

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

Name of foundation THE ROTHSCHILD ART FOUNDATION INC		A Employer identification number 52-1301060	
Number and street (or P O box number if mail is not delivered to street address) C/O D DANEMAN WTP LLC 7 ST PAUL STR		B Telephone number (see instructions) (212) 931-5303	
City or town, state or province, country, and ZIP or foreign postal code BALTIMORE, MD 212021636		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
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 <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 41,340,900		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <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)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	80	80		
	4 Dividends and interest from securities	213,240	213,240		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,289,702			
	b Gross sales price for all assets on line 6a	738,079			
	7 Capital gain net income (from Part IV, line 2)		1,289,702		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	5,813	5,813		
	12 Total. Add lines 1 through 11	1,508,835	1,508,835		
	13 Compensation of officers, directors, trustees, etc	203,859	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	10,588	8,470		2,118
	b Accounting fees (attach schedule)	9,972	7,978		1,994
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,084	3,084		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	230,730	411,866		22,723
	24 Total operating and administrative expenses. Add lines 13 through 23	458,233	431,398		26,835
	25 Contributions, gifts, grants paid	970,200			970,200
	26 Total expenses and disbursements. Add lines 24 and 25	1,428,433	431,398		997,035
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	80,402			
	b Net investment income (if negative, enter -0-)		1,077,437		
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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	139,624	113,540	113,540
	2 Savings and temporary cash investments			
	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) ▶ _____ 1,318 Less allowance for doubtful accounts ▶ _____ 0	1,317	1,318	1,318
	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)	538,125	0	0
	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)	17,972,856	17,330,678	17,224,042
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)	3,823,437	3,823,437	24,002,000	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	22,475,359	21,268,973	41,340,900	
Liabilities	17 Accounts payable and accrued expenses	2,812	2,812	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)	298,054	298,054	
	22 Other liabilities (describe ▶ _____)	10,000	10,000	
	23 Total liabilities (add lines 17 through 22)	310,866	310,866	
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	3,836,659	3,836,659	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	18,327,834	17,121,448	
30 Total net assets or fund balances (see instructions)	22,164,493	20,958,107		
31 Total liabilities and net assets/fund balances (see instructions) .	22,475,359	21,268,973		

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	22,164,493
2 Enter amount from Part I, line 27a	2	80,402
3 Other increases not included in line 2 (itemize) ▶ _____	3	57,598
4 Add lines 1, 2, and 3	4	22,302,493
5 Decreases not included in line 2 (itemize) ▶ _____	5	1,344,386
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	20,958,107

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)	2	1,289,702
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	1,071,882	20,298,604	0 052806
2014	967,147	20,991,860	0 046072
2013	806,177	19,508,833	0 041324
2012	1,014,684	18,601,871	0 054547
2011	887,677	17,646,835	0 050302

2 Total of line 1, column (d)	2	0 245051
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 049010
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	17,531,853
5 Multiply line 4 by line 3	5	859,236
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,774
7 Add lines 5 and 6	7	870,010
8 Enter qualifying distributions from Part XII, line 4	8	997,035

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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	10,774
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	10,774
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	10,774
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	10,000
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	15,000
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,226
11	Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> 4,226 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

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	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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	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 <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MD			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of DAVID D ROTHSCHILD Telephone no (212) 931-5305			

Located at **C/O D DANEMAN WTP LLP 7 ST PAUL ST BALTIMORE MD** ZIP+4 **21202**

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 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? 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 checked="" type="checkbox"/> Yes <input 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		No
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 ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). <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 ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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 <div style="margin-top: 5px;"> (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No </div> <div style="margin-top: 5px;"> (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 </div> <div style="margin-top: 5px;"> (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No </div> <div style="margin-top: 5px;"> (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 </div> <div style="margin-top: 5px;"> (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 </div>			
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"/> Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	5b		
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 type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
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 <i>If "Yes" to 6b, file Form 8870</i>	6b		No
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
DAVID ROTHSCHILD C/O WHITEFORDTAYLORPRESTON LLP 7 ST PAUL STREET BALTIMORE, MD 212021636	VICE PRESIDENT/DIRECTOR 1 00	203,859	0	0
ELLEN R DAME C/O WHITEFORDTAYLORPRESTON LLP 7 ST PAUL STREET BALTIMORE, MD 212021636	SECRETARY/DIRECTOR 1 00	0	0	0
DAVID DANEMAN C/O WHITEFORDTAYLORPRESTON LLP 7 ST PAUL STREET BALTIMORE, MD 212021636	PRESIDENT/DIRECTOR 1 00	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	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
NONE				
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
NONE		
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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	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	17,599,762
b	Average of monthly cash balances.	1b	199,074
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	17,798,836
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	17,798,836
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	266,983
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	17,531,853
6	Minimum investment return. Enter 5% of line 5.	6	876,593

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	876,593
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	10,774
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	10,774
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	865,819
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	865,819
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	865,819

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	997,035
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	997,035
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	10,774
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	986,261

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				865,819
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.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				13,653
f Total of lines 3a through e.	13,653			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 997,035				
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.				865,819
e Remaining amount distributed out of corpus	131,216			
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	144,869			
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).	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	144,869			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				13,653
e Excess from 2016.				131,216

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)Form **990-PF** (2016)

Part XV **Supplementary Information** (continued)**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> See Additional Data Table				
Total			3a	970,200
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	80	
4 Dividends and interest from securities.			14	213,240	
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.	531120	5,813			
8 Gain or (loss) from sales of assets other than inventory			18	1,289,702	
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).		5,813		1,503,022	0
13 Total. Add line 12, columns (b), (d), and (e).			13		1,508,835

(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	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.

**Sign
Here**

* * * * *

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 P00434149
	PATRICIA MARSHALL CPA				
	Firm's name ▶ CLIFTONLARSONALLEN LLP				Firm's EIN ▶ 41-0746749
	Firm's address ▶ 1966 GREENSPRING DRIVE SUITE 300 TIMONIUM, MD 210934161				Phone no (410) 453-0900

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)
THROUGH ROTHSCHILD CORNERSTONE			
THROUGH ROTHSCHILD CORNERSTONE OPPORTUNITIES			
SALE OF PUBLICLY TRADED SECURITIES			
SALE OF PUBLICLY TRADED SECURITIES			
THROUGH ROTHSCHILD CORNERSTONE			
THROUGH ROTHSCHILD CORNERSTONE OPPORTUNITIES			


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)
			1,507,835
			431,886
327,853		330,975	-3,122
410,226		400,456	9,770
			-338,296
			-318,371

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) 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	
			1,507,835
			431,886
			-3,122
			9,770
			-338,296
			-318,371

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>				
ANTI-DEFAMATION LEAGUE 605 THIRD AVENUE NEW YORK, NY 10158	NONE	PC	TO SUPPORT ORGANIZATION	7,500
BALTIMORE MUSEUM OF ART 10 ART MUSEUM DRIVE BALTIMORE, MD 21218	NONE	PC	TO SUPPORT ORGANIZATION	50,200
BALTIMORE SYMPHONY ORCHESTRA 1212 CATHERAL ST BALTIMORE, MD 21201	NONE	PC	TO SUPPORT ORGANIZATION	12,500
BILL HILLARY AND CHELSEA CLINTON FOUNDATION 610 PRESIDENT CLINTON AVE 2ND FL LITTLE ROCK, AR 72201	NONE	PC	TO SUPPORT ORGANIZATION	19,000
CAF AMERICA 225 REINEKERS LAND SUITE 375 ALEXANDRIA, VA 22314	NONE	PC	TO SUPPORT ORGANIZATION	25,000
Total ► 3a				970,200

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>				
CENTRAL SCHOLARSHIP BUREAU INC 6 PARK CENTER COURT SUITE 211 OWNINGS MILLS, MD 21117	NONE	PC	TO SUPPORT ORGANIZATION	350,000
CHAPIN SCHOOL 100 EAST END AVENUE NEW YORK, NY 10028	NONE	PC	TO SUPPORT ORGANIZATION	7,500
EVERYTOWN - BLOOMBERG GUN SAFETY SUPPORT FUND 450 LEXINGTON AVE SUITE 4184 NEW YORK, NY 10163	NONE	PC	TO SUPPORT ORGANIZATION	10,000
FAMILY AND CHILDREN SERVICES 4623 FALLS ROAD BALTIMORE, MD 21209	NONE	PC	TO SUPPORT ORGANIZATION	2,500
LIGHT HOUSE ANNAPOLIS 10 HUDSON STREET ANNAPOLIS, MD 21401	NONE	PC	TO SUPPORT ORGANIZATION	10,000
Total 				970,200
3a				

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>				
MCDONOGH ROOTS FARM EDUCATION 8600 MCDONOGH ROAD OWINGS MILLS, MD 21117	NONE	PC	TO SUPPORT ORGANIZATION	2,500
MCDONOGH SCHOOL ADVANCEMENT OFFICE & DEVELOPMENT 8600 MCDONOGH ROAD OWINGS MILLS, MD 21117	NONE	PC	TO SUPPORT ORGANIZATION	402,500
NEW YORK TIMES NEEDIEST CASES PO BOX 5193 NEW YORK, NY 10087	NONE	PC	TO SUPPORT ORGANIZATION	10,000
NYC LANGONE - FACES 550 FIRST AVENUE MSB 153 NEW YORK, NY 10016	NONE	PC	TO SUPPORT ORGANIZATION	5,000
PERSPECTIVES (REACH FOR THE STARS) 3381 GORHAM AVENUE ST LOUIS PARK, MN 55426	NONE	PC	TO SUPPORT ORGANIZATION	10,000
Total ▶ 3a				970,200

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>				
PLANNED PARENTHOOD 434 WEST 33RD STREET NEW YORK, NY 10001	NONE	PC	TO SUPPORT ORGANIZATION	10,000
STAGES THEATER COMPANY 1111 MAIN STREET HOPKINS, MN 55343	NONE	PC	TO SUPPORT ORGANIZATION	5,000
THE ASSOCIATED JEWISH CHARITIES 101 WEST MT ROYAL AVENUE BALTIMORE, MD 21201	NONE	PC	TO SUPPORT ORGANIZATION	11,000
WALTERS ART MUSEUM 600 NORTH CHARLES ST BALTIMORE, MD 21201	NONE	PC	TO SUPPORT ORGANIZATION	20,000
Total ▶ 3a				970,200

TY 2016 Accounting Fees Schedule**Name:** THE ROTHSCCHILD ART FOUNDATION INC**EIN:** 52-1301060

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING EXPENSES	9,972	7,978		1,994

TY 2016 General Explanation Attachment**Name:** THE ROTHSCHILD ART FOUNDATION INC**EIN:** 52-1301060**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1	INDIRECT COMPENSATION	STATEMENT - FOMR 990-PF, PART 1, LINE 13E	THE FOUNDATION WAS CHARGED MANAGEMENT FEES BY TWO OF THE INVESTMENT FUNDS IN WHICH IT OWNS AN INTEREST THESE FUNDS ARE MANAGED BY AN INDIVIDUAL, DAVID ROTHSCHILD, WHO IS ALSO A BOARD MEMBER AND VICE-PRESIDENT OF THE FOUNDATION AS HE MEETS THE DEFINITION OF A DISQUALIFIED PERSON, THE MANAGEMENT FEES ARE BEING DISCLOSED AS INDIRECT COMPENSATION REGS SECTION 53 4941(D)-3(C)(1) PROVIDES AN EXCEPTION FROM THE SELF-DEALING RULES FOR REASONABLE MANAGEMENT FEES PAID TO A DISQUALIFIED PERSON (WHETHER DIRECTLY OR INDIRECTLY) TO PROVIDE COMPLETE DISCLOSURE, THE AMOUNT OF THE MANAGEMENT FEES PAID HAS BEEN SHOWN AS INDIRECT COMPENSATION FOR DAVID ROTHCHILD ON FORM 990-PF, PART I, LINE 13 THESE FUNDS WERE NOT PAID DIRECTLY TO MR ROTHSCHILD

General Explanation Attachment

Identifier	Return Reference	Explanation	
2	STATEMENT REPORTING DISTRIBUTION OF PROPERTY VALUED AT FAIR MARKET VALUE	FORM 990-PF, PART I, LINE 25, COLUMN (A)	DONOR ORGANIZATION THE ROTHSCHILD ART FOUNDATION TIN 52-1301060 DONEE ORGANIZATION CENTRAL SCHOLARSHIP BUREAU, INC TIN 52-6012589 DISTRIBUTION OF PROPERTY VALUED AT FAIR MARKET VALUE AT DATE OF DISTRIBUTION 1 DATE OF DISTRIBUTION - 12/31/16 2 DESCRIPTION OF PROPERTY 2 2544% INTEREST IN VANCE 1530 JV LLC 3 BOOK VALUE OF PROPERTY \$350,000 4 METHOD FOR DETERMINING BOOK VALUE PRO RATA PORTION OF ACQUISITION PRICE OF LLC INTEREST ACQUIRED BY THE FOUNDATION IN NOVEMBER 2016 5 FAIR MARKET VALUE OF PROPERTY \$350,000 6 METHOD FOR DETERMINING FAIR MARKET VALUE USED ACQUISITION COST OF LLC AS FAIR MARKET VALUE EQUIVALENT SINCE THE DONATION OCCURRED IN THE MONTH FOLLOWING THE MONTH THE INTEREST WAS ACQUIRED AND THE ASSET HAD NOT APPRECIATED

General Explanation Attachment

Identifier	Return Reference	Explanation	
3	STATEMENT REPORTING DISTRIBUTION OF PROPERTY VALUED AT FAIR MARKET VALUE	FORM 990-PF, PART I, LINE 25, COLUMN (A)	DONOR ORGANIZATION THE ROTHSCHILD ART FOUNDATION TIN 52-1301060 DONEE ORGANIZATION MCDONOGH SCHOOL TIN DISTRIBUTION OF PROPERTY VALUED AT FAIR MARKET VALUE AT DATE OF DISTRIBUTION1 DATE OF DISTRIBUTION 12/31/162 DESCRIPTION OF PROPERTY 2 5765% LLC INTEREST IN VANCE 1530 JV LLC3 BOOK VALUE OF PROPERTY \$400,0004 METHOD FOR DETERMINING BOOK VALUE PRO RATA PORTION OF ACQUISITION PRICE OF LLC INTEREST ACQUIRED BY THE FOUNDATION IN NOVEMBER 20165 FAIR MARKET VALUE OF PROPERTY \$400,0006 METHOD FOR DETERMINING FAIR MARKET VALUE USED ACQUISITION COST OF LLC AS FAIR MARKET VALUE EQUIVALENT SINCE THE DONATION OCCURRED IN THE MONTH FOLLOWING THE MONTH THE INTEREST WAS ACQUIRED AND THE ASSET HAD NOT APPRECIATED

TY 2016 Investments Corporate Stock Schedule

Name: THE ROTHSCHILD ART FOUNDATION INC

EIN: 52-1301060

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE EQUITIES	0	0

TY 2016 Investments - Other Schedule**Name:** THE ROTHSCHILD ART FOUNDATION INC**EIN:** 52-1301060

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ROTHSCHILD CORNERSTONE FD LP (FKA ROTHSCHILD CAP PTNRS LP)	AT COST	11,246,491	11,151,194
ROTHSCHILD CORNERSTONE OPPORTUNITIES FD LP	AT COST	5,428,374	5,422,848
VANCE 1530 JV LLC	AT COST	655,813	650,000

TY 2016 Legal Fees Schedule**Name:** THE ROTHSCHILD ART FOUNDATION INC**EIN:** 52-1301060

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	10,588	8,470		2,118

TY 2016 Other Assets Schedule

Name: THE ROTHSCHILD ART FOUNDATION INC

EIN: 52-1301060

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PAINTINGS	3,823,437	3,823,437	24,002,000

TY 2016 Other Decreases Schedule**Name:** THE ROTHSCCHILD ART FOUNDATION INC**EIN:** 52-1301060

Description	Amount
UNREALIZED GAIN ON INVESTMENTS	1,343,441
NONDEDUCTIBLE EXPENSES FROM PASSTHROUGHS	945

TY 2016 Other Expenses Schedule**Name:** THE ROTHSCHILD ART FOUNDATION INC**EIN:** 52-1301060**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SECURITY	884	0		884
MANAGEMENT FEES	11,293	9,034		2,259
ROTHSCHILD CORNERSTONE FD LP - INVTMT EXP	138,318	232,943		0
ROTHSCHILD CORNERSTONE OPPORTUNITIES FD LP - INVTMT EXP	60,590	169,824		0
BANK FEES	30	24		6
INSURANCE	19,564	0		19,564
OFFICE SUPPLIES	51	41		10

TY 2016 Other Income Schedule

Name: THE ROTHSCCHILD ART FOUNDATION INC

EIN: 52-1301060

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
THROUGH VANC 1530 JV LLC	5,813	5,813	5,813

TY 2016 Other Increases Schedule

Name: THE ROTHSCCHILD ART FOUNDATION INC

EIN: 52-1301060

Description	Amount
PASS THROUGH ENTITIES - BOOK/TAX DIFFERENCES	57,598

TY 2016 Other Liabilities Schedule**Name:** THE ROTHSCCHILD ART FOUNDATION INC**EIN:** 52-1301060

Description	Beginning of Year - Book Value	End of Year - Book Value
ART DEPOSIT	10,000	10,000

TY 2016 Taxes Schedule**Name:** THE ROTHSCHILD ART FOUNDATION INC**EIN:** 52-1301060

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	3,084	3,084		0