

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.

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OMB No 1547-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

JUN 1, 2016

, and ending

MAY 31, 2017

Name of foundation

ROBERT RAUSCHENBERG FOUNDATION

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

381 LAFAYETTE STREET

Room/suite

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

NEW YORK, NY 10003

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

J Accounting method:

☐

Cash

☒

Accrual

(from Part II, col. (c), line 16)

☐ Other (specify)

\$ 558,510,162. (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))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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1 Contributions, gifts, grants, etc., received	0.			
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	1,268,376.	1,268,376.	1,268,376.	STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,807,351.			
b Gross sales price for all assets on line 6a	24,305,867.			
7 Capital gain net income (from Part IV, line 2)		1,807,351.		
8 Net short-term capital gain			299,636.	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	16,511,548.	33,444.	16,511,548.	STATEMENT 2
12 Total. Add lines 1 through 11	19,587,275.	3,109,171.	18,079,560.	
13 Compensation of officers, directors, trustees, etc	498,017.	79,164.	304,074.	193,943.
14 Other employee salaries and wages	2,113,521.	33,586.	1,152,502.	961,019.
15 Pension plans, employee benefits	573,209.	17,596.	276,293.	283,722.
16a Legal fees	513,311.	0.	43,676.	493,622.
b Accounting fees	88,124.	8,813.	8,813.	126,427.
c Other professional fees	1,378,902.	386,373.	677,688.	710,213.
17 Interest				
18 Taxes	190,153.	0.	136,090.	67,748.
19 Depreciation and depletion	470,436.	0.	0.	
20 Occupancy	242,588.	0.	117,202.	136,277.
21 Travel, conferences, and meetings	243,416.	0.	64,386.	162,323.
22 Printing and publications	18,185.	0.	10,650.	12,015.
23 Other expenses	1,983,899.	0.	742,773.	1,249,331.
24 Total operating and administrative expenses. Add lines 13 through 23	8,313,761.	525,532.	3,534,147.	4,396,640.
25 Contributions, gifts, grants paid	1,755,963.			2,010,900.
26 Total expenses and disbursements. Add lines 24 and 25	10,069,724.	525,532.	3,534,147.	6,407,540.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	9,517,551.			
b Net investment income (if negative, enter -0-)		2,583,639.		
c Adjusted net income (if negative, enter -0-)			14,545,413.	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,207,553.	808,872.	808,872.
	2 Savings and temporary cash investments	9,862,904.	2,915,028.	2,915,028.
	3 Accounts receivable ▶ 4,247,335.			
	Less: allowance for doubtful accounts ▶	88,142.	4,247,335.	4,247,335.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	88,077.	108,695.	108,695.
	10a Investments - U.S. and state government obligations STMT 11	8,251,650.	16,012,038.	16,012,038.
	b Investments - corporate stock STMT 12	60,684,868.	69,774,230.	69,774,230.
	c Investments - corporate bonds STMT 13	2,376,884.	1,316,433.	1,316,433.
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 14		241,568,700.	241,437,400.	383,442,313.
14 Land, buildings, and equipment: basis ▶ 56,217,043.				
Less accumulated depreciation STMT 15 ▶		52,581,491.	52,455,229.	59,369,843.
15 Other assets (describe ▶ STATEMENT 16)		14,945,688.	17,840,875.	20,515,375.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		391,655,957.	406,916,135.	558,510,162.
17 Accounts payable and accrued expenses		448,089.	390,904.	
18 Grants payable		1,369,799.	1,129,062.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	1,817,888.	1,519,966.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	389,838,069.	402,502,990.	
	25 Temporarily restricted		2,893,179.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31 <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	389,838,069.	405,396,169.	
30 Total net assets or fund balances				
31 Total liabilities and net assets/fund balances	391,655,957.	406,916,135.		

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	389,838,069.
2 Enter amount from Part I, line 27a	2	9,517,551.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	12,529,052.
4 Add lines 1, 2, and 3	4	411,884,672.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	6,488,503.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	405,396,169.

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 PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
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 4,029,596.		3,729,960.	299,636.
b 20,276,271.		18,768,556.	1,507,715.
c			
d			
e			

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			299,636.
b			1,507,715.
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	1,807,351.
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). If (loss), enter -0- in Part I, line 8		3	299,636.

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 the 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	5,819,293.	69,031,633.	.084299
2014	6,495,262.	71,582,081.	.090739
2013	6,015,698.	46,033,614.	.130681
2012	7,381,852.	55,555,632.	.132873
2011	3,222,707.	28,381,699.	.113549

2 Total of line 1, column (d)	2	.552141
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	.110428
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	80,715,538.
5 Multiply line 4 by line 3	5	8,913,255.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	25,836.
7 Add lines 5 and 6	7	8,939,091.
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	6,751,714.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	51,673.
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	51,673.
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	51,673.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	65,760.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	25,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	90,760.	
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	39,087.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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. <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.		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?		
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) <input type="checkbox"/> <u>NY, DE, FL</u>		
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?	13 X	
Website address ► WWW.RAUSCHENBERGFOUNDATION.ORG		
14 The books are in care of ► SHARON ULLMAN	Telephone no. ► 212-228-5283	
Located at ► 381 LAFAYETTE STREET, NEW YORK, NY		ZIP+4 ► 10003
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	N/A
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input 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)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here	► <input type="checkbox"/>	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	N/A	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.	►	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input checked="" type="checkbox"/> Yes <input 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.)	3b	X
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)?

Organizations relying on a current notice regarding disaster assistance check here

☐

5b

X

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?

N/A

☐ 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?

If "Yes" to 6b, file Form 8870

6b

X

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?

N/A

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 19		498,017.	67,504.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
DAVID WHITE - 381 LAFAYETTE STREET, NEW YORK, NY 10003	SENIOR CURATOR 40.00	188,100.	27,928.	0.
RISE WILSON - 381 LAFAYETTE STREET, NEW YORK, NY 10003	DIRECTOR OF PHILANTHROPY 40.00	174,073.	26,563.	0.
ANN BRADY - 381 LAFAYETTE STREET, NEW YORK, NY 10003	RESIDENCY DIRECTOR 40.00	162,100.	25,194.	0.
FRANCINE SYNDER - 381 LAFAYETTE STREET, NEW YORK, NY 10003	DIRECTOR OF ARCHIVES & 40.00	155,646.	24,675.	0.
JULIA ANNE BLAUT - 381 LAFAYETTE STREET, NEW YORK, NY 10003	DIRECTOR OF CURATORIAL 40.00	138,125.	13,657.	0.
Total number of other employees paid over \$50,000				12

Form 990-PF (2016)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
GREENBERG TRAUIG, P.A. - 401 EAST LAS OLAS BLVD, SUITE 2000, FORT LAUDERDALE, FL 3330	LEGAL SERVICES	307,219.
MACRO - 1040 AVENUE OF THE AMERICAS, 15TH FL, NEW YORK, NY 10018	FACILITIES PROJECT MANAGEMENT SERVICES	209,911.
JOHN W. BRISTOL & CO. INC. 48 WALL STREET, 18TH FL, NEW YORK, NY 10005	INVESTMENT MANAGEMENT	178,389.
RUSSELL REYNOLDS ASSOCIATES PO BOX 6427, NEW YORK, NY 10249	EXECUTIVE SEARCH FIRM	118,935.
MEGAN FOX KELLY, LLC 590 MADISON AVE. 21ST FL, NEW YORK, NY 10022	ART SALES ADVISOR	115,137.
Total number of others receiving over \$50,000 for professional services		11

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 SEE STATEMENT 20	1,520,463.
2 SEE STATEMENT 21	793,268.
3 SEE STATEMENT 22	127,798.
4 SEE STATEMENT 23	135,712.

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	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	73,151,126.
b	Average of monthly cash balances	1b	4,437,553.
c	Fair market value of all other assets	1c	4,356,030.
d	Total (add lines 1a, b, and c)	1d	81,944,709.
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	81,944,709.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,229,171.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	80,715,538.
6	Minimum investment return. Enter 5% of line 5	6	4,035,777.

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

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	6,407,540.
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	344,174.
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	6,751,714.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,751,714.

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

Form 990-PF (2016)

Part XIII Undistributed Income (see instructions)

N/A

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only				
b Total for prior years:				
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e				
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2016 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.				
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

- 1 a. 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

06/30/91

- b. Check box to indicate whether the foundation is a private operating foundation described in section

☒ 4942(j)(3) or ☐ 4942(j)(5)

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

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

4,035,777. 3,451,582. 3,579,104. 1,680,797. 12,747,260.

- b. 85% of line 2a

3,430,410. 2,933,845. 3,042,238. 1,428,677. 10,835,171.

- c. Qualifying distributions from Part XII, line 4 for each year listed

6,751,714. 5,819,293. 6,495,262. 6,015,698. 25,081,967.

- d. Amounts included in line 2c not used directly for active conduct of exempt activities

1,996,700. 1,718,136. 1,767,450. 1,678,206. 7,160,492.

- e. Qualifying distributions made directly for active conduct of exempt activities.

4,755,014. 4,101,157. 4,727,812. 4,337,492. 17,921,475.

3. Complete 3a, b, or c for the alternative test relied upon:

- a. "Assets" alternative test - enter:

(1) Value of all assets

1x0.

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

0.

- b. "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

2,690,518. 2,301,055. 2,386,069. 1,120,531. 8,498,173.

- 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)

0.

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

0.

(3) Largest amount of support from an exempt organization

0.

(4) Gross investment income

0.

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).)

NONE

- b. List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

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

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

- a. The name, address, and telephone number or 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	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 Paid during the year				
ACLU FOUNDATION OF TEXAS PO BOX 8306 HOUSTON, TX 77288		PC	BOARD DISC SUPPORT FOR GENERAL OPERATIONS	2,500.
ALLEY REPERTORY THEATER FISCAL SPONSOR FOR VISUAL ARTS COLLECTIVE 3638 OSAGE STREET GARDEN CITY, ID 83714		PC	3 YEAR SEED GRANT MAY 1, 2014 - DECEMBER 31, 2016, FISCAL SPONSOR FOR VISUAL ARTS COLLECTIVE GENERAL	10,000.
ALLIED MEDIA PROJECTS 609 ST FERDINAND ST NEW ORLEANS, LA 70117		PC	3 YEAR SEED GRANT FISCAL SPONSOR FOR FRINGE SOCIETY	8,500.
ALLIED MEDIA PROJECTS 609 ST FERDINAND ST NEW ORLEANS, LA 70117		PC	3 YEAR SEED GRANT FISCAL SPONSOR FOR EMERGENCE MEDIA	8,500.
ALLIED MEDIA PROJECTS 609 ST FERDINAND ST NEW ORLEANS, LA 70117		PC	TECHNICAL SUPPORT GRANT FOR ALLIED MEDIA PROJECTS	2,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				2,010,900.
b Approved for future payment				
AARON SAWYER 4917 LAUREN STREET PHILADELPHIA, PA 19144	NONE	I	2 YEAR ARTIST AS ACTIVIST FELLOWSHIP	50,000.
ALLEY REPERTORY THEATER 3638 OSAGE STREET GARDEN CITY, ID 83714		PC	TECHNICAL SUPPORT GRANT	1,400.
ALLIED MEDIA PROJECTS 609 ST FERDINAND ST NEW ORLEANS, LA 70117		PC	3 YEAR SEED GRANT FISCAL SPONSOR FOR FRINGE SOCIETY	11,500.
Total SEE CONTINUATION SHEET(S) ▶ 3b				1,152,000.

Form 990-PF (2016)

Part XV • **Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
ALTERNATE ROOTS 115 MARTIN LUTHER KING JR DR SUITE 200 ATLANTIC, GA 30303		PC	FISCAL SPONSOR FOR SPIRITHOUSE 2 YEAR GRANT	37,500.
ALTERNATE ROOTS 115 MARTIN LUTHER KING JR DR SUITE 200 ATLANTIC, GA 30303		PC	SUPPORT FOR ROOTS WEEKEND	5,000.
ALTERNATE ROOTS 115 MARTIN LUTHER KING JR DR SUITE 200 ATLANTIC, GA 30303		PC	3 YEAR SEED GRANT FISCAL SPONSOR FOR HANDBARROW	8,500.
ARCHITECTS DESIGNERS & PLANNERS FOR SOCIAL RESPONSIBILITY 128 BURNSIDE AVE SAN FRANCISCO, CA 94131		PC	BOARD DISC FISCAL SPONSOR SUPPORT FOR POP-UP RESOURCE VILLAGE DESIGNING JUSTICE & DESIGNING	5,000.
ARCHITECTS WITHOUT BORDERS-SEATTLE 104 NE 43RD STREET SEATTLE, WA 98105		PC	2 YEAR ART & ENVIRONMENT GRANT	10,000.
ARTSPOT PRODUCTIONS, INC. FISCAL SPONSOR FOR MONDO BIZARRO 93-95 MATHEWSON STREET PROVIDENCE, RI 02903		PC	TECHNICAL SUPPORT GRANT FISCAL SPONSOR FOR MONDO BIZARRO	1,000.
BACKBONE CAMPAIGN PO BOX 278 VASHON, WA 98070		PC	FISCAL SPONSOR FOR BEAUTIFUL TROUBLE, INC 4/15/17-4/14/18	30,000.
BARD COLLEGE 30 CAMPUS RD ANNANDALE-ON-HUDSON, NY 12504		PC	FISCAL SPONSOR FOR LEARNING THROUGH PHOTOGRAPHY: TANZANIA	60,000.
BIG ARTS 900 DUNLOP ROAD SANIBEL, FL 33957		PC	BOARD DISC SUPPORT FOR ROBERT RAUSCHENBERG SCHOLARSHIP FUND	4,000.
BRICK BY BRICK 232 7TH STREET 4B BROOKLYN, NY 11215		PC	BOARD DISC SUPPORT FOR GENERAL OPERATIONS	5,000.
Total from continuation sheets				1,979,400.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
BUFFALO SUGAR CITY INC. (CONTRACT TRANSFERRED FROM CEPA GALLERY) 333 BIRD AVE. LOWER BUFFALO, NY 14213		PC	TRANSFER OF CONTRACT FROM FISCAL SPONSOR FOR REMAINING 2 YEARS ON SEED GRANT	10,000.
CAMERON SHAW 2306 BARRACKS STREET NEW ORLEANS, LA 70119	NONE	I	ARTS WRITING FELLOWSHIP	1,500.
CAMPBELL CULTURE COALITION PO BOX 686 LAFOLLETTE, TN 37766		PC	SUPPORT FOR GENERAL OPERATIONS	8,500.
CARPETBAG THEATRE PO BOX 3184 KNOXVILLE, TN 37927		PC	SUPPORT FOR GENERAL OPERATIONS	8,500.
CATTLE TRACK ARTS AND PRESERVATION 6105 CATTLETRACK DRIVE SCOTTSDALE, AZ 85250		PC	3 YR SEED GRANT 9/15/13-9/14/16 FOR GENERAL OPERATING SUPPORT	10,000.
CATTLE TRACK ARTS AND PRESERVATION 6105 CATTLETRACK DRIVE SCOTTSDALE, AZ 85250		PC	TECHNICAL SUPPORT GRANT	1,500.
CEL EDUCATION FUND 2150 ALLSTON WAY SUITE 360 BERKELEY, CA 94704		PC	SUPPORT FOR THE PARTICIPATION, ARTCHANGESUS, DETROIT	5,000.
CENTER FOR BIOLOGICAL DIVERSITY PO BOX 710 TUCSON, AZ 85702		PC	BOARD DISC SUPPORT FOR GENERAL OPERATIONS	2,500.
CHILDREN'S RADIO FOUNDATION 169 STONE HILL ROAD BEDFORD, NY 10506		PC	2 YEAR GRANT CLIMATE CHANGE SOLUTIONS FUND	10,000.
CLINIC FOR THE REHABILITATION OF WILDLIFE 3883 SANIBEL CAPTIVA ROAD SANIBEL ISLAND, FL 33957		PC	BOARD DISC SUPPORT FOR GENERAL OPERATIONS	3,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CLOVERSDALE ARTS ALLIANCE 105 E. FIRST STREET CLOVERSDALE, CA 95425		PC	BOARD DISC SUPPORT FOR GENERAL OPERATIONS	3,500.
COLEMAN CENTER FOR THE ARTS 630 AVENUE A, YORK, AK 36925		PC	BOARD DISC SUPPORT OF GENERAL OPERATIONS	5,000.
COMMUNITY FUNDS INC. 909 THIRD AVENUE NEW YORK, NY 10022		PC	IN SUPPORT OF NEW YORK CITY CULTURAL AGENDA FUND	50,000.
CONVERGENCE CONTINUUM 2438 SCRANTON ROAD CLEAVELAND, OH 44113		PC	3 YR SEED GRANT 9/15/13-9/14/16 FOR GENERAL OPERATING SUPPORT	10,000.
DEANNA VAN BUREN 612 MARIPOSA AVENUE UNIT 402 OAKLAND, CA 94610	NONE	I	2 YEAR GRANT ARTIST AS ACTIVIST	25,000.
DIRT PALACE PUBLIC PROJECTS 14 OLNEYVILLE SQUARE PROVIDENCE, RI 02909		PC	TECHNICAL SUPPORT GRANT DIRT PALACE	2,000.
EMERGING LEADERS IN THE ARTS 464 AMHERST STREET BUFFALO BUFFALO, NY 14207		PC	3 YEAR SEED GRANT 9/15/13 - 9/14/16, GENERAL OPERATING SUPPORT	10,000.
ENSEMBLE THEATRE 2843 WASHINGTON BLVD. CLEVELAND HEIGHTS, OH 44118		PC	3 YR SEED GRANT 9/15/13-9/14/16 FOR GENERAL OPERATING SUPPORT	10,000.
ENSEMBLE THEATRE 2843 WASHINGTON BLVD. CLEVELAND HEIGHTS, OH 44118		PC	TECHNICAL SUPPORT GRANT	500.
ENVIRONMENTAL WORKING GROUP 1436 U ST. NW, SUITE 100 WASHINGTON, DC 20009		PC	BOARD DISC SUPPORT OF GENERAL OPERATIONS	6,500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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)				
EPIK DANCE COMPANY 24 W. CAMELBACK RD. #531 PHOENIX, AZ 85013		PC	REISSUE SEED FISCAL SPONSOR FOR BLACK POET VENTURES	10,000.
EVE ABRAMS 1028 MONTEGUT STREET NEW ORLEANS, LA 70117	NONE	I	2 YEAR ARTIST AS ACTIVIST FELLOWSHIP	37,500.
EYEDRUM ART AND MUSIC GALLERY 1054 KIRKWOOD AVE. SE ATLANTA ATLANTA, GA 30316		PC	TECHNICAL SUPPORT GRANT	2,000.
FLYAWAY PRODUCTIONS 1068 BOWDOIN STREET SAN FRANCISCO, CA 94134		PC	2 YEAR GRANT ARTIST AS ACTIVIST	37,500.
FOUNTAIN HOUSE, INC. 425 WEST 47TH STREET NEW YORK, NY 10036		PC	BOARD DISC SUPPORT OF GENERAL OPERATIONS	2,500.
FRACTURED ATLAS 248 W. 35TH ST. FL 10 NEW YORK, NY 10001		PC	FISCAL SPONSOR FOR THORUS ARTS, PRODUCTION NOT A MOMENT TOO SOON	5,000.
FRACTURED ATLAS 248 W. 35TH ST. FL 10 NEW YORK, NY 10001		PC	3 YEAR SEED GRANT FISCAL SPONSOR FOR ALABAMA SONG	8,500.
FRACTURED ATLAS FISCAL SPONSOR FOR FRONT/SPACE, 248 W. 35TH ST. FL 10 NEW YORK, NY 10001		PC	3 YEAR SEED GRANT 9/15/13-9/14/16 FISCAL SPONSOR FOR FRONT/SPACE, GENERAL OPERATING SUPPORT	10,000.
FRACTURED ATLAS FISCAL SPONSOR FOR FISHTANK 248 W. 35TH ST. FL 10 NEW YORK, NY 10001		PC	3 YEAR SEED GRANT 9/15/13-9/14/16 FISCAL SPONSOR FOR FISHTANK, GENERAL OPERATING SUPPORT	10,000.
FRACTURED ATLAS FISCAL SPONSOR FOR FOXL CENTER 248 W. 35TH ST. FL 10 NEW YORK, NY 10001		PC	3 YEAR SEED GRANT JANUARY 1, 2014-DECEMBER 31, 2016, FISCAL SPONSOR FOR FOXL CENTER	10,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
GLOATL 881 MEMORIAL DR., SUITE 100 ATLANTA, GA 3016		PC	TECHNICAL SUPPORT GRANT	2,000.
GRIST MAGAZINE INC. 1201 WESTERN AVENUE, SUITE 410 SEATTLE, WA 98660		PC	SUPPORT FOR GENERAL OPERATIONS	12,000.
HOME FOR CONTEMPORARY THEATRE & ART, LTD 145 AVENUE OF THE AMERICAS NEW YORK, NY 10013		PC	FISCAL SPONSOR FOR ZOEY MARTINSON 2 YEAR GRANT	37,500.
ISSUE PROJECT ROOM 1000 DEAN STREET, #208 BROOKLYN, NY 11238		PC	SUPPORT FOR AFTER 9 EVENINGS	5,000.
JASIRI SMITH 5504 RIPPEY PLACE PITTSBURG, PA 15206	NONE	I	2 YEAR GRANT ARTIST AS ACTIVIST	6,000.
JESSE KRIMES OLIVET CHURCH ARTISTS STUDIO, 608 N. 22ND ST, PHILADELPHIA, PA 19130	NONE	I	2 YEAR ARTIST AS ACTIVIST FELLOWSHIP	25,000.
JOSE ROSADO-SEIJO 1407 LATIMER STREET SAN JUAN, PUERTO RICO 00907	NONE	I	2 YEAR GRANT ARTIST AS ACTIVIST	15,000.
KATONAH MUSEUM OF ART 134 JAY STREET KATONAH, NY 10536		PC	SUPPORT FOR MARK DI SUVERO'S RUST ANGEL	10,000.
KIND 1300 L STREET, NW, SUITE 1100 WASHINGTON, DC 20005		PC	BOARD DISC SUPPORT FOR GENERAL OPERATIONS	2,500.
LAB SCHOOL OF WASHINGTON 4759 RESERVOIR RD NW WASHINGTON, DC 20007		PC	SUPPORT OF POWER OF ART GRANT	10,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
LAB SCHOOL OF WASHINGTON 4759 RESERVOIR RD NW WASHINGTON, DC 20007		PC	SUPPORT FOR POWER OF ART GRANT 10/1/15-9/30/16	80,000.
LYNN CRAWFORD 475 BONNIE BRIER BIRMINGHAM, MI 48009	NONE	I	ARTS WRITING FELLOWSHIP	1,500.
MAYORS FUND TO ADVANCE NEW YORK CITY 253 BROADWAY, 6TH FLR NEW YORK, NY 10007		PC	SUPPORT FOR THE EXPANSION OF THE PUBLIC ARTIST IN RESIDENCE PROGRAM	10,000.
MICHELLE ANGELA ORTIZ 933 LEAGUE STREET PHILADELPHIA, PA 19147	NONE	I	2 YEAR ARTIST AS ACTIVIST FELLOWSHIP	32,500.
MORRISON DANCE 4201 LORAIN AVENUE CLEAVELAND, OH 44113		PC	3 YEAR SEED GRANT JANUARY 1, 2014-DECEMBER 31, 2016, GENERAL OPERATING SUPPORT	10,000.
MOVEMENT STRATEGY CENTER 436 14TH ST. 5TH FLR OAKLAND, CA 94612		PC	FISCAL SPONSOR FOR MOVEMENT GENERATION 4/15/17-4/14/18	35,000.
MUSEUM OF MODERN ART 11 WEST 53RD STREET NEW YORK, NY 10019		PC	SUPPORT FOR PROGRAMS RELATED TO RR RETROSPECTIVE	75,000.
NATIONAL DAY LABORERS EDUCATION FUND 674 S. LA FAYETTE PARK PLACE LOS ANGELES, CA 90057		PC	FISCAL SPONSOR FOR RIVERA/IBARRA 2 YEAR GRANT	50,000.
NATIVE ARTS & CULTURES FOUNDATION 400 E. EVERGREEN BLVD., SUITE 102 VANCOUVER, WA 98660		PC	SUPPORT FOR COMMUNITY INSPIRATION PROGRAM	12,000.
NATURAL RESOURCES DEFENSE COUNCIL 40 W. 20TH STREET NEW YORK, NY 10011		PC	BOARD DISC SUPPORT FOR GENERAL OPERATIONS	2,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
NEO PHILANTHROPY 45 WEST 36TH STREET, 6TH FLR NEW YORK, NY 10018		PC	FISCAL SPONSOR US DEPARTMENT OF ARTS & CULTURE	12,000.
NEWCORP, INC 2924 ST BERNARD AVENUE NEW ORLEANS, LA 70119		PC	3 YEAR SEED GRANT FISCAL SPONSOR FOR NEW ORLEANS MARDI GRAS INDIAN COOPERATIVE	8,500.
NYC H2O PO BOX 20773 NEW YORK, NY 1009		PC	BOARD DISC SUPPORT FOR GENERAL OPERATIONS	2,500.
OFF CENTER DANCE 878 N. SNEAD PLACE EAGLE, ID 83616		PC	3 YR SEED GRANT 9/15/13-9/14/16 FOR GENERAL OPERATING SUPPORT	10,000.
OFF CENTER DANCE 3675 W. LAMONT MERIDIAN, ID 83642		PC	SEED TECHNICAL GRANT	800.
PELICAN BOMB 1612 ORETHA CASTLE HALEY BLVD NEW ORLEANS, LA 70113		PC	REISSUE 2 YEAR GRANT FOR GENERAL OPERATIONS, FIRST YEAR UNDER NPN AS FISCAL SPONSOR	8,500.
PEOPLE FOR THE AMERICAN WAY FOUNDATION 1101 15TH STREET NW #600 WASHINGTON, DC 20005-5002		PC	BOARD DISC SUPPORT FOR GENERAL OPERATIONS	15,000.
PERFORMANCE WORKS NORTHWEST 42 WATSON DETROIT DETROIT, MI 48201		PC	TECHNICAL SUPPORT GRANT	800.
PRESS STREET 3718 ST CLAUDE AVE. NEW ORLEANS, LA 70117		PC	3 YEAR SEED GRANT FISCAL SPONSOR FOR BLIGHTS OUT	8,500.
PRESS STREET / ANTENNA 304 LOCKWOOD STREET PROVIDENCE, RI 02907		PC	FISCAL SPONSOR FOR CONGO SQUARE PRESERVATION SOCIETY TECHNICAL SUPPORT GRANT	2,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
PUBLIC HEALTH INST./METROPOLITAN CHICAGO 80 NORTH MICHIGAN AVE. SUITE 1200 CHICAGO, IL 60601		PC	FISCAL SPONSOR FOR CHICAGO TORTURE JUSTICE MEMORIALS 2 YEAR GRANT	42,500.
QUEENS MUSEUM OF ART FLUSHING MEADOW CORONA PARK QUEENS, NY 10027		PC	ARTIST AS ACTIVIST ORGANIZATIONAL GRANT	5,000.
SAN FRANCISCO FILM SOCIETY PRESIDIO OF SAN FRANCISCO, 39 MESA STREET, SUITE 110 SAN FRANCISCO, CA 94129		PC	FISCAL SPONSOR FOR ERIKA COHN 2 YEAR GRANT	37,500.
SAN FRANCISCO MUSEUM OF MODERN ART 151 THIRD STREET SAN FRANCISCO, CA 94103		PC	IN SUPPORT OF EDUCATIONAL PROGRAMS AROUND THE RAUSCHENBERG RETROSPECTIVE	58,000.
SANIBEL-CAPTIVA CONSERVATION FOUNDATION PO BOX 839 SANIBEL, FL 33957		PC	BOARD DISC SUPPORT OF GENERAL OPERATIONS	3,000.
SIGNAL CULTURE 68 NORTH AVENUE 3RD FLOOR OSWEGO, NY 13827		PC	TECHNICAL SUPPORT GRANT	500.
SIGNAL CULTURE 68 NORTH AVENUE 3RD FLOOR OSWEGO, NY 13827		PC	3 YEAR SEED GRANT FOR SIGNAL CULTURE (FIRST TWO PAYMENTS TO FRACTURED ATLAS)	10,000.
SOUTHWEST FLORIDA COMMUNITY FOUNDATION 8771 COLLEGE PARKWAY BLDG 2, SUITE 201 FORT MYERS, FL 33919		PC	DONOR ADVISED FUND	250,000.
STAND (FORMERLY FOREST ETHICS) 1 HAIGHT STREET SAN FRANCISCO, CA 94102		PC	2 YEAR ART & ENVIRONMENT GRANT,	9,500.
STEPHEN PETRONIO COMPANY 140 SECOND AVE, SUITE 504 NEW YORK, NY 10003		PC	SUPPORT FOR GLACIAL DECOY	6,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
STORY, STORY NIGHT P.O. BOX 707 BOISE, ID 83701		PC	TECHNICAL SUPPORT GRANT	800.
STORY, STORY NIGHT (CONTRACT TRANSFERRED FROM BOISE CONTEMPORARY) P.O. BOX 707 BOISE, ID 83701		PC	REISSUE OF SEED GRANT TRANSFERRED FROM BOISE CONTEMPORARY THEATRE FY15	10,000.
STORYCATCHERS THEATRE 544 WEST OAK STREET, SUITE 1005 CHICAGO, IL 60610		PC	BOARD DISC SUPPORT FOR GENERAL OPERATIONS	5,000.
STUDIO IN A SCHOOL ASSOCIATION 75 WEST END AVENUE NEW YORK, NY 10023		PC	SUPPORT FOR THE STUDIO INSTITUTE IN HONOR OF AGNES GUND	25,000.
SUNDANCE INSTITUTE PO BOX 684429 PARK CITY, UT 84068-4429		PC	2 YEAR ART & ENVIRONMENT GRANT, SUPPORT FOR CLIMATE CHANGE INITIATIVE	300,000.
SUSTAINABLE NATIVE COMMUNITIES COLLABORATIVE 1803 OTOWI ROAD SANTA FE, NM 87505		PC	REISSUE 2 YEAR GRANT FOR GENERAL OPERATIONS, FIRST YEAR UNDER SANTA FE ART INSTITUTE AS FISCAL	8,500.
THE ART OF REVOLUTION 925 6TH STREET NW #2 ALBUQUERQUE, NM 87102		PC	2 YEAR GRANT ARTIST AS ACTIVIST	20,000.
THE ASIAN AMERICAN WRITER'S WORKSHOP 110-112 W. 27TH STREET, 6TH FLR NEW YORK, NY 10001		PC	SUPPORT FOR PROFILE THIS! ONE YEAR GRANT	10,000.
THE BROOKLYN RAIL 253 36TH STREET UNIT 20 BROOKLYN, NY 11232		PC	BOARD DISC SUPPORT FOR GENERAL OPERATIONS	5,000.
THE CENTER FOR RURAL STRATEGIES 46 EAST MAIN STREET WHITESBURG, KY 41858		PC	3 YEAR SEED GRANT FISCAL SPONSOR FOR EPICENTRE ARTS	8,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
THE CHINATI FOUNDATION PO BOX 1135, 1 CAVALRY ROW MARFA, TX 79843		PC	BOARD DISC SUPPORT FOR GENERAL OPERATIONS	2,500.
THE GEORGE WASHINGTON UNIVERSITY 2121 I STREET NW SUITE 601 WASHINGTON, DC 20052-0086		PC	2 YEAR GRANT TO SUPPORT REIMAGING YOUTH DIRECTED ARTS EDUCATION	30,000.
THE LAUNDROMAT PROJECT 127 WEST 127TH STREET SUITE 434 NEW YORK, NY 10027		PC	BOARD DISC SUPPORT FOR GENERAL OPERATIONS	2,500.
THE UNDERGROUND MUSEUM 3508 W. WASHINGTON BLVD LOS ANGELES, CA 90018		PC	SUPPORT FOR GENERAL OPERATIONS	31,500.
THE WATERSHED CENTER 44 KAYE ROAD MILLERTON, NY 12546		PC	FISCAL SPONSOR FOR PEOPLE'S COLLECTIVE ARTS GENERAL OPERATIONS	30,000.
THE WATERSHED CENTER 44 KAYE ROAD MILLERTON, NY 12546		PC	2 YEAR GRANT ARTIST AS ACTIVIST	9,000.
THENMOZHI SOUNDARARAJAN 854 SOUTH SYCAMORE AVE LOS ANGELES, CA 90036	NONE	I	2 YEAR GRANT ARTIST AS ACTIVIST	20,000.
THUNDER VALLEY COMMUNITY DEVELOPMENT CORP 290 EMPOWERMENT DRIVE PORCUPINE, SD 57772		PC	2 YEAR ART & ENVIRONMENT GRANT	5,000.
VICTORIA CAMBLIN 1103 NAPIER ST. SE ATLANTA, GA 30316	NONE	I	ARTS WRITING FELLOWSHIP	1,500.
VILLAGE OF ARTS AND HUMANITIES 2544 GERMANTOWN AVENUE PHILADELPHIA, PA 19130		PC	BOARD DISC SUPPORT FOR PEOPLE'S PAPER CO-OP	5,000.
Total from continuation sheets				

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
ALLIED MEDIA PROJECTS 609 ST FERDINAND ST NEW ORLEANS, LA 70117		PC	3 YEAR SEED GRANT FISCAL SPONSOR FOR EMERGENCE MEDIA	11,500.
ALTERNATE ROOTS 115 MARTIN LUTHER KING JR DR SUITE 200 ATLANTIC, GA 30303		PC	FISCAL SPONSOR FOR SPIRITHOUSE 2 YEAR GRANT	37,500.
ALTERNATE ROOTS 115 MARTIN LUTHER KING JR DR SUITE 200 ATLANTIC, GA 30303		PC	3 YEAR SEED GRANT FISCAL SPONSOR FOR HANDBARROW	11,500.
ARTSPOT PRODUCTIONS, INC. P) BOX 13622 NEW ORLEANS, LA 70185		PC	GENERAL OPERATING SUPPORT, FISCAL SPONSOR FOR ARTS & DEMOCRACY	50,000.
BACKBONE CAMPAIGN PO BOX 278 VASHON, WA 98070		PC	2 YEAR ART & ENVIRONMENT GRANT, FISCAL SPONSOR FOR BEAUTIFUL TROUBLE INC.	6,000.
BACKBONE CAMPAIGN PO BOX 278 VASHON, WA 98070		PC	FISCAL SPONSOR FOR BEAUTIFUL TROUBLE, INC 4/15/17-4/14/18	7,500.
BARD COLLEGE 30 CAMPUS RD ANNANDALE-ON-HUDSON, NY 12504		PC	FISCAL SPONSOR FOR LEARNING THROUGH PHOTOGRAPHY; TANZANIA	15,000.
CAMPBELL CULTURE COALITION PO BOX 686 LAFOLLETTE, TN 37766		PC	SUPPORT FOR GENERAL OPERATIONS	11,500.
CARPETBAG THEATRE PO BOX 3184 KNOXVILLE, TN 37927		PC	SUPPORT FOR GENERAL OPERATIONS	11,500.
CEL EDUCATION FUND 609 FERDINAND ST. NEW ORLEANS, LA 70117		PC	2 YEAR ARTIST AS ACTIVIST ORGANZATIONAL GRANT	37,500.
Total from continuation sheets				1,089,100.

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
CONDUIT DANCE 977 MANIGAULT STREET ATLANTA, GA 30316		PC	3 YEAR SEED GRANT 9/15/13-9/14/16 FISCAL SPONSOR FOR BLACK HOUSE COLLECTIVE, GENERAL OPERATING	2,000.
DASHBOARD CO-OP 245 NORTH HIGHLAND AVE, SUITE 230-242 ATLANTA, GA 30307		PC	SEED TECHNICAL GRANT	800.
EPIK DANCE COMPANY 24 W. CAMELBACK RD. #531 PHOENIX, AZ 85013		PC	SEED TECHNICAL GRANT, FISCAL SPONSOR FOR BLACK POET VENTURES	500.
EVE ABRAMS 1028 MONTEGUT STREET NEW ORLEANS, LA 70117	NONE	I	2 YEAR ARTIST AS ACTIVIST FELLOWSHIP	37,500.
FLYAWAY PRODUCTIONS 1068 BOWDOIN STREET SAN FRANCISCO, CA 94134		PC	2 YEAR GRANT ARTIST AS ACTIVIST	62,500.
FRACTURED ATLAS 248 W. 35TH ST. FL 10 NEW YORK, NY 10001		PC	SEED TECHNICAL SUPPORT GRANT, FISCAL SPONSOR FOR RK PROJECTS	800.
FRACTURED ATLAS 248 W. 35TH ST. FL 10 NEW YORK, NY 10001		PC	3 YEAR SEED GRANT FISCAL SPONSOR FOR ALABAMA SONG	11,500.
GRIST MAGAZINE INC. 1201 WESTERN AVENUE, SUITE 410 SEATTLE, WA 98660		PC	SUPPORT FOR GENERAL OPERATIONS	3,000.
HOME FOR CONTEMPORARY THEATRE & ART, LTD 145 AVENUE OF THE AMERICAS NEW YORK, NY 10013		PC	FISCAL SPONSOR FOR ZOEY MARTINSON 2 YEAR GRANT	37,500.
JEREMY ROBINS 64 NORMAN AVENUE #2 BROOKLYN, NY 11222	NONE	I	2 YEAR ARTIST AS ACTIVIST FELLOWSHIP	50,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
JESSE KRIMES OLIVET CHURCH ARTISTS STUDIO, 608 N. 22ND ST. PHILADELPHIA, PA 19130	NONE	I	2 YEAR ARTIST AS ACTIVIST FELLOWSHIP	25,000.
JOSE ROSADO-SEIJO 1407 LATIMER STREET SAN JUAN, PUERTO RICO 00907	NONE	I	2 YEAR GRANT ARTIST AS ACTIVIST	10,000.
LAB SCHOOL OF WASHINGTON 4759 RESERVOIR RD NW WASHINGTON, DC 20007		PC	SUPPORT FOR POWER OF ART GRANT 10/1/15-9/30/16	10,000.
LOS ANGELES POVERTY DEPARTMENT 2150 ALLSTONWAY, SUITE 360 BERKELEY, CA 94704		PC	2 YEAR ARTIST AS ACTIVIST FELLOWSHIP	37,500.
MARIA E. GASPER EISENSCHMIDT 300 N. STATE STREET APT. 3629 CHICAGO, IL 60654	NONE	I	2 YEAR ARTIST AS ACTIVIST FELLOWSHIP	37,500.
MICHELLE ANGELA ORTIZ 933 LEAGUE STREET PHILADELPHIA, PA 19147	NONE	I	2 YEAR ARTIST AS ACTIVIST FELLOWSHIP	32,500.
MOVEMENT STRATEGY CENTER 436 14TH ST. 5TH FLR OAKLAND, CA 94612		PC	2 YEAR ART & ENVIRONMENT GRANT, FISCAL SPONSOR FOR MOVEMENT GENERATION 5/15/15-4/14/17	10,000.
MOVEMENT STRATEGY CENTER 436 14TH ST. 5TH FLR OAKLAND, CA 94612		PC	FISCAL SPONSOR FOR MOVEMENT GENERATION 4/15/17-4/14/18	7,500.
MUSEUM OF MODERN ART 11 WEST 53RD STREET NEW YORK, NY 10019		PC	SUPPORT FOR PROGRAMS RELATED TO RR RETROSPECTIVE	50,000.
NATIONAL DAY LABORERS EDUCATION FUND 674 S. LA FAYETTE PARK PLACE LOS ANGELES, CA 90057		PC	FISCAL SPONSOR FOR RIVERA/IBARRA 2 YEAR GRANT	50,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
NATIVE ARTS & CULTURES FOUNDATION 400 E. EVERGREEN BLVD., SUITE 102 VANCOUVER, WA 98660		PC	SUPPORT FOR COMMUNITY INSPIRATION PROGRAM	3,000.
NATIVE SEEDS/SEARCH 3584 E. RIVER RD. TUCSON, AZ 85718		PC	2 YEAR GRANT CLIMATE CHANGE SOLUTIONS FUND	7,500.
NEO PHILANTHROPY 45 WEST 36TH STREET, 6TH FLR NEW YORK, NY 10018		PC	FISCAL SPONSOR US DEPARTMENT OF ARTS & CULTURE	3,000.
NEWCORP, INC 2924 ST BERNARD AVENUE NEW ORLEANS, LA 70119		PC	3 YEAR SEED GRANT FISCAL SPONSOR FOR NEW ORLEANS MARDI GRAS INDIAN COOPERATIVE	11,500.
PAUL RUCKER 1426 SOUTH JACKSON STREET SEATTLE, WA 98144	NONE	I	2 YEAR ARTIST AS ACTIVIST FELLOWSHIP	37,500.
PELICAN BOMB 1612 ORETHA CASTLE HALEY BLVD NEW ORLEANS, LA 70113		PC	REISSUE 2 YEAR GRANT FOR GENERAL OPERATIONS, FIRST YEAR UNDER NPN AS FISCAL SPONSOR	11,500.
PRESIDENTS COMMITTEE ON ARTS & HUMANITIES 400 7TH STREET SW WASHINGTON, DC 20506		GOV	2 YEAR GRANT SUPPORT OF TURNAROUND ARTS INITIATIVE	25,000.
PRESS STREET 3718 ST CLAUDE AVE. NEW ORLEANS, LA 70117		PC	3 YEAR SEED GRANT FISCAL SPONSOR FOR BLIGHTS OUT	11,500.
PROJECT ROW HOUSE 2521 HOLMAN STREET HOUSTON, TX 77251		PC	SUPPORT FOR SIMONE LEIGH'S RESIDENCY	5,000.
PUBLIC HEALTH INST./METROPOLITAN CHICAGO 80 NORTH MICHIGAN AVE. SUITE 1200 CHICAGO, IL 60601		PC	FISCAL SPONSOR FOR CHICAGO TORTURE JUSTICE MEMORIALS 2 YEAR GRANT	42,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
SAN FRANCISCO FILM SOCIETY PRESIDIO OF SAN FRANCISCO, 39 MESA STREET, SUITE 110 SAN FRANCISCO, CA 94129		PC	FISCAL SPONSOR FOR ERIKA COHN 2 YEAR GRANT	37,500.
SAN FRANCISCO MUSEUM OF MODERN ART 151 THIRD STREET SAN FRANCISCO, CA 94103		PC	IN SUPPORT OF EDUCATIONAL PROGRAMS AROUND THE RAUSCHENBERG RETROSPECTIVE	5,000.
SHONTINA VERNON 5012 S. GENESEE STREET SEATTLE, WA 98118	NONE	I	2 YEAR ARTIST AS ACTIVIST FELLOWSHIP	37,500.
SUNDANCE INSTITUTE PO BOX 684429 PARK CITY, UT 84068-4429		PC	2 YEAR ART & ENVIRONMENT GRANT, SUPPORT FOR CLIMATE CHANGE INITIATIVE	50,000.
SUSTAINABLE NATIVE COMMUNITIES COLLABORATIVE 1803 OTOWI ROAD SANTA FE, NM 87505		PC	REISSUE 2 YEAR GRANT FOR GENERAL OPERATIONS	11,500.
THE ART OF REVOLUTION 925 6TH STREET NW #2 ALBUQUERQUE, NM 87102		PC	2 YEAR GRANT ARTIST AS ACTIVIST	10,000.
THE CENTER FOR RURAL STRATEGIES 46 EAST MAIN STREET WHITESBURG, KY 41858		PC	3 YEAR SEED GRANT FISCAL SPONSOR FOR EPICENTRE ARTS	11,500.
THE GEORGE WASHINGTON UNIVERSITY 2121 I STREET NW SUITE 601 WASHINGTON, DC 20052-0086		PC	2 YEAR GRANT TO SUPPORT REIMAGING YOUTH DIRECTED ARTS EDUCATION	5,000.
THE UNDERGROUND MUSEUM 3508 W. WASHINGTON BLVD LOS ANGELES, CA 90018		PC	SUPPORT FOR GENERAL OPERATIONS	3,500.
THE WATERSHED CENTER 44 KAYE ROAD MILLERTON, NY 12546		PC	FISCAL SPONSOR FOR PEOPLE'S COLLECTIVE ARTS GENERAL OPERATIONS	7,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
THENMOZHI SOUNDARARAJAN 854 SOUTH SYCAMORE AVE LOS ANGELES, CA 90036	NONE	I	2 YEAR GRANT ARTIST AS ACTIVIST	10,000.
TITUS KAPHAR 389 NORTON PARKWAY NEW HAVEN, CT 06511	NONE	I	2 YEAR ARTIST AS ACTIVIST FELLOWSHIP	25,000.
VOICE OF THE EX-OFFENDER PO BOX 26190 LOS ANGELES, CA 90026		PC	2 YEAR ARTIST AS ACTIVIST FELLOWSHIP FISCAL SPONSOR FOR JACKIE SUMELL	25,000.
WALKER ART CENTER 1750 HENNEPIN AVENUE MINNEAPOLIS, MN 55403		PC	TO SUPPORT MERCE CUNNINGHAM:COMMON TIME	1,000.
WOMEN'S CENTER FOR CREATIVE WORK 248 W. 35TH ST. FL 10 NEW YORK, NY 10001		PC	3 YEAR SEED GRANT, GENERAL OPERATING SUPPORT FISCAL SPONSOR FOR ANTENA	11,500.
WORLD SCIENCE FOUNDATION 475 RIVERSIDE DRIVE, SUITE 950 NEW YORK, NY 10115		PC	SUPPORT FOR THE PRESENTATION OF LARS JAN'S HOLOSCENES	4,000.
Total from continuation sheets				

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - ALLEY REPERTORY THEATER FISCAL SPONSOR FOR VISUAL
ARTS COLLECTIVE

3 YEAR SEED GRANT MAY 1, 2014 - DECEMBER 31, 2016, FISCAL SPONSOR FOR
VISUAL ARTS COLLECTIVE GENERAL OPERATING SUPPORT

NAME OF RECIPIENT - ARCHITECTS DESIGNERS & PLANNERS FOR SOCIAL
RESPONSIBILITY

BOARD DISC FISCAL SPONSOR SUPPORT FOR POP-UP RESOURCE VILLAGE DESIGNING
JUSTICE & DESIGNING SPACES

NAME OF RECIPIENT - FRACTURED ATLAS FISCAL SPONSOR FOR FOKL CENTER

3 YEAR SEED GRANT JANUARY 1, 2014-DECEMBER 31, 2016, FISCAL SPONSOR FOR
FOKL CENTER GENERAL OPERATING SUPPORT

NAME OF RECIPIENT - SUSTAINABLE NATIVE COMMUNITIES COLLABORATIVE

REISSUE 2 YEAR GRANT FOR GENERAL OPERATIONS, FIRST YEAR UNDER SANTA FE
ART INSTITUTE AS FISCAL SPONSOR

Part XV Supplementary Information

3b Grants and Contributions Approved for Future Payment Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - CONDUIT DANCE

3 YEAR SEED GRANT 9/15/13-9/14/16 FISCAL SPONSOR FOR BLACK HOUSE

COLLECTIVE, GENERAL OPERATING SUPPORT

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS	1,124,882.	0.	1,124,882.	1,124,882.	1,124,882.
INTEREST	143,494.	0.	143,494.	143,494.	143,494.
TO PART I, LINE 4	1,268,376.	0.	1,268,376.	1,268,376.	1,268,376.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MANAGEMENT FEES	16,397,000.	0.	16,397,000.
ROYALTY INCOME	33,444.	33,444.	33,444.
MISCELLANEOUS INCOME	81,104.	0.	81,104.
TOTAL TO FORM 990-PF, PART I, LINE 11	16,511,548.	33,444.	16,511,548.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LITIGATION AND DISPUTE RESOLUTION	33,466.	0.	0.	50,545.
GENERAL CORPORATE MATTERS	373,104.	0.	43,676.	330,910.
TRADEMARK AND LICENSING MATTERS	106,741.	0.	0.	112,167.
TO FM 990-PF, PG 1, LN 16A	513,311.	0.	43,676.	493,622.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT AND TAX PREPARATION	36,259.	3,626.	3,626.	61,645.
ACCOUNTING SERVICES	51,865.	5,187.	5,187.	64,782.
TO FORM 990-PF, PG 1, LN 16B	88,124.	8,813.	8,813.	126,427.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
IT CONSULTING	100,289.	0.	24,358.	87,484.
DATABASE CONSULTING	78,685.	0.	76,610.	1,755.
HONORARIA	33,750.	0.	0.	33,750.
ART AND EXHIBITION				
ADVISORY	197,137.	0.	187,137.	0.
OTHER PROGRAM CONSULTANTS	187,554.	0.	710.	257,179.
PAYROLL/BENEFIT MANAGEMENT	55,095.	0.	0.	55,095.
COMMUNICATIONS/OUTREACH/PR	69,679.	0.	0.	69,589.
INVESTMENT MGMT FEES	386,373.	386,373.	386,373.	10,905.
DESIGN AND BRANDING	229.	0.	0.	229.
ARCHITECTURE/SPACE				
PLANNING	267,611.	0.	0.	194,227.
APPRAISAL FEES	2,500.	0.	2,500.	0.
TO FORM 990-PF, PG 1, LN 16C	1,378,902.	386,373.	677,688.	710,213.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REAL ESTATE TAXES	137,763.	0.	136,090.	0.
EXCISE TAXES	52,390.	0.	0.	67,748.
TO FORM 990-PF, PG 1, LN 18	190,153.	0.	136,090.	67,748.

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DONATIONS, GIFTS & TIPS	48,927.	0.	20,000.	13,808.	
REPAIRS & MAINTENANCE	248,916.	0.	30,851.	187,162.	
WEBSITE DEVELOPMENT	56,172.	0.	0.	55,097.	
INSURANCE	688,373.	0.	409,119.	295,177.	
BANK CHARGES/TRANSACTION FEES	396.	0.	153.	143.	
LICENSES/PERMITS/FILING FEES	3,707.	0.	0.	3,511.	
MEMBERSHIPS & CONFERENCES	16,748.	0.	4,916.	11,382.	
POSTAGE AND DELIVERY	9,832.	0.	2,241.	9,347.	
SUBSCRIPTIONS/PUBLICATIONS	45,325.	0.	19,953.	25,159.	
SUPPLIES	83,888.	0.	27,591.	55,129.	
ART					
HANDLING/SHIPPING/FRAMING	172,918.	0.	170,216.	18,091.	
ART LICENSING	63,040.	0.	0.	63,040.	
ARTIST STIPENDS AND RELATED EXPENSES	321,357.	0.	0.	329,804.	
CONSERVATION	45,086.	0.	45,086.	2,078.	
PHOTOGRAPHY/DOCUMENTATION	31,159.	0.	2,146.	26,102.	
PROGRAMMING/RECEPTIONS/EVENT	146,328.	0.	10,401.	154,093.	
RESEARCH & RIGHTS	1,727.	0.	100.	208.	
TO FORM 990-PF, PG 1, LN 23	1,983,899.	0.	742,773.	1,249,331.	

FOOTNOTES

STATEMENT 8

FORM 990PF, PART II, BALANCE SHEETS
LINE 13 - OTHER INVESTMENTS

UNTITLED PRESS, INC. IS A FUNCTIONALLY RELATED BUSINESS
WITH RESPECT TO THE FOUNDATION, WHICH HOLDS
ORIGINAL ARTWORK BY ROBERT RAUSCHENBERG.

THE INTERNAL REVENUE SERVICE ISSUED A PRIVATE LETTER
RULING WHICH RULED THAT THE COMPENSATION RECEIVED
BY THE FOUNDATION FROM UNTITLED PRESS, INC., A
FUNCTIONALLY RELATED BUSINESS, IS NOT CONSIDERED
UNRELATED BUSINESS INCOME WITHIN THE MEANING OF
INTERNAL REVENUE CODE SECTION 512(A)(1).

UNTITLED PRESS, INC. IS 100% OWNED BY THE FOUNDATION AND IS
NOT CONSIDERED TO BE AN EXCESS BUSINESS HOLDING.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	9
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DESCRIPTION	AMOUNT
UNREALIZED APPRECIATION OF INVESTMENTS	9,340,873.
PRIOR PERIOD ADJUSTMENTS- BENEFICIAL INTEREST IN CHARITABLE REMAINDER TRUSTS	2,843,786.
TRANSFER OF INTEREST IN UNIVERSAL LIMITED ART EDITIONS, INC.	295,000.
CHANGE IN VALUE OF INTEREST IN CHARITABLE REMAINDER TRUSTS	49,393.
TOTAL TO FORM 990-PF, PART III, LINE 3	12,529,052.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	10
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DESCRIPTION	AMOUNT
CHANGE IN INVESTMENT IN UNTITLED PRESS, INC.	426,300.
AMOUNTS PAID PURSUANT TO SETTLEMENT	6,062,203.
TOTAL TO FORM 990-PF, PART III, LINE 5	6,488,503.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	11
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY SECURITIES - SEE STATEMENT A PG 5		X	12,828,100.	12,828,100.
ASSET BACKED SECURITIES - SEE STATEMENT A PG 9		X	3,183,938.	3,183,938.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			16,012,038.	16,012,038.
TOTAL TO FORM 990-PF, PART II, LINE 10A			16,012,038.	16,012,038.

FORM 990-PF	CORPORATE STOCK	STATEMENT 12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK - SEE STATEMENT A PG 22	47,217,994.	47,217,994.
PREFERRED STOCK - SEE STATEMENT A PG 22	832,100.	832,100.
EQUITIES - SEE STATEMENT B	21,724,136.	21,724,136.
TOTAL TO FORM 990-PF, PART II, LINE 10B	69,774,230.	69,774,230.

FORM 990-PF	CORPORATE BONDS	STATEMENT 13
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE STATEMENT A PG 11	1,316,433.	1,316,433.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,316,433.	1,316,433.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 14
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
UNTITLED PRESS INC-SEE STATEMENT 8	COST	241,142,400.	383,147,313.
UNIVERSAL LIMITED ART EDITIONS, INC.	COST	295,000.	295,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		241,437,400.	383,442,313.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 15
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND	40,027,153.	0.	40,027,153.
BUILDING	14,359,285.	3,310,844.	11,048,441.
BUILDING IMPROVEMENTS	1,122,080.	62,895.	1,059,185.
FURNITURE AND FIXTURES	708,525.	388,075.	320,450.
TOTAL TO FM 990-PF, PART II, LN 14	56,217,043.	3,761,814.	52,455,229.

FORM 990-PF

OTHER ASSETS

STATEMENT 16

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ARTWORK	14,945,688.	14,947,696.	17,622,196.
BENEFICIAL INTEREST IN CHARITABLE REMAINDER TRUSTS	0.	2,893,179.	2,893,179.
TO FORM 990-PF, PART II, LINE 15	14,945,688.	17,840,875.	20,515,375.

FORM 990-PF TRANSFERS FROM CONTROLLED ENTITIES STATEMENT 17
PART VII-A, LINE 11

NAME OF CONTROLLED ENTITYEMPLOYER ID NO

UNTITLED PRESS, INC.

59-1466448

ADDRESS381 LAFAYETTE STREET
NEW YORK, NY 10003DESCRIPTION OF TRANSFER

ROYALTIES

AMOUNT
OF TRANSFER

23,524.

NAME OF CONTROLLED ENTITYEMPLOYER ID NO

UNTITLED PRESS, INC.

59-1466448

ADDRESS381 LAFAYETTE STREET
NEW YORK, NY 10003DESCRIPTION OF TRANSFER

MANAGEMENT FEE - SEE STATEMENT 8

AMOUNT
OF TRANSFER

16,397,000.

TOTAL AMOUNT OF TRANSFERS FROM CONTROLLED ENTITIES

16,420,524.

FORM 990-PF

LIST OF CONTROLLED ENTITIES
PART VII-A, LINE 11

STATEMENT 18

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

UNTITLED PRESS, INC.

59-1466448

ADDRESS

EXCESS BUSINESS HOLDING [] YES [X] NO

381 LAFAYETTE STREET
NEW YORK, NY 10003

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

UNTITLED PRESS, INC.

59-1466448

ADDRESS

EXCESS BUSINESS HOLDING [] YES [X] NO

381 LAFAYETTE STREET
NEW YORK, NY 10003

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 19

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CHRISTY MACLEAR 381 LAFAYETTE STREET NEW YORK, NY 10003	EXECUTIVE DIRECTOR (TO DEC 2016) 40.00	204,385.	31,884.	0.
SHARON ULLMAN 381 LAFAYETTE STREET NEW YORK, NY 10003	ACTING EXECUTIVE DIRECTOR 40.00	293,632.	35,620.	0.
MICHAEL STRAUS 381 LAFAYETTE STREET NEW YORK, NY 10003	CHAIR 10.00	0.	0.	0.
CHRISTOPHER RAUSCHENBERG 381 LAFAYETTE STREET NEW YORK, NY 10003	PRESIDENT 10.00	0.	0.	0.
DOROTHY LICHTENSTEIN 381 LAFAYETTE STREET NEW YORK, NY 10003	VICE PRESIDENT 1.00	0.	0.	0.
ALLAN FULKERSON 381 LAFAYETTE STREET NEW YORK, NY 10003	TREASURER 5.00	0.	0.	0.
ELIZABETH GLASSMAN 381 LAFAYETTE STREET NEW YORK, NY 10003	SECRETARY 5.00	0.	0.	0.
GREG AVIS 381 LAFAYETTE STREET NEW YORK, NY 10003	BOARD MEMBER 1.00	0.	0.	0.
SIDNEY FELSEN 381 LAFAYETTE STREET NEW YORK, NY 10003	BOARD MEMBER 0.25	0.	0.	0.
ALEXANDRA A. HERZAN 381 LAFAYETTE STREET NEW YORK, NY 10003	BOARD MEMBER 3.00	0.	0.	0.
FREDERICKA HUNTER 381 LAFAYETTE STREET NEW YORK, NY 10003	BOARD MEMBER 2.00	0.	0.	0.

DRUMMOND PIKE
381 LAFAYETTE STREET
NEW YORK, NY 10003

BOARD MEMBER
2.00

0. 0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

498,017.

67,504.

0.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 20

ACTIVITY ONE

RAUSCHENBERG RESIDENCY:

ROBERT RAUSCHENBERG'S TWENTY-ACRE ESTATE ON CAPTIVA ISLAND, FLORIDA, WHICH WAS HIS HOME AND STUDIO FOR FORTY YEARS, HAS BEEN TRANSFORMED INTO A CREATIVE CENTER THAT WELCOMES ARTISTS FROM AROUND THE WORLD TO LIVE, WORK, AND CREATE. THERE ARE NOW SEVEN ONE-MONTH-LONG RESIDENCIES ANNUALLY THAT SERVE MORE THAN SEVENTY ARTISTS AND OTHER CREATIVE INDIVIDUALS OF EXCEPTIONAL TALENT AND PROMISE FROM A DIVERSE MIX OF DISCIPLINES, BACKGROUNDS, AGES, AND CAREER LEVELS. THE RESIDENCY ADVANCES NEW WORK, EXTENDS PRACTICES INTO NEW MEDIUMS, AND SERVES AS A RESEARCH AND DEVELOPMENT LAB FOR PERFORMANCE-BASED PROJECTS; IT FOSTERS THE IDEAL THAT ARTISTIC PRACTICE ADVANCES MUTUAL UNDERSTANDING; AND IT ENGENDERS A FOCUS ON THE CONSERVATION OF A SENSITIVE AND PRISTINE ENVIRONMENT.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

1,520,463.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 21

ACTIVITY TWO

ARTIST AS ACTIVIST:

ARTIST AS ACTIVIST PROVIDES GAME-CHANGING RESOURCES TO INDIVIDUAL ARTISTS OF ALL DISCIPLINE, INCLUDING VISUAL, PERFORMING, MEDIA, DESIGN, AND OTHER CREATIVE PROFESSIONS, WHO ADDRESS IMPORTANT GLOBAL CHALLENGES AND SOCIAL JUSTICE ISSUES THROUGH THEIR CREATIVE PRACTICE.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 2

793,268.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 22
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ACTIVITY THREEART + ENVIRONMENT PROGRAM:

THE GOAL OF THE ART + ENVIRONMENT PROGRAM IS TO SUPPORT EFFECTIVE METHODS FOR ADDRESSING CLIMATE CHANGE THAT LEVERAGE CREATIVITY AND BROAD-BASED CIVIC ENGAGEMENT.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 3

127,798.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 23
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ACTIVITY FOURSEED PROGRAM:

SEED IS A COMBINATION OF RISK CAPITAL AND VALUE-ADDED SUPPORT TO EARLY STAGE, GROUNDBREAKING PROJECTS IN CITIES ACROSS THE UNITED STATES: DETROIT, NEW ORLEANS, HOUSTON, SANTA FE AND ALSO IN THE REGION OF APPALACHIA. PAST GRANTS HAVE FOCUSED ON INNOVATION IN ARTS AND CULTURE. IDENTIFIED BY LOCAL CULTURAL LEADERS, THE FOUNDATION PROVIDES GRANTS TO SMALL- TO MID-SIZE ARTS ORGANIZATIONS AT THEIR EARLIEST OPERATIONAL STAGES, EVEN BEFORE THOSE ORGANIZATIONS MAY HAVE HAD STRUCTURES IN PLACE TO EXECUTE OTHER FUNDRAISING ACTIVITIES. THE GRANTS ALLOW LEADERSHIP TO SHORE UP THEIR CAPACITY SO THAT THEY CAN FOCUS INSTEAD ON EXPANDING AND ENRICHING THEIR LOCAL CULTURAL LANDSCAPE.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 4

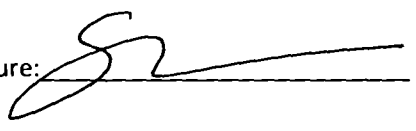
135,712.

ROBERT RAUSCHENBERG FOUNDATION, INC.
EIN # 65-0200989
FORM 990-PF
YEAR ENDED MAY 31, 2017

PART VII-A, line 3

CHANGES TO BYLAWS

I hereby certify that the attached document represents a conformed copy of the Foundation's bylaws, which is complete and accurate and reflects all changes and revisions made during the fiscal year ended May 31, 2017, as adopted by the Board of Directors on March 29, 2017.

Signature: 

Name: Sharon Willman

Title: Deputy Director/Asst. Treasurer

Date: 4/16/18