



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



Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation **DONALD A. PELS CHARITABLE TRUST U/T/D** 8/18/
92 121157700**A Employer identification number**
13-6998091

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

Room/suite

B Telephone number (see instructions)**C/O FIDUCIARY TRUST COMPANY - 280 PARK AVE****212-632-3383**

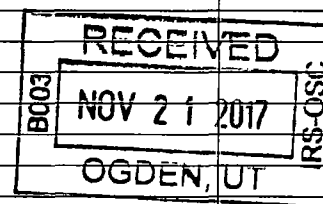
City or town, state or province, country, and ZIP or foreign postal code

NEW YORK, NY 10017**G Check all that apply:**☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change**H Check type of organization:**☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation**I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 274,554,934.****J Accounting method:** ☒ Cash ☐ Accrual
☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

C If exemption application is pending, check here. ☐**D 1** Foreign organizations, check here. ☐**2** Foreign organizations meeting the 85% test, check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here. ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ☐**Part I Analysis of Revenue and Expenses** (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)
1 Contributions, gifts, grants, etc., received (attach schedule)	37,414,029.			
2 Check ☐ if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments.				
4 Dividends and interest from securities	2,701,512.	2,641,319.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	2,752,847.			
b Gross sales price for all assets on line 6a 85,980,771.				
7 Capital gain net income (from Part IV, line 2)		2,752,187.		
8 Net short-term capital gain.				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	607.	6,560.		STMT 5
12 Total. Add lines 1 through 11	42,868,995.	5,400,066.		
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule) STMT 6	4,887.	977.	NONE	3,910.
b Accounting fees (attach schedule) STMT 7	33,323.	NONE	NONE	33,323.
c Other professional fees (attach schedule) STMT 8	1,168,760.	854,208.		314,552.
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 9	713,440.	88,440.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	830.	830.	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 10	32,350.	7,889.		1,500.
24 Total operating and administrative expenses.				
Add lines 13 through 23.	1,953,590.	952,344.	NONE	353,285.
25 Contributions, gifts, grants paid	6,370,700.			6,370,700.
26 Total expenses and disbursements Add lines 24 and 25	8,324,290.	952,344.	NONE	6,723,985.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	34,544,705.			
b Net investment income (if negative, enter -0-)		4,447,722.		
c Adjusted net income (if negative, enter -0-)				



SCANNED NOV 27 2017

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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	64,826,920.	32,693,964.	32,693,964.
	3	Accounts receivable ▶ 308,332.		308,332.	308,332.
		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 ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)	7,880,360.	11,016,043.	10,740,570.
	b	Investments - corporate stock (attach schedule) . STMT 12.	76,153,000.	117,363,482.	119,840,929.
	c	Investments - corporate bonds (attach schedule) . STMT 15.	9,234,486.	32,838,489.	32,910,716.
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans				
13	Investments - other (attach schedule) STMT 17.	85,052,598.	68,025,702.	78,060,423.	
14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	243,147,364.	262,246,012.	274,554,934.	
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)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒				
	27	Capital stock, trust principal, or current funds	243,147,364.	262,246,012.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund.			
	29	Retained earnings, accumulated income, endowment, or other funds . .			
30	Total net assets or fund balances (see instructions)	243,147,364.	262,246,012.		
31	Total liabilities and net assets/fund balances (see instructions)	243,147,364.	262,246,012.		

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	243,147,364.
2	Enter amount from Part I, line 27a	2	34,544,705.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 18	3	398,578.
4	Add lines 1, 2, and 3	4	278,090,647.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 19	5	15,844,635.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	262,246,012.

Form 990-PF (2016)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a PUBLICLY TRADED SECURITIES			P	VARIOUS	VARIOUS
b LIMITED PARTNERSHIPS			D	10/16/2014	6/30/2014
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 85,658,475.		82,461,816.	3,196,659.
b 322,296.		766,768.	-444,472.
c			
d			
e			

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			3,196,659.
b			-444,472.
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	2,752,187.
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.

(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	1,694,895.	121,922,170.	0.013901
2014	681,800.	41,805,260.	0.016309
2013	977,310.	37,460,788.	0.026089
2012	1,129,791.	32,238,009.	0.035045
2011	3,133,488.	33,775,404.	0.092774

2 Total of line 1, column (d)	2	0.184118
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	0.036824
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	244,483,737.
5 Multiply line 4 by line 3.	5	9,002,869.
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	44,477.
7 Add lines 5 and 6.	7	9,047,346.
8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	6,723,985.

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 ☐ and enter "N/A" on line 1		1	88,954.
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
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	NONE
3 Add lines 1 and 2		3	88,954.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	88,954.
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	97,806.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	97,806.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	8,852.	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 8,852. Refunded ☐ STMT 20	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

Form 990-PF (2016)

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X
14 The books are in care of ▶ DEBRA FEEKS Telephone no ▶ (212) 632-3383		
Located at ▶ 280 PARK AVENUE, NEW YORK, NY ZIP+4 ▶ 10017		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15		
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?	16	X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	☐ Yes	☒ No
If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ 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.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

Form 990-PF (2016)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WENDY KEYS	TRUSTEE			
ATTN: DEBRA FEEKS - 280 PARK AVENUE, NY, NY 10017	2	-0-	-0-	-0-
VALERIE ANNE PELS	TRUSTEE			
ATTN: DEBRA FEEKS - 280 PARK AVENUE, NY, NY 10017	2	-0-	-0-	-0-

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

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

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

Form 990-PF (2016)

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	211,545,772.
b	Average of monthly cash balances	1b	36,661,068.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	248,206,840.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	248,206,840.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	3,723,103.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	244,483,737.
6	Minimum investment return. Enter 5% of line 5	6	12,224,187.

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	12,224,187.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	88,954.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	88,954.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	12,135,233.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	12,135,233.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	12,135,233.

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	6,723,985.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	6,723,985.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,723,985.

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				12,135,233.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			653,314.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2016				
a From 2011	NONE			
b From 2012	NONE			
c From 2013	NONE			
d From 2014	NONE			
e From 2015	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 6,723,985.				
a Applied to 2015, but not more than line 2a . . .			653,314.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount				6,070,671.
e Remaining amount distributed out of corpus. . .	NONE			
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				6,064,562.
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)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2012 . . .	NONE			
b Excess from 2013 . . .	NONE			
c Excess from 2014 . . .	NONE			
d Excess from 2015 . . .	NONE			
e Excess from 2016 . . .	NONE			

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

NOT APPLICABLE

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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.

N/A

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

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

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

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 43				6,370,700.
Total			3a	6,370,700.
b Approved for future payment				
Total			3b	

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

- | 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
|---|--------------|-----|----|
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| (1) Cash | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions: | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[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.

Signature of officer or trustee
VALERIE PELS

Date _____

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

RICHARD PIANOFORTE

Preparer's signature

Date	
------	--

11/08/2017

7	Check ☐ if self-employed
---	---

PTIN

P00844777

Firm's name ► FIDUCIARY TRUST COMPANY INTL

Firm's address ▶ 280 PARK AVENUE, 7TH FL
NEW YORK, NY

10017

Firm's EIN	13-5069335
------------	------------

Phone no 212-632-4087

Schedule of Contributors

OMB No 1545-0047

2016

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990

Name of the organization

Employer identification number

DONALD A. PELS CHARITABLE TRUST U/T/D 8/18/

13-6998091

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

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 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 33 1/3 % 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 Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't 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 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization DONALD A. PELS CHARITABLE TRUST U/T/D 8/18/	Employer identification number 13-6998091
--	---

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
1	DONALD A PELS CHAR REM TR C/O FIDUCIARY TRUST COMPANY INTL 280 PARK AVE, N.Y., NY 10017	\$ 17,808,682.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
2	DONALD A PELS CHAR REM TR C/O FIDUCIARY TRUST COMPANY INTL 280 PARK AVE, N.Y., NY 10017	\$ 14,275,083.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
3	DONALD A PELS CHAR REM TR C/O FIDUCIARY TRUST COMPANY INTL 280 PARK AVE, N.Y., NY 10017	\$ 5,330,264.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

Employer identification number

DONALD A. PELS CHARITABLE TRUST U/T/D 8/18/

13-6998091

Part II Noncash Property (See instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	90,335 SHS VANGUARD INSTITUTIONAL INDEX FUN	\$ 17,808,682.	09/16/2016
3	92,314 VANGUARD SMALL CAP INDEX FUND	\$ 5,330,264.	09/16/2016
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AFLAC INC SR BOND DTD 6/10/2013 3.625% 6	10,345.	9,602.
ABBVIE INC	84,930.	84,930.
AETNA INC SR BOND CALL DTD 6/9/2016 3.2%	8,267.	8,267.
AMERICAN EXPRESS CREDIT CORP CALL DTD 5/	6,276.	6,271.
AMERICAN TOWER REIT INC	7,540.	7,540.
AMERICAN WATER WORKS CO INC	19,500.	19,500.
ANHEUSER-BUSCH INBEV FIN SR NT DTD 1/27/	1,732.	1,705.
ANHEUSER-BUSCH INBEV FIN INC SR NT CAL D	5,101.	4,600.
APPLE COMPUTER INC NPV	66,355.	66,355.
APPLIED MATERIALS INC DTD 6/8/2011 4.3%	11,567.	8,256.
AUTONATION INC SR BD CALL DTD 9/21/2015	9,250.	9,250.
BANK OF AMERICA CORP SUB BD DTD 10/22/20	3,140.	3,140.
BANK OF AMERICA CORP DTD 3/3/2016 4.45%	7,120.	7,120.
BANK OF MONTREAL SR NT CALL DTD 4/9/2013	3,988.	3,988.
BAXTER INTL DTD 5/22/2008 5.375% 6/1/201	2,717.	1,633.
BERKSHIRE HATHAWAY INC SR NT DTD 2/11/20	4,047.	3,373.
BLACKROCK INC	65,723.	65,723.
BOEING CO SR NT DTD 3/13/2009 6% 3/15/20	12,000.	4,326.
BORG WARNER AUTOMOTIVE INC.	3,900.	3,900.
BOSTON PROPERTIES LP CALL DTD 6/27/2013	7,765.	6,792.
CME GROUP INC	4,200.	4,200.
CNOOC NEXEN FINANCE 2014 ULC DTD 4/30/20	9,984.	8,647.
CVS CORP	46,325.	46,325.
CVS PASS THROUGH TRUST DTD 6/10/2009 6.9	10,844.	10,844.
CABOT OIL & GAS CORP CL A	7,300.	7,300.
CAPITAL ONE NA/MCLEAN VA SR NT CALL DTD	4,798.	4,798.
CATERPILLAR INC DTD 6/26/2012 1.5% 6/26/	2,950.	2,371.
CELGENE CORP SR BOND CALL DTD 8/12/2015	3,714.	3,571.
CHEVRONTXACO CORP	19,440.	19,440.
CHURCH & DWIGHT INC	34,080.	34,080.
CITIGROUP INC SR NT DTD 7/29/2014 2.5% 7	5,222.	4,975.
CITIGROUP INC SUB BD DTD 9/29/2015 4.45%	4,425.	4,425.
FBW938 N810 11/08/2017 17:29:19	121157700	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
CITIGROUP INC SUB NT DTD 3/9/2016 4.6% 3	7,360.	7,360.
COCA COLA FEMSA SAB DE CV SR NT DTD 11/2	5,053.	4,300.
COSTCO WHSL CORP NEW	28,650.	28,650.
DELPHI CORP SR BD CALL DTD 3/3/2014 4.15	9,204.	8,815.
DISCOVER BANK SR NT CALL DTD 6/4/2015 3.	7,357.	6,976.
DISNEY WALT CO	36,565.	36,565.
DISCOVER FINANCIAL SERVICES (USD)	53,100.	53,100.
EXXON MOBIL CORP	50,520.	50,520.
FANNIE MAE PL # AS5696 DTD 7/1/2015 3.50	23,706.	23,706.
FANNIE MAE GTD MTG PL# AZ7207 DTD 8/1/20	23,243.	23,243.
FIFTH THIRD BANK SR NT CALL DTD 8/20/201	5,165.	5,043.
FORTIVE CORP	2,450.	2,450.
FRANKLIN CUSTODIAN FDS US GOVT ADV CL	91,969.	91,969.
FRANKLIN STRATEGIC MORTGAGE PORTFOLIO DT	11,689.	11,689.
FRANKLIN VALUE FUND CL ADV	63,726.	63,726.
FREEPORT-MCMORAN INC SR NT CALL DTD 11/1	8,519.	8,519.
GENERAL ELECTRIC CO SR NT DTD 10/17/2011	9,300.	6,053.
GILEAD SCIENCES INC	44,120.	44,120.
GILEAD SCIENCES INC SR NT DTD 9/14/2015	8,058.	7,776.
GOLDMAN SACHS GROUP INC SR NT DTD 3/8/20	10,750.	5,662.
GRAND RIVER DAM AUTH OKLA REV REFUNDING	232.	232.
HARDING LOEVNER INTL EQUITY	205,852.	205,852.
HOME DEPOT INC	46,920.	46,920.
THE HOME DEPOT INC SR NT CALL DTD 9/10/2	5,700.	4,290.
HONEYWELL INTL INC	56,490.	56,490.
IVA INTERNATIONAL FUND - I	93,397.	93,397.
INDIANA BOND BANK REVENUE REF SER A DTD	4,113.	4,113.
ISHARES 1-3 YEAR TREASURY BOND ETF	30,692.	30,692.
ISHARES IBOX \$ HIGH YIELD CORP BOND ETF	47,157.	47,157.
ISHARES CMBS ETF	11,027.	11,027.
ISHARES CURRENCY HEDGED MSCI JAPAN ETF	27,442.	27,442.
J P MORGAN CHASE & CO NT DTD 4/23/2009 6	12,600.	5,214.
JP MORGAN CHASE & CO SUB BD DTD 9/25/201	8,642.	8,642.
FBW938 N810 11/08/2017 17:29:19	121157700	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
JOHNSON & JOHNSON	41,000.	41,000.
JUNIPER NETWORKS INC SR BD DTD 3/4/2014	10,015.	9,703.
KINDER MORGAN ENER PART SR NT DTD 5/19/2	13,519.	10,667.
MARRIOTT INTL INC SR BD CALL SER R DTD 6	4,154.	4,154.
MASTERCARD INC-CLASS A	14,060.	14,060.
MCKESSON HBOC INC	14,840.	14,840.
METLIFE INC SR BD DTD 8/6/2010 4.75% 2/8	9,051.	4,029.
MORGAN STANLEY SUBORDINATED BOND SER MTN	8,700.	8,646.
NEXTERA ENERGY INC	26,100.	26,100.
NOVO-NORDISK A S ADR	63,522.	63,522.
ORACLE CORP SR NT DTD 7/15/2011 3.875% 7	6,846.	2,745.
OPPENHEIMER DEVELOPING MKTS FDS	72,844.	72,844.
PNC FINL CORP	49,780.	49,780.
PSEG PWR LLC SR BD CALL DTD 11/8/2013 4.	9,661.	9,589.
PEPSICO INC	60,608.	60,608.
PFIZER INC. R	42,300.	42,300.
PHARMACIA CORP DEB DTD 12/9/1998 6.5% 12	13,000.	3,876.
PROLOGIS LP SR NT CALL DTD 8/15/2013 4.2	8,835.	7,434.
REINSURANCE GROUP AMER INC DTD 9/24/2013	10,371.	8,525.
SCHLUMBERGER LTD	40,000.	40,000.
SOUTHERN CO SR NT CALL DTD 6/12/2015 2.7	2,658.	2,608.
STARBUCKS CORP	40,950.	40,950.
STRYKER CORP.	23,940.	23,940.
SUNOCO LOGISTICS PARTNR OPER LP SR BD CA	14,526.	14,417.
TJX COS INC NEW	35,690.	35,690.
TRANS-CANADA PIPELINES SR NOTE DTD 1/27/	7,757.	7,498.
UNION PAC CORP.	54,615.	54,615.
US BACORP SR NT CALL DTD 7/23/2012 2.95%	6,764.	6,459.
UNITED STATES TREASURY NOTE DTD 11/30/20	23,214.	21,176.
UNITED STATES TREASURY NOTE DTD 1/31/201	14,967.	11,898.
UNITED STATES TREAS NOTE INFLATION INDEX	245.	12,982.
UNITED STATES TREASURY NOTE DTD 2/15/201	17,451.	17,451.
UNITED STATES TREASURY NOTE DTD 8/15/201	17,106.	17,106.
FBW938 N810 11/08/2017 17:29:19	121157700	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
UNITED STATES TREASURY NOTE DTD 8/31/201	7,523.	7,523.
UNITED STATES TREASURY NOTE DTD 11/30/20	11,475.	11,475.
UNITED STATES TREASURY NOTE DTD 2/15/201	1,250.	1,250.
UNITED STATES TREASURY NOTE DTD 5/15/201	9,532.	9,398.
UNITED STATES TREASURY NOTE DTD 12/31/20	8,115.	8,115.
UNITED STATES TREASURY NOTE DTD 5/31/201	13,134.	13,134.
UNITED STATES TREASURY NOTE DTD 5/15/201	1,114.	954.
VANGUARD INSTITUTIONAL INDEX FUND	101,450.	101,450.
VANGUARD SMALL CAP INDEX FUND INST CL	25,387.	25,387.
VERIZON COMMUNICATIONS	58,193.	58,193.
VISA INC CL A	10,925.	10,925.
WABTEC	650.	650.
WALGREENS BOOTS ALLIANCE INC SR NT CALL	8,651.	8,582.
WELLS FARGO & CO SR SUB NT SER M DTD 2/1	7,490.	7,431.
FTCI MONEY MARKET FUND	733.	733.
ACE LTD	14,070.	14,070.
CHUBB LTD	39,600.	39,600.
REVENUE POSTED CURRENT	5,538.	
STIP 1: US TREASURY ONLY	445.	445.
STIP 3: US TREASURY & AGENCY	9,330.	9,330.
BROADCOM LTD	42,505.	42,505.
	-----	-----
TOTAL	2,701,512.	2,641,319.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ASP III ALTERNATIVE INVESTMENTS LP		10,940.
MUTUAL FUND INVESTMENT LITIGATION	607.	607.
AMERICAN SECURITIES PARTNERS III		-4,987.
	-----	-----
TOTALS	607.	6,560.
	=====	=====

DONALD A. PELS CHARITABLE TRUST U/T/D 8/18/ 13-6998091

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
LEGAL FEES - PRINCIPAL (ALLOCA	4,887.	977.		3,910.
TOTALS	4,887.	977.	NONE	3,910.
	=====	=====	=====	=====

DONALD A. PELS CHARITABLE TRUST U/T/D 8/18/

13-6998091

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	33,323.			33,323.
TOTALS	33,323.	NONE	NONE	33,323.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----
INVESTMENT & ADMIN FEES	1,067,760.	854,208.	213,552.
HILDY SIMMONS	90,000.		90,000.
THE HOFFMAN GROUP	2,500.		2,500.
PATRICIA GLAZER	8,500.		8,500.
	-----	-----	-----
TOTALS	1,168,760.	854,208.	314,552.
	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	17,151.	17,151.
FEDERAL TAX PAYMENT - PRIOR YE	625,000.	
FOREIGN TAXES ON QUALIFIED FOR	63,910.	63,910.
FOREIGN TAXES ON NONQUALIFIED	7,379.	7,379.
	-----	-----
TOTALS	713,440.	88,440.
	=====	=====

DONALD A. PELS CHARITABLE TRUST U/T/D 8/18/

13-6998091

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----
NEW YORK STATE FILING FEE	1,500.		1,500.
MTG BACKED SECS INV INT EXP		7,889.	
ACCRUED INTEREST EXPENSE	30,850.		
TOTALS	32,350.	7,889.	1,500.
	=====	=====	=====

13-6998091

DONALD A. PELS CHARITABLE TRUST U/T/D 8/18/

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

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
US T-NOTES 2% DUE 11/30/2020	302,106.	302,912.
US T-NOTES 2.125% DUE 1/31/202	1,213,055.	1,216,224.
US T-NOTES 2% DUE 11/30/2022	620,410.	620,186.
US T-NOTES 2% DUE 2/15/2025	934,971.	924,806.
US T-NOTES 2% DUE 8/15/2025	907,512.	896,205.
US T-NOTES DTD 8/31/2016 1.125	1,223,994.	1,188,611.
US T-NOTES DTD 9/30/2016 1.12	3,001,213.	2,893,830.
US T-NOTES INFLATION INDEX .25	910,033.	888,687.
US T-NOTES DTD 2/15/2016 1.625	195,109.	186,910.
US T-NOTES DTD 5/15/2016 1.625	910,607.	838,089.
US T-NOTES DTD 8/15/2016 1.5%	198,547.	183,656.
US T-NOTES DTD 11/15/2016 2% D	598,486.	600,454.
	-----	-----
TOTALS	11,016,043.	10,740,570.
	=====	=====

DONALD A. PELS CHARITABLE TRUST U/T/D 8/18/

13-6998091

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
SCHLUMBERGER LTD.	1,594,980.	1,511,100.
CABOT OIL & GAS CORP	2,555,668.	2,569,600.
HONEYWELL INTL	2,447,781.	2,780,400.
UNION PACIFIC CORP	1,016,341.	1,347,840.
CHIPOTLE MEXICAN GRILL	1,555,594.	1,131,960.
STARBUCKS CORP	2,937,930.	2,887,040.
DISNEY WALT CO	2,783,591.	2,813,940.
AMAZON	2,029,627.	2,587,052.
HOME DEPOT	1,629,149.	2,413,440.
TJX COS INC	2,666,011.	2,854,940.
CVS HEALTH CORP	3,039,086.	2,367,300.
COSTCO WHOLESALE	2,624,557.	2,721,870.
PEPSICO	2,868,259.	3,034,270.
CHURCH & DWIGHT	2,017,210.	2,076,930.
STRYKER CORP	1,447,814.	2,036,770.
MCKESSON CORP.	2,073,242.	1,404,500.
CELGENE CORP	2,110,914.	2,083,500.
GILEAD SCIENCES	2,162,390.	1,432,200.
REGENERON PHARMA	2,491,973.	1,945,577.
JOHNSON & JOHNSON	1,657,391.	1,843,360.
NOVO NORDISK	3,108,414.	2,151,600.
ABBVIE INC	2,200,429.	2,254,320.
PNC FINL SVCS	1,823,187.	2,339,200.
SIGNATURE BANK	2,263,531.	2,553,400.
DISCOVER FINANCIAL SVCS	1,957,570.	2,595,240.
BLACKROCK INC	2,283,415.	2,663,780.
ALPHABET INC CLASS A	2,109,768.	2,218,860.
FACEBOOK INC	2,363,099.	2,761,200.
FLEETCOR TECH	3,349,485.	3,254,960.

DONALD A. PELS CHARITABLE TRUST U/T/D 8/18/

13-6998091

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
FORTINET INC	1,766,627.	1,355,400.
SALESFORCE.COM	2,908,503.	2,841,090.
APPLE INC	3,619,235.	3,648,330.
ADOBE SYSTEMS INC	2,388,210.	2,367,850.
ALPHABET INC CLASS C	1,548,132.	1,698,004.
AMERICAN TOWER REIT INC	1,470,355.	1,479,520.
BROADCOM LTD	1,869,575.	2,651,550.
CHEVRON CORP	2,127,355.	2,471,700.
CHUBB LTD	2,474,368.	2,906,640.
DANAHER CORP	2,552,442.	2,568,720.
ECOLAB INC	2,321,551.	2,344,400.
EOG RES INC	1,483,671.	1,516,500.
FORTIVE CORP	2,393,630.	2,413,350.
GENERAL ELECTRIC CO	1,580,792.	1,580,000.
NEXTERA ENERGY INC	2,446,657.	2,389,200.
PFIZER INC	2,262,353.	2,143,680.
SCHWAB CHARLES CORP	1,899,331.	1,934,030.
VERIZON COMMUNICATIONS	2,529,917.	2,562,240.
VERTEX PHARMACEUTICALS INC	1,477,890.	1,252,390.
VISA INC CL A	3,102,550.	3,042,780.
AUTOMATIC DATA PROCESSING INC	791,575.	925,020.
CME GROUP INC	740,443.	807,450.
ECOLAB INC	454,493.	468,880.
EXPRESS SCIRPTS HOLDING CO	743,970.	687,900.
IDEXX LABORATORIES INC	439,294.	469,080.
JOHNSON & JOHNSON CO	937,425.	921,680.
METTLER-TOLEDO INTERNATIONAL I	884,486.	878,976.
RED HAT INC	306,850.	278,800.
ROCHE HOLDING LTD	241,360.	228,240.

DONALD A. PELS CHARITABLE TRUST U/T/D 8/18/

13-6998091

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
VARIAN MEDICAL SYSTEMS INC	485,721.	448,900.
VISA INC CL A	1,130,863.	1,092,280.
WABTEC	815,452.	830,200.
	-----	-----
TOTALS	117,363,482.	119,840,929.
	=====	=====

DONALD A. PELS CHARITABLE TRUST U/T/D 8/18/

13-6998091

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
JOHNSON CNTY TX 1.704% 2/15/20	150,000.	150,705.
BANK OF MONTREAL 1.45% 4/9/201	273,196.	274,364.
FIFTH THIRD BANK 2.15% 8/20/20	290,216.	291,900.
PHARMACIA CORP 6.5% 12/1/2018	217,929.	217,940.
BOEING 6% 3/15/2019	217,451.	218,472.
JP MORGAN CHASE 6.3% 4/23/2019	217,732.	218,618.
CITIGROUP 2.5% 7/29/2019	240,493.	241,795.
GOLDMAN SACHS GROUP INC 5.375%	390,121.	390,884.
AMERICAN EXPRESS CREDIT CORP 2	449,211.	449,969.
DISCOVER BANK 3.1% 6/4/2020	241,297.	243,067.
INDIANA BOND BANK REVENUE 2.35	210,000.	212,027.
ORACLE CORP 3.875% 7/15/2020	211,393.	212,366.
KINDER MORGAN ENERGY PRTR 5.3	293,908.	306,163.
METLIFE IBC 4.75% 2/8/2021	390,204.	391,705.
APPLIED MATERIALS INC 4.3% 6/1	307,201.	311,979.
GENERAL ELECTRIC CAPITAL CORP	216,859.	219,327.
US BACORP 2.95% 7/15/2022	500,804.	503,340.
GILEAD SCIENCES 3.25% 9/1/2022	291,813.	296,232.
WELLS FARGO & CO 3.45% 2/13/20	400,710.	401,368.
AFLAC INC 3.625% 6/15/2023	470,725.	476,067.
PROLOGIS LP 4.25% 8/15/2023	419,013.	424,782.
RENSURANCE GROUP AMER INC 4.7%	254,573.	254,849.
PSEG PWR LLC 4.3% 11/15/2023	240,509.	248,424.
BOSTON PROPERTIES LP 3.8% DUE	246,316.	243,773.
DELPHI CORP 4.15% 3/15/2024	243,413.	247,475.
JUNIPER NETWORKS INC 4.5% 3/15	242,665.	248,720.
CNOOC NEXEN FINANCE 2014 ULC 4	410,217.	399,671.
FREEMPORT-MCMORAN INC 4.55% 11/	136,078.	188,500.
WALGREENS BOOTS ALLIANCE INC 3	490,890.	498,931.

DONALD A. PELS CHARITABLE TRUST U/T/D 8/18/

13-6998091

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
AUTONATION INC 4.5% 10/1/2025	199,326.	202,692.
SUNOCO LOGISTICS PARTNR OPER L	410,724.	440,824.
MORGAN STANLEY SUBORDINATED BO	363,855.	367,537.
JP MORGAN CHASE 4.25% 10/1/202	199,310.	205,928.
CVS PASS THROUGH TRUST 6.943%	181,461.	179,014.
MET GOVT NASHVILLE & DAVIDSON	350,000.	349,794.
GRAND RIVER DAM AUTH OKLA DTD	285,000.	281,398.
ANHEUSER-BUSCH INBEV FINC INC	515,549.	519,204.
SOUTHERN CO DTD 5/24/2016 2.95	482,844.	479,442.
COCA-COLA FEMSA DTD 11/26/2013	409,356.	408,493.
CELGENE CORP SR BD DTD 8/12/20	522,512.	508,055.
TRANS-CANADA PIPELINES DTD 1/2	372,622.	411,363.
JOHNSON & JOHNSON SR NT DTD 3/	717,983.	718,200.
BANK OF AMERICA CORP DTD 3/3/1	320,000.	330,390.
CITIGROUP INC DTD 3/9/16 4.6%	319,366.	331,366.
BERKSHIRE HATHAWAY INC 3/15/16	197,898.	198,938.
AETNA INC DTD 6/9/16 3.2% DUE	498,130.	495,635.
MARRIOTT INTL INC DTD 6/10/16	402,009.	388,288.
CATERPILLAR FINANCIAL SERVICES	232,533.	235,210.
BUNGE LTD FINANCE CORP DTD 8/1	449,582.	432,361.
HOME DEPOT INC DTD 9/15/16 2.1	229,843.	230,537.
TENNESSEE HSG DEV AGT DTD 11/1	285,582.	282,684.
I-SHARES 1-3 YEAR TREASURY BON	16,228,067.	16,129,950.
	-----	-----
TOTALS	32,838,489.	32,910,716.
	=====	=====

DONALD A. PELS CHARITABLE TRUST U/T/D 8/18/

13-6998091

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
IVA INTERNATIONAL FND - I	C	18,273,509.	17,146,778.
HARDING LOEVNER INTL EQUITY	C	17,600,000.	17,309,625.
FRANKLIN SMALL CAP VALUE FUND	C	13,685,845.	14,301,037.
OPPENHEIMER DEVELP MKTS FDS	C	8,500,000.	8,160,409.
FRANKLIN US GOVT SEC FUND	C	2,900,000.	2,809,657.
FRANKLIN STRATEGIES MORT PORT	C	484,471.	478,319.
ISHARES CMBS ETF	C	481,408.	480,628.
FNMA 3.5% 8/1/2045	C	516,836.	512,622.
FNMA GTD MTG 3.5% 8/1/2045	C	479,804.	475,877.
VANGUARD INSTITUTIONAL INDEX F	C	5,103,829.	16,385,471.
		-----	-----
TOTALS		68,025,702.	78,060,423.
		=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

AMOUNT

OID BASIS ADJUSTMENT

12,737.

WASH SALE ADJUSTMENT

385,841.

TOTAL

398,578.

=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION

AMOUNT

VANGUARD INST INDEX BASIS ADJ	12,073,300.
VANGUARD SMALL CAP INDEX BASIS ADJ	3,528,277.
AMORTIZATION ADJUSTMENT	67,728.
PARTNERSHIP BASIS ADJUSTMENT	175,330.

TOTAL	15,844,635.
	=====

DONALD A. PELS CHARITABLE TRUST U/T/D 8/18/

13-6998091

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS

NAME AND ADDRESS

DONALD A PELS CHAR REM TR
C/O FIDUCIARY TRUST COMPANY INTL
280 PARK AVE, N.Y., NY 10017

STATEMENT 20

XD576 2 000

FBW938 N810 11/08/2017 17:29:19

121157700

41 -

RECIPIENT NAME:
BRADY CENTER TO PREVENT GUN VIOLENCE
ADDRESS:
840 FIRST STREET, NE SUITE 400
WASHINGTON, DC 20002
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 275,000.

RECIPIENT NAME:
BROOKLYN ACADEMY OF MUSIC
ADDRESS:
30 LAFAYETTE AVENUE
BROOKLYN, NY 11217
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
BROOKLYN MUSEUM
ADDRESS:
200 EASTERN PARKWAY
BROOKLYN, NY 11238
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
CASITA MARIA CENTER FOR ARTS & EDUCATION
ADDRESS:
928 SIMPSON STREET
BRON, NY 10459
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
CHECKERBOARD FILM FOUNDATION
ADDRESS:
1 EAST 53RD STREET, #1400
NEW YORK, NY 10022
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
CHESS IN SCHOOLS
ADDRESS:
520 EIGHT AVENUE, 2ND FL
NEW YORK, NY 10018
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
CHICKEN & EGG PICTURES
ADDRESS:
45 MAIN STREET, #506
BROOKLYN, NY 11201
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
CITY HARVEST
ADDRESS:
6 EAST 32ND STREET, 5TH FL
NEW YORK, NY 10016
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
COMPASSION & CHOICES
ADDRESS:
1001 CONNECTICUT AVE NW, SUITE 522
WASHINGTON, DC 20036
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 30,000.

RECIPIENT NAME:
COOPER UNION
ADDRESS:
30 COOPER SQUARE
NEW YORK, NY 10003
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
DOCTORS WITHOUT BORDERS
ADDRESS:
333 SEVENTH AVENUE, 2ND FL
NEW YORK, NY 10001
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 250,000.

RECIPIENT NAME:
DREAMYARD PROJECT
ADDRESS:
1085 WASHINGTON AVE
BRONX, NY 10456
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 50,450.

RECIPIENT NAME:
DUKE UNIVERSITY
ADDRESS:
PO BOX 90581
DURHAM, NC 27708
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
EVERYTOWN FOR GUN SAFETY
ADDRESS:
450 LEXINGTON AVE
NEW YORK, NY 10163
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 225,000.

RECIPIENT NAME:
FILEM SOCIETY OF LINCOLN CENTER
ADDRESS:
70 LINCOLN CENTER PLAZA
NEW YORK, NY 10023
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 577,500.

RECIPIENT NAME:
FOOD BANK FOR NEW YORK CITY
ADDRESS:
39 BROADWAY, 10TH FL
NEW YORK, NY 10006
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
GLASSROOTS
ADDRESS:
10 BLEEKER STREET
NEWARK, NJ 07102
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
GOOD SHEPHERD SERVICES
ADDRESS:
305 7TH AVE, 9TH FL
NEW YORK, NY 10001
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
GUGGENHEIM MUSEUM
ADDRESS:
1071 FIFTH AVENUE
NEW YORK, NY 10128
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
HUMAN RIGHTS WATCH
ADDRESS:
350 FIFTH AVE, 34TH FL
NEW YORK, NY 10118
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 300,000.

RECIPIENT NAME:
HUMANE FARM ANIMAL CARE
ADDRESS:
PO BOX 727
HERNDON, VA 20172
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
HUNTS POINT ALLIANCE
ADDRESS:
1231 LAFAYETTE AVE
BRONX, NY 10474
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
INTERNATIONAL RESCUE COMMITTEE
ADDRESS:
122 EAST 42ND STREET
NEW YORK, NY 10168
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 100,000.

RECIPIENT NAME:
LABORATORY FOR ICON & IDIOM, INC
ADDRESS:
245 WEST 55TH STREET, 12TH FL
NEW YORK, NY 10019
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
MAGNUM FOUNDATION
ADDRESS:
547 WEST 27TH STREET, 4TH FL
NEW YORK, NY 10001
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
MEDIA CARES FOUNDATION
ADDRESS:
603 W 115TH STREET, STE 371
NEW YORK, NY 10025
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
METROPOLITAN MUSEUM OF ART
ADDRESS:
1000 FIFTH AVENUE
NEW YORK, NY 10028
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

MUSEUM OF MODERN ART

ADDRESS:

11 W 53RD STREET
NEW YORK, NY 10019

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT ORGANIZATION'S PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

NATIONAL PUBLIC RADIO

ADDRESS:

1111 NORTH CAPITAL STREET NE
WASHINGTON, DC 20002

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT ORGANIZATION'S PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

NEW MUSEUM

ADDRESS:

235 BOWERY
NEW YORK, NY 10002

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT ORGANIZATION'S PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 27,000.

RECIPIENT NAME:
NEW YORK BOTANICAL GARDEN
ADDRESS:
2900 SOUTHERN BLVD
BRONX, NY 10458
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
NEW YORK PHILHARMONIC
ADDRESS:
10 LINCOLN CENTER PLAZA
NEW YORK, NY 10023
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
NEW YORK WOMEN IN FILM
ADDRESS:
6 EAST 39TH STREET
NEW YORK, NY 10016
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
NEW YORK PRESBYTERIAN HOSPITAL
ADDRESS:
850 THIRD AVE, 12TH FL
NEW YORK, NY 10022
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
NRDC
ADDRESS:
40 WEST 20TH STREET
NEW YORK, NY 10011
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
NYU TISCH SCHOOL OF ARTS
ADDRESS:
721 BROADWAY
NEW YORK, NY 10003
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
PARK AVENUE ARMORY
ADDRESS:
643 PARK AVENUE
NEW YORK, NY 10065
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
PLANNED PARENTHOOD FEDERATION OF AMERICA
ADDRESS:
434 WEST 33RD STREET
NEW YORK, NY 10001
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 100,000.

RECIPIENT NAME:
PLANNED PARENTHOOD HUDSON PECONIC
ADDRESS:
4 SKYLINE DRIVE
HAWTHORNE, NY 10532
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
POETS HOUSE
ADDRESS:
10 RIVER TERRACE
NEWYORK, NY 10282
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,250.

RECIPIENT NAME:
PREP FOR PREP
ADDRESS:
328 WEST 71ST STREET
NEW YORK, NY 10023
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
PUBLIC ART FUND
ADDRESS:
ONE EAST 53RD STREET, #12
NEW YORK, NY 10022
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
RIVERDALE COUNTRY SCHOOL
ADDRESS:
5250 FIELDSTONE ROAD
BRONX, NY 10471
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
ROCKEFELLER UNIVERSITY
ADDRESS:
1230 YORK AVENUE
NEW YORK, NY 10065
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,500,000.

RECIPIENT NAME:
SANCTUARY FOR FAMILIES
ADDRESS:
PO BOX 1406
NEW YORK, NY 10268
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
SOUTHERN POVERTY LAW CENTER
ADDRESS:
400 WASHINGTON AVE
MONTGOMERY, AL 36104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
ST. LUKE'S SCHOOL
ADDRESS:
487 HUDSON STREET
NEW YORK, NY 10014
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 260,000.

RECIPIENT NAME:
SYRACUSE UNIVERSITY
ADDRESS:
820 COMSTOCK AVE
SYRACUSE, NY 13244
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

THE MEETING HOUSE

ADDRESS:

133 EAT 58TH STREET
NEW YORK, NY 10022

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT ORGANIZATION'S PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

THE OXBOW SCHOOL

ADDRESS:

530 THIRD AVENUE
NAPA, CA 94559

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT ORGANIZATION'S PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

THEODORE ROOSEVELT ASSOCIATION

ADDRESS:

50 AUDREY AVE, #3
OYSTER BAY, NY 11771

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT ORGANIZATION'S PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
UNIVERSITY OF PENNSYLVANIA
ADDRESS:
3451 WLANUT STREET
PHILADELPHIA, PA 19104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
UNIVERSITY SETTLEMENT
ADDRESS:
184 ELDRIDGE STREET
NEW YORK, NY 10002
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
VISITING NURSE SERVICE OF NEW YORK
ADDRESS:
107 EAST 70TH STREET
NEW YORK, NY 10021
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
WATERMILL FOUNDATION
ADDRESS:
115 WEST 29TH STREET, FL 10
NEW YORK, NY 10001
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,500.

RECIPIENT NAME:
WEST HAMPTON BEACH PERFORMING ARTS CNTR
ADDRESS:
76 MAIN STREET
WESTHAMPTON BEACH, NY 11978
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 35,000.

RECIPIENT NAME:
WHITNEY MUSEUM OF MAERICAN ART
ADDRESS:
99 GANSEVOORT STREET
NEW YORK, NY 10014
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
WITNESS
ADDRESS:
80 HANSON PLACE
BROOKLYN, NY 11217
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
WNET
ADDRESS:
825 EIGHT AVE
NEW YORK, NY 10019
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
WNYC
ADDRESS:
160 VARICK STREET, 9TH FL
NEW YORK, NY 10013
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
WORLD MOMUMENTS FUND
ADDRESS:
350 FIFTH AVE, SUITE 2412
NEW YORK, NY 10018
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 65,000.

RECIPIENT NAME:
YALE LAW SCHOOL
ADDRESS:
PO BOX 208215
NEW HAVEN, CT 06520
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
FRIENDS OF THE HIGH LINE
ADDRESS:
820 WASHINGTON STREET
NEW YORK, NY 10014
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 505,000.

RECIPIENT NAME:
CENTRAL PARK CONSERVANCY
ADDRESS:
14 E. 60TH STREET
NEW YORK, NY 10022
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
CARL SCHURZ PARK CONSERVANCY
ADDRESS:
523 E. 85TH STREET
NEW YORK, NY 10028
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
ASPHALT GREEN
ADDRESS:
555 EAST 90TH STREET
NEW YORK, NY 10128
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT ORGANIZATION'S PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

DONALD A. PELS CHARITABLE TRUST U/T/D 8/18/ 13-6998091
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:

Friends of Governors Island

ADDRESS:

10 SOUTH STREET

NEW YORK, NY 10004

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT ORGANIZATION'S PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

FILM FORUM

ADDRESS:

209 W. HOUSTON STREET

NEW YORK, NY 10014

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT ORGANIZATION'S PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

TOTAL GRANTS PAID:

6,370,700.

=====

FOOTNOTES

STATEMENT 13

THE DONALD A PELS CHARITABLE TRUST IS AN ORGANIZATION EXEMPT FROM FEDERAL INCOME TAX PURSUANT TO INTERNAL REVENUE CODE ("CODE") SECTION 501(C)3. THE FOUNDATION IS, HOWEVER SUBJECT TO THE UNRELATED BUSINESS INCOME TAX IMPOSED UNDER CODE SECTION 512 ON ANY UNRELATED TRADE OR BUSINESS INCOME. THE UNRELATED BUSINESS INCOME ("UBI") OF THE FOUNDATION WAS GENERATED FROM AN INVESTMENT IN A LIMITED PARTNERSHIP. UBI IS ALLOCATED TO EACH STATE BASED UPON AMOUNTS DIRECTLY REPORTED ON THE SCHEDULE K-1 RECEIVED FROM THE PARTNERSHIP