EDWARDS STREET NEW HAVEN, CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	266,285
FRANCIS W PARKER SCHOOL 330 WEST WEBSTER AVENUE CHICAGO, IL 60614	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	594,440
FRIENDS CENTER FOR CHILDREN 25 EAST GRAND AVENUE NEW HAVEN, CT 06513	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	50,000
GRAMEEN AMERICA INC 150 WEST 30TH STREET NEW YORK, NY 10001	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	2,520,000
Total ▶ 3a				27,868,300

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
HABITAT FOR HUMANITY 270 PEACHTREE STREET NW SUITE 1300 ATLANTA, GA 30303	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	375,000
HAMDEN HALL COUNTRY DAY SCHOOL 1108 WHITNEY AVENUE HAMDEN, CT 06517	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	58,000
HAMPSHIRE COLLEGE 893 WEST STRET AMHERST, MA 01002	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	200,000
HARLEM LACROSSE & LEADERSHIP 40 HARRISON STREET APT 18C NEW YORK, NY 10013	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	30,000
HARTFORD STAGE COMPANY 50 CHURCH STREET HARTFORD, CT 06103	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	25,000
Total ▶ 3a				27,868,300

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
HASTINGS CENTER INC 21 MALCOLM GORDON ROAD GARRISON, NY 10524	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	25,000
HOPKINS SCHOOL 986 FOREST ROAD NEW HAVEN, CT 06515	N/A	PUBLIC	HUMANITARIAN EDUCATIONAL/COMMUNITY	400,000
ILLINOIS INSTITUTE OF TECHNOLOGY 10 W 35TH STREET SUITE 1700 CHICAGO, IL 60616	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	100,000
INTERNATIONAL FESTIVAL OF ARTS & IDEAS 195 CHURCH STREET 12TH FLOOR NEW HAVEN, CT 06510	N/A	PUBLIC	HUMANITARIAN/EUCATIONAL/COMMUNITY	355,000
JAZZ AT LINCOLN CENTER 33 WEST 60TH STREET NEW YORK, NY 10023	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	510,000
Total ▶ 3a				27,868,300

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
JEWISH FEDERATION OF GREATER NEW HAVEN 360 AMITY ROAD WOODBRIIDGE, CT 06525	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	470,000
LANDMARKS ILLINOIS 30 N MICHIGAN AVE 2020 CHICAGO, IL 60602	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	25,000
LEAP-LEADERSHIPEDUCATION & ATHLETICS IN PARTNERSHIP 31 JEFFERSON STREET NEW HAVEN, CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCTIONAL/COMMUNITY	500,000
MICHAEL J FOX FOUNDATION FOR PARKINSON'S RESEARCH 90 BROAD STREET 10TH FLOOR NEW YORK, NY 10004	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	545,000
MUSEUM OF JEWISH HERITAGE 36 BATTERY PLACE EDMOND J SAFRA PLAZA NEW YOKR, NY 10280	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	25,000
Total			▶ 3a	27,868,300

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
MY HERO PROJECT INC 1278 GLENNEYRE 286 LAGUNA BEACH, CA 92561	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	623,960
NATIONAL DIAPER BANK NETWORK 129 CHURCH STREET SUITE 611 NEW HAVEN, CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	50,000
NATIONAL FOUNDATION TEACHING ENTREPRENEURSHIP (NFTE) 152 WEST 57 STREET 52ND FLOOR NNEW YORK, NY 10019	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	250,000
NEIGHBORHOOD HOUSING SERVICES OF NEW HAVEN 333 SHERMAN AVENUE NEW HAVEN, CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	150,000
NEW HAVEN ECOLOY PROJECT 358 SPRINGSIDE AVENUE NEW HAVEN, CT 06515	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	30,000
Total ▶ 3a				27,868,300

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
NEW HAVEN PRESERVATION TRUST 922 STATE STREET NEW HAVEN, CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	6,000
NEW HAVEN READS 45 BRISTOL STREET NEW HAVEN, CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	53,000
NORTHWESTERN MEMORIAL FOUNDATION 251 EAST HURON ST GALTER PAVILION SUITE 3-200 CHICAGO, IL 60611	N/A	PUBLIC	HUMANITARIAN,EDUCATIONAL,COMMUNITY	25,000
ONLINE JOURNALISM PROJECT INC 493 CENTRAL AVENUE NEW HAVEN, CT 06515	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	131,000
OPHELIA J BERRY FUND INC - ON BEHALF OF PATHWAYS TO COLLEGE 397 LINDEN STREET WELLESLEY, MA 02481	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	90,000
Total			▶ 3a	27,868,300

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
PACER CENTER 8161 NORMANDALE BLVD MINNEAPOLIS, MN 55437	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	2,500
PEN AMERICAN CENTER 588 BROADWAY SUITE 303 NEW YORK, NY 10012	N/A	PUBLIC	HUMANITARIAN,EDUCATIONAL/COMMUNITY	60,000
PRITZKER MILITARY LIBRARY 610 NORTH FAIRBANKS COURT 2ND FLOOR CHICAGO, IL 60611	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	25,000
RATNER SCHOOL 27575 SHAKER BOULEVARD PEPPER PIKE, OH 44124	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	150,000
READ TO GROW INC 53 SCHOOL GROUND ROAD UNIT 3 BRANFORD, CT 06405	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	125,000
Total ► 3a				27,868,300

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
ROCK AND ROLL HALL OF FAME AND MUSEUM 1100 ROCK AND ROLL BOULEVARD CLEVELAND, OH 44114	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	10,000
RONALD MCDONALD HOUSE 26345 NETWORK PLACE CHICAGO, IL 606731263	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	100,000
SARAH FOUNDATION 246 GOOSE LANE SUITE 104 GUILFORD, CT 06437	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	2,500
SEA RESEARCH FOUNDATION INC 55 COGAN BOULEVARD MYSTIC, CT 06355	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	350,000
SEA TURTLE CONSERVANCY 4424 NW 13TH ST SUITE B-11 GAINESVILLE, FL 32609	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	25,000
Total ► 3a				27,868,300

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
SHORELINE GREENWAY TRAIL INC 42 CORNWALL LANE GUILFORD, CT 06437	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	20,000
SING FOR HOPE 575 EIGHTH AVENUE SUITE 1812 NEW YORK, NY 10018	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	10,000
SMART KIDS WITH LEARNING DISABILITIES INC 38 KINGS HIGHWAY NORTH WESTPORT, CT 06880	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	15,000
SPECIAL OLYMPICS CONNECTICUT INC 2666 STATE STREET SUITE 1 HAMDEN, CT 06517	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	20,000
SYMPHONY SPACE INC 2537 BROADWAY AT 95TH STREET NEW YORK, NY 10025	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	35,000
Total ▶ 3a				27,868,300

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
TEACH FOR ALL INC 315 WEST 36TH STREET 5TH FLOOR NEW YORK, NY 10018	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	1,250,000
TEACH FOR AMERICA (NEW YORK) 315 WEST 36TH STREET 7TH FLOOR NEW YORK, NY 10018	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	2,100,000
THE CLEVELAND ORCHESTRA 11001 EUCLID AVENUE CLEVELAND, OH 44106	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	150,000
THE COED FOUNDATION 62 HANDSWORTH WOOD RD HANDSWORTH WOOD BIRMINGHAM B DT UK	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	25,000
THE PARK SYNAGOGUE 27500 SHAKER BOULEVARD CLEVELAND, OH 44124	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	350,000
Total ► 3a				27,868,300

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
THE SHERMAN B NULAND FOUNDATION PO BOX 6356 HAMDEN, CT 06517	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	25,000
THE SMALL THINGS INC 23 MONTOWESE TRAIL WALLINGFORD, CT 06492	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	60,000
THE WITTENBERG CENTRE FOR ALTERNATIVE RESOURCES 17 JONET LANE BEARSVILLE, NY 12404	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	5,000
TRUTH IN ADVERTISING 984 MAIN STREET BRANFORD, CT 06405	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	1,000,000
US HOLOCAUST MEMORIAL MUSEUM 100 RAOUL WALLENBERG PLACE SW WASHINGTON, DC 20024	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	100,000
Total ► 3a				27,868,300

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
UNITED STATES EQUESTRIAN TEAM FOUNDATION 1040 POTTERSVILLE ROAD FAR HILLS, NJ 07931	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	120,000
UNITED WAY OF GREATER NEW HAVEN 71 ORANGE STREET NEW HAVEN, CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	397,000
URC THE RIGHT TO BEINC 70 AUDUBON STREET 2ND FL C/O ARTS COUNCIL OF GREATER NEW HAVEN NEW HAVEN, CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	50,000
USO OF ILLINOIS 333 S WABASH AVENUE 16TH FLOOR CHICAGO, IL 60604	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	25,000
WILLOUGHBY WALLACE MEMORIAL LIBRARY 146 THIMBLE ISLANDS ROAD STONY CREEK, CT 06405	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	13,000
Total ► 3a				27,868,300

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
WOMEN & FAMILY LIFE CENTER 96 FAIR STREET GUILFORD, CT 06437	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	5,000
YALE NEW HAVEN HOSPITAL AUXILLIARY 20 YORK STREET WP 108B NEW HAVEN, CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	2,500
YALE REPERATORY THEATRE PO BOX 208244 NEW HAVEN, CT 06520	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	10,000
YALE UNIV NATIONAL CENTER FOR CHILDREN EXPOSED TO VIOLENCE 157 CHURCH STREET NEW HAVEN, CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	210,690
YALE UNIV WOMEN'S HEALTH RESEARCH 157 CHURCH STREET NEW HAVEN, CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	150,000
Total ▶ 3a				27,868,300

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
YALE UNIVERSITY - CENTER FOR DYSLEXIA AND CREATIVITY 157 CHURCH STREET NEW HAVEN, CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	2,317,850
YALE UNIVERSITY - CENTER FOR EMOTIONALLY INTELLIGENCE 157 CHURCH STREET NEW HAVEN, CT 06510	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	600,000
YIVO INSTITUTE FOR JEWISH RESEARCH 15 WEST 16TH STREET NEW YORK, NY 10011	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	160,000
YOGI BERRA MUSEUM & LEARNING CENTER 8 QUARRY ROAD LITTLE FALLS, NJ 07424	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	100,000
YOUNG MEN'S INSTITUTE LIBRARY 847 CHAPEL STREET NEW HAVEN, CT 06511	N/A	PUBLIC	HUMANITARIAN/EDUCATIONAL/COMMUNITY	20,000
Total ► 3a				27,868,300

TY 2016 Accounting Fees Schedule**Name:** SEEDLINGS FOUNDATION**EIN:** 04-3600502

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL FEES	210,230	147,161		0

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

TY 2016 Depreciation Schedule

Name: SEEDLINGS FOUNDATION
EIN: 04-3600502

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER	2010-04-03	2,243	2,243	SL	5 000000000000	0	0		
LAPTOP	2013-07-01	1,917	958	SL	5 000000000000	383	0		

TY 2016 Investments Corporate Stock Schedule

Name: SEEDLINGS FOUNDATION
EIN: 04-3600502

Name of Stock	End of Year Book Value	End of Year Fair Market Value
85 APPLE INC.	6,737	9,845
10 ALLIANCE DATA SYSTEMS CORP	2,059	2,285
55 AMEREN CORP	2,364	2,885
60 AMERICAN ELECTRIC POWER CO INC.	3,533	3,778
40 AMERICAN INTERNATIONAL GROUP	2,489	2,612
35 ALIGN TECHNOLOGY, INC	2,587	3,365
60 ALLSTATE CORP	4,107	4,447
95 APPLIED MATERIALS, INC	2,785	3,066
50 AMGEN INC.	6,926	7,311
40 AMERIPRISE FINANCIAL INC	2,130	4,438
15 AMERICAN TOWER CORP	1,727	1,585
10 AMAZON.COM INC.	7,064	7,499
40 A O SMITH CORP	1,949	1,894
30 THE BOEING CO	4,940	4,670
30 BED BATH & BEYOND INC	2,206	1,219
15 BECTON DICKINSON	2,625	2,483
215 BERRY PLASTICS G	9,687	10,477
25 BURLINGTON STORES INC	2,089	2,119
160 CITIGROUP INC	8,127	9,509
30 CABOT CORP	1,559	1,516
20 CELGENE CORP	2,530	2,315
60 CHURCH & DWIGHT INC	2,974	2,651
160 COMCAST CORP CL A	9,213	11,048
20 CUMMINS INC	2,821	2,733
70 CENTERPOINT ENERGY INC.	1,629	1,725
20 CAPITAL ONE FINANCIAL CORP	1,589	1,745
305 CISCO SYSTEMS INC.	8,648	9,217
105 CVS HEALTH CORP	9,825	8,286
20 CURTISS WRIGHT CORP	1,714	1,967
165 DISCOVER FINANCIAL SERVICES	10,398	11,895

Name of Stock	End of Year Book Value	End of Year Fair Market Value
40 AMDOCS LTD ORD	1,867	2,330
50 DR PEPPER SNAPPLE GROUP INC.	2,615	4,534
900 ISHARES MSCI EAFE	51,582	51,957
45 EOG RES INC	4,166	4,550
5 EQUINIX INC	1,454	1,787
30 FACEBOOK INC-A	3,389	3,452
45 F5 NETWORKS INC	5,481	6,512
75 GILEAD SCIENCES INC.	8,028	5,371
545 SPDR S & P GLOBAL NATURAL RESOURCES ETF	20,034	22,394
10 ALPHABET INC.	4,234	7,718
10 ALPHABET INC CL A	4,231	7,925
120 GRAPHIC PACKAGING CORP	1,555	1,498
30 HOME DEPOT INC.	3,066	4,022
45 HUNTINGTON INGALLS INDUSTRIES	5,932	8,289
125 HOLOGIC INC	5,006	5,015
100 HOST HOTELS & RESORTS INC	1,459	1,884
160 INTEL CORP.	5,815	5,803
200 ISHARES RUSSELL 2000 ETF	22,828	26,970
715 ISHARES DJ US REAL ESTATE ETF	49,956	55,012
205 JETBLUE AIRWAYS CORP	4,732	4,596
45 J2 GLOBAL INC	3,175	3,681
100 JOHNSON & JOHNSON	10,079	11,521
50 NORDSTROM INC	2,695	2,397
130 KROGER CO	1,512	4,486
45 LEAR CORP	4,896	5,957
65 LINCOLN NATL CORP	3,849	4,308
35 LOWES COS INC	2,739	2,489
95 SOUTHWEST AIRLINES CO	2,745	4,735
45 MICROCHIP TECHNOLOGY INC	2,158	2,887
45 MEDTRONIC PLC	3,454	3,205

Name of Stock	End of Year Book Value	End of Year Fair Market Value
75 MIDCAP SPDR TRUST SERIES 1	19,888	22,630
30 MALLINCKRODT PLC	1,557	1,495
35 MERCK & CO INC.	2,189	2,060
55 MICROSOFT CORP.	1,626	3,418
20 VAIL RESORTS, INC.	3,160	3,226
70 NVIDIA CORP	2,421	7,472
55 OMNICOM GROUP	4,340	4,681
110 ORACLE CORP.	4,431	4,230
25 OCCIDENTAL PETROLEUM CORP.	1,709	1,781
50 PG & E CORP	3,099	3,039
5 PRICELINE.COM INC.	5,955	7,330
80 PEPSICO INC.	8,088	8,370
125 PFIZER INC.	4,438	4,060
30 PNC FINANCIAL SERVICES GROUP	3,304	3,509
70 PATTERSON-UTI ENERGY INC	1,428	1,884
65 QUANTA SERVICES INC	1,495	2,265
100 RESTAURANT BRANDS INTERNATIONAL INC	4,212	4,766
25 REINSURANCE GROUP OF AMERICA INC	1,964	3,146
20 RED HAT INC	1,467	1,394
25 ROCKWELL AUTOMATION INC	2,895	3,360
130 STEEL DYNAMICS INC	3,379	4,625
15 STANLEY BLACK & DECKER INC	1,823	1,720
30 SYSCO CORP	1,480	1,661
70 AT&T INC.	2,974	2,977
75 TERADATA CORP	2,148	2,038
90 TYSON FOODS INC CL A	6,178	5,551
135 UNUMPROVIDENT CORP	4,526	5,931
65 UNITED RENTALS INC.	4,426	6,863
35 VISA INC	2,651	2,731
20 VARIAN MEDICAL SYSTEMS INC	1,677	1,796

Name of Stock	End of Year Book Value	End of Year Fair Market Value
545 VANGUARD DIVIDEND APPRECIATION INDEX FUND	36,014	46,423
75 VALERO ENERGY CORP	4,350	5,124
65 VERISIGN INC	3,480	4,945
1705 VANGUARD FTSE EMERGING MARKETS ETF	74,678	61,005
120 VERIZON COMMUNICATIONS	5,359	6,406
140 WELLS FARGO CO.	7,181	7,715
80 WAL MART STORES INC.	4,956	5,530
35 WYNDHAM WORLDWIDE CORP	2,528	2,673
100 EXXON MOBIL CORPORATION	8,319	9,026
693.23 ABERDEEN EMERGING MARKETS FUND	9,379	8,707
920.699 ARTISAN INTERNATIONAL FUND	28,719	23,542
4155.496 CHAMPLAIN MID CAP FUND	62,000	63,454
4082.773 CREDIT SUISSE COMMODITY RETURN STRATEGY FUND	29,550	20,700
1846.802 GATEWAY FUND	55,607	56,937
3321.473 BMO PYRFORD INTERNATIONAL STOCK FUND	40,887	38,596
1164.27 OAKMARK INTERNATIONAL FUND	29,188	26,429
1669.449 TORTOISE MLP & PIPELINE FUND	20,000	23,406
1110.28 WASATCH INTL GROWTH FUND	33,031	29,522
426 FAIRPOINT COMMUNICATIONS INC. - DELISTED	3,150	0
1665.999998334 ALCOA CORP	113,232	46,781
655900 APPLE INC.	32,389,519	75,966,332
200000 ADELPHIA COMMUNICATIONS	79,823	0
5000 ARCONIC INC	310,292	92,700
5600 BANK OF AMERICA CORP	251,806	123,760
29067 BALDWIN & LYONS CLASS A	741,209	702,840
155861 BALDWIN & LYONS INC CL B	3,790,540	3,927,697
670 CITIGROUP INC	249,548	39,818
18000 FOREST CITY REALTY TRUST	1,008,165	375,120
602.5056 FIRST REP BK SAN FRANCISCO	42,912	55,515
4464 FRONTIER COMMUNICATIONS CORP	24,488	15,088

Name of Stock	End of Year Book Value	End of Year Fair Market Value
7000 ISHARES RUSSELL 1000 GROWTH	448,137	734,300
17100 NORTEL NETWORKS	495,181	0
384 QUINTILES IMS HOLDINGS INC.	20,000	29,203
750 BANKRATE INC DEL COM	11,250	8,288
3000 VOYA FINANCIALS INC	117,900	117,660

TY 2016 Investments - Other Schedule**Name:** SEEDLINGS FOUNDATION**EIN:** 04-3600502

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
GENESIS ENERGY LP	AT COST	12,286	14,408
MARTIN MIDSTREAM PARTNERS LP	AT COST	7,045	5,505
WESTERN GAS PARTNERS LP	AT COST	49,388	58,760

**TY 2016 Land, Etc.
Schedule****Name:** SEEDLINGS FOUNDATION**EIN:** 04-3600502

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER	2,243	2,243	0	0
LAPTOP	1,917	1,341	576	576

TY 2016 Other Decreases Schedule

Name: SEEDLINGS FOUNDATION
EIN: 04-3600502

Description	Amount
BOOK TO TAX DIFFERENCE IN BASIS OF DONATED STOCKS SOLD	263,427

TY 2016 Other Expenses Schedule**Name:** SEEDLINGS FOUNDATION**EIN:** 04-3600502**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TEACHERS COLLABORATIVE	88,086	0		88,086
OFFICE EXPENSE	29,047	0		0
CONSULTANT FEES FOR DYSLEXIA PROGRAM	392,533	0		392,533
DYSLEXIA PROGRAM EXPENSES	226,950	0		226,950
CONSULTANT FEES	197,885	0		0
FEES - CT CORP	296	0		0
BANK SERVICE CHARGES	450	0		0
SCHEDULE K-1'S LOSSES	9,399	0		0
CONSULTANT - ACES	35,251	0		35,251
PAYROLL FEES	3,184	0		0

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MEMBERSHIP DUES	10,000	0		0
SELLING AND MARKETING	66,702	0		0
INSURANCE	876	0		0
MEALS/ENTERTAINMENT	12,239	0		0
BUSINESS EXPENSES	4,075	0		0
PAPER TIGER - ACES	68,867	0		68,867

TY 2016 Other Professional Fees Schedule**Name:** SEEDLINGS FOUNDATION**EIN:** 04-3600502

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	5,381	5,381		0
ADMINISTRATIVE FEES	2,520	0		0

**TY 2016 Substantial Contributors
Schedule****Name:** SEEDLINGS FOUNDATION**EIN:** 04-3600502

Name	Address
SETTLEMENT T-551-7	WEST BAY STREET NASSAU BF
SETTLEMENT T-2390-C	WEST BAY STREET NASSAU BF

TY 2016 Taxes Schedule**Name:** SEEDLINGS FOUNDATION**EIN:** 04-3600502

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	23,312	23,312		0
FEDERAL TAXES PAID	267,150	0		0
PAYROLL TAXES	10,509	0		10,509

Schedule B (Form 990, 990-EZ, or 990-PF) <small>Department of the Treasury Internal Revenue Service</small>	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>	OMB No 1545-0047 2016
	Name of the organization SEEDLINGS FOUNDATION	Employer identification number 04-3600502

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization SEEDLINGS FOUNDATION	Employer identification number 04-3600502
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Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
—	See Additional Data Table _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

Name of organization SEEDLINGS FOUNDATION	Employer identification number 04-3600502
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Part II			
Noncash Property			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	84,375 ISHARES MSCI EMERGING (EEM)	\$ 2,937 516	2016-04-14
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	62750 ISHARES MSCI EAFE (EFA)	\$ 3,728 737	2016-04-14
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
4	7,000 ISHARES RUSSELL (IWF)	\$ 687 938	2016-06-23
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
6	100,000 ISHARES MSCI EMERGING (EEM)	\$ 3,402 000	2016-06-22
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
7	75,000 ISHARES MSCI EAFE (EFA)	\$ 4,386 750	2016-04-14
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization
SEEDLINGS FOUNDATION**Employer identification number**

04-3600502

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

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

Additional Data

Software ID:
Software Version:
EIN: 04-3600502
Name: SEEDLINGS FOUNDATION

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	SMART FAMILY FOUNDATION	\$ 88,000	Person <input checked="" type="checkbox"/>
	74 PIN OAK LANE		Payroll <input type="checkbox"/>
	WILTON, CT 06897		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>2</u>	SETTLEMENT T-551-7	\$ 2,937,516	Person <input type="checkbox"/>
	WEST BAY STREET		Payroll <input type="checkbox"/>
	, NASSAU BF		Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)
<u>3</u>	SETTLEMENT T-551-7	\$ 3,728,737	Person <input type="checkbox"/>
	WEST BAY STREET		Payroll <input type="checkbox"/>
	, NASSAU BF		Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)
<u>4</u>	SETTLEMENT T-2390-C	\$ 687,938	Person <input type="checkbox"/>
	WEST BAY STREET		Payroll <input type="checkbox"/>
	, NASSAU BF		Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)
<u>5</u>	SETTLEMENT T-2390-C	\$ 6,250,000	Person <input checked="" type="checkbox"/>
	WEST BAY STREET		Payroll <input type="checkbox"/>
	, NASSAU BF		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>6</u>	SETTLEMENT T-2390-C	\$ 3,402,000	Person <input type="checkbox"/>
	WEST BAY STREET		Payroll <input type="checkbox"/>
	, NASSAU BF		Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<div>7</div>	SETTLEMENT T-2390-C		<div> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution) </div>
	WEST BAY STREET		
	, NASSAU BF	<div>\$ 4,386,750</div>	
<div>8</div>	SETTLEMENT T-551-7		<div> Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution) </div>
	WEST BAY STREET		
	, NASSAU BF	<div>\$ 1,750,000</div>	