

efile GRAPHIC print - DO NOT PROCESS

As Filed Data -

DLN: 93491319024598

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 instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation
The Rosenstiel Foundation

Number and street (or P O box number if mail is not delivered to street address)
c/o John R Latourette 1500 Market S

City or town, state or province, country, and ZIP or foreign postal code
Philadelphia, PA 19102

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 19,808,166

J Accounting method

☒ Cash

☐ Accrual

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

A Employer identification number
06-6034536

B Telephone number (see instructions)
(215) 575-7044

C If exemption application is pending, check here

D 1. Foreign organizations, check here

D 2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)			
	2 Check ☒ if the foundation is not required to attach Sch B			
	3 Interest on savings and temporary cash investments	71,687	71,687	
	4 Dividends and interest from securities	276,053	276,053	
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	115,721		
	b Gross sales price for all assets on line 6a			
	7 Capital gain net income (from Part IV, line 2)		115,601	
	8 Net short-term capital gain			24,751
	9 Income modifications			
	10a Gross sales less returns and allowances			
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	-173			
12 Total. Add lines 1 through 11	463,288	463,341	24,751	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc			
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)	17,486		17,486
	b Accounting fees (attach schedule)			
	c Other professional fees (attach schedule)	8,314		8,314
	17 Interest			
	18 Taxes (attach schedule) (see instructions)	6,541	6,541	
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (attach schedule)	102,924	100,640	2,284
	24 Total operating and administrative expenses. Add lines 13 through 23	135,265	107,181	28,084
	25 Contributions, gifts, grants paid	1,279,802		1,279,802
	26 Total expenses and disbursements. Add lines 24 and 25	1,415,067	107,181	1,307,886
	27 Subtract line 26 from line 12			
	a Excess of revenue over expenses and disbursements	-951,779		
	b Net investment income (if negative, enter -0-)		356,160	
c Adjusted net income(if negative, enter -0-)			24,751	

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2017)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing	505,103	360,966	360,966		
	2	Savings and temporary cash investments	1,337,647	1,143,091	1,143,091		
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)	866,171	890,666	879,869		
	b	Investments—corporate stock (attach schedule)	2,050,398	2,146,823	3,386,552		
	c	Investments—corporate bonds (attach schedule)	764,356	721,857	721,717		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	11,423,291	11,158,834	13,283,929		
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)	22,092	32,042	32,042			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	16,969,058	16,454,279	19,808,166			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)					
	23	Total liabilities (add lines 17 through 22)		0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds	16,969,058	16,454,279			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds						
30	Total net assets or fund balances (see instructions)	16,969,058	16,454,279				
31	Total liabilities and net assets/fund balances (see instructions) .	16,969,058	16,454,279				

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	16,969,058
2	Enter amount from Part I, line 27a	2	-951,779
3	Other increases not included in line 2 (itemize) ▶ _____	3	437,000
4	Add lines 1, 2, and 3	4	16,454,279
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	16,454,279

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a Hawthorn Short-Term Capital Gains and Losses	P	2017-01-01	2017-12-31
b Hawthorn Long-Term Capital Gains and Losses	P	2016-12-31	2017-12-31
c Hawthorn Long-Term Capital Gain Distributions	P	2016-12-31	2017-12-31
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 1,759,333	0	1,734,582	24,751
b 1,792,619	0	1,760,711	31,908
c 58,942	0	0	58,942
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 0	0	0	24,751
b 0	0	0	31,908
c 0	0	0	58,942
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	115,601
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	24,751

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))
2016	929,832	17,977,501	0 051722
2015	886,700	19,547,835	0 045361
2014	948,076	20,083,597	0 047206
2013	883,709	19,181,403	0 046071
2012	856,021	18,097,170	0 047301

2 Total of line 1, column (d)	2	0 237661
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 047532
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	18,959,370
5 Multiply line 4 by line 3	5	901,177
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,562
7 Add lines 5 and 6	7	904,739
8 Enter qualifying distributions from Part XII, line 4	8	1,307,886

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 ☐ 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 ☒ and enter 1% of Part I, line 27b	1	3,562
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	3,562
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	3,562
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	13,840
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	13,840
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	10,278
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ☐ 3,564 Refunded ☐	11	6,714

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? 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 ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	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	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 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) ☐ OH, PA		
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 2017 or the taxable year beginning in 2017 (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 JOHN R LATOURETTE CO DILWORTH PAXSO Telephone no (215) 575-7000			

Located at **1500 Market Street Philadelphia PA** ZIP+4 **19102**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2017, 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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ 1b			
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 2017? ☐ 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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ 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). ☐ 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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2017 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 2017). ☐ Yes ☒ No 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 2017? 4b			No

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

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ 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)?	5b			
	Organizations relying on a current notice regarding disaster assistance check here.		☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes	☐ No		
	<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?	☐ Yes	☒ No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				
	<i>If "Yes" to 6b, file Form 8870</i>				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes	☒ No	7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?				

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
BLANKA A ROSENSTIEL c/o Dilworth Paxson LLP 1500 Market Philadelphia, PA 19102	TRUSTEE, VP, SECRETARY 1 00	0	0	0
ELIZABETH R. KABLER c/o Dilworth Paxson LLP 1500 Market Philadelphia, PA 19102	TRUSTEE AND PRESIDENT 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	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				

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

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 The primary objective of the Foundation is to make grants to Section 501(c)(3) tax-exempt organizations. No grants are made to individuals.	0
2	0
3	0
4	0

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. ▶

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	17,905,003
b	Average of monthly cash balances.	1b	1,343,088
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	19,248,091
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	19,248,091
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	288,721
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	18,959,370
6	Minimum investment return. Enter 5% of line 5.	6	947,969

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	947,969
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	3,562
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,562
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	944,407
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	944,407
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	944,407

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	1,307,886
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
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	1,307,886
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	3,562
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,304,324

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				944,407
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				14,095
f Total of lines 3a through e.	14,095			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>1,307,886</u>				
a Applied to 2016, 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 2017 distributable amount.				944,407
e Remaining amount distributed out of corpus	363,479			
5 Excess distributions carryover applied to 2017 (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	377,574			
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 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				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).				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	377,574			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				14,095
e Excess from 2017.	363,479			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

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

Recipient	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	1,279,802
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

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

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

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	*****	2018-11-15	*****
	Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	NICHOLAS KOONTZ		2018-11-11		P02165213
	Firm's name ▶ Dilworth Paxson LLP				Firm's EIN ▶
Firm's address ▶ 1500 Market St Ste 3500E Philadelphia, PA 191022101					Phone no (215) 575-7000

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>				
13 Hands Equine RescuePO Box 313 Bedford Hills, NY 10507		Public Charity	Unrestricted Grant	5,000
All Star Code 60 Broad Street 25th Floor Suite 25 New York, NY 10004		Public Charity	Unrestricted Grant	500
Almost Home Humane Society SPCA Nelson County 29 Stagebridge Rd Lovingston, VA 22949		Public Charity	Unrestricted Grant	1,000
Total ▶ 3a				1,279,802

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>				
American Institute of Polish Culture 1440-79th St Causeway Ste 117 Miami, FL 33141		Public Charity	Unrestricted Grant	300,000
American Lung Association 55 Wacker Dr Suite 1150 Chicago, IL 60601		Public Charity	Unrestricted Grant	500
American Red Cross Great Miami & Keys Chapter 431 18th St NW Washington, DC 20006		Public Charity	Unrestricted Grant	3,000
Total ► 3a				1,279,802

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>				
American Theatre Wing 230 W 41ST ST STE 1101 New York, NY 10036		Public Charity	Unrestricted Grant	5,500
Animal Medical Center510 E 62nd St New York, NY 10065		Public Charity	Unrestricted Grant	3,000
Aperture Foundation 547 West 27th Street 4th Floor New York, NY 10001		Public Charity	Unrestricted Grant	500
Total ▶ 3a				1,279,802

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>				
Archdiocese of Miami9401 Biscayne Blvd Miami Schores, FL 33138		Public Charity	Unrestricted Grant	15,000
ASPCA520 Eighth Avenue 7th Floor New York, NY 10018		Public Charity	Unrestricted Grant	2,000
Bascom Palmer Eye Institute PO Box 248106 Coral Gablers, FL 33124		Public Charity	Unrestricted Grant	1,000
Total ▶ 3a				1,279,802

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>				
Billy Esposito Foundation 303 Fifth Avenue Suite 806 New York, NY 10016		Public Charity	Unrestricted Grant	1,000
Bio Foundation for Angiogenesis 121 E 60th St Apt 6A New York, NY 10022		Public Charity	Unrestricted Grant	15,000
Blue Ridge School273 Mayyo Dr St George, VA 22935		Public Charity	Unrestricted Grant	1,000
Total ▶ 3a				1,279,802

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>				
Brandeis University 415 South St MSC 110 Waltham, MA 02453		Public Charity	Unrestricted Grant	30,000
CAF America-Friends of Cherie Blair Foundation for Women 225 Reinekers Lane Suite 375 CAF Am Alexandria, VA 22314		Public Charity	Unrestricted Grant	2,000
Caron Treatment CentersPO Box 150 Wernersville, PA 19565		Public Charity	Unrestricted Grant	17,500
Total ▶ 3a				1,279,802

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>				
Catholic Legal Services - Archdiocese of Miami Inc 9401 Biscayne Blvd Miami Shores, FL 33138		Public Charity	Unrestricted Grant	1,000
Center For Living226 E 52nd St New York, NY 10022		Public Charity	Unrestricted Grant	410,000
Chapin School100 E End Ave New York, NY 10028		Public Charity	Unrestricted Grant	1,000
Total ▶ 3a				1,279,802

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>				
Charlottesville Chamber Music Festival 105 W High St Charlottesville, VA 22902		Public Charity	Unrestricted Grant	500
Charlottesville Opera (fka) Ash Lawn Opera 226 E High St Charlottesville, VA 22902		Public Charity	Unrestricted Grant	7,000
Charlottesville-Albemarle SPCA PO Box 7047 Charlottesville, VA 22906		Public Charity	Unrestricted Grant	1,500
Total ► 3a				1,279,802

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>				
Children of Fallen Patriots Foundation 1818 Library Street Suite 500 Reston, VA 20190		Public Charity	Unrestricted Grant	2,000
Chopin Foundation of US The 1440 79th St Causeway Ste 117 Miami, FL 33141		Public Charity	Unrestricted Grant	145,000
COPD Foundation 3300 Ponce de Leon Blvd Miami, FL 33134		Public Charity	Unrestricted Grant	1,000
Total ▶ 3a				1,279,802

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>				
De LaSalle Academy6401 Techster Blvd Fort Myers, FL 33966		Public Charity	Unrestricted Grant	2,500
Dream ProgramPO Box 361 Winooski, VT 05404		Public Charity	Unrestricted Grant	4,500
Eisenhower Foundation200 SE 4th St Abilene, KS 67410		Public Charity	Unrestricted Grant	1,000
Total ▶ 3a				1,279,802

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>				
English Speaking Union-Charlottesville Chapter LLC PO Box 4816 Charlottesville, VA 22905		Public Charity	Unrestricted Grant	2,000
Evelyn Alexander Wildlife Rescue Center 228 West Montauk Highway Hampton Bays, NY 11946		Public Charity	Unrestricted Grant	1,000
Florida Grand Opera 125 NE 32nd Street Apt 2503 Miami, FL 33137		Public Charity	Unrestricted Grant	2,000
Total ► 3a				1,279,802

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>				
Florida International University 1440 79th St Causeway Ste 117 Miami, FL 33141		Public Charity	Unrestricted Grant	10,000
Focused Ultrasound Foundation 1230 Cedars Court Suite 206 Charlottesville, VA 22903		Public Charity	Unrestricted Grant	5,000
Foreign Policy Association 470 Park Avenue South 2N New York, NY 100166819		Public Charity	Unrestricted Grant	1,500
Total 				1,279,802
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>				
Foundation for Art & Preservation of Embassies 1725 I ST NW STE 300 Washington, DC 20006		Public Charity	Unrestricted Grant	20,000
French Alliance22 E 60th St New York, NY 10022		Public Charity	Unrestricted Grant	3,000
Friends of Pope John Paul II Foundation 1204 Whetstone Drive Arnold, MD 21012		Public Charity	Unrestricted Grant	3,500
Total ▶ 3a				1,279,802

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>				
Fund for American Studies 1706 New Hampshire Avenue NW Washington, DC 20009		Public Charity	Unrestricted Grant	10,000
Gen Pulaski Memorial Parade Committee 159 Charles Ave Staten Island, NY 10302		Public Charity	Unrestricted Grant	5,000
Gifted Music School - For Paderewski Music Festival 150 S 1000 E Suite 200 Gifted Music Salt Lake City, UT 84102		Public Charity	Unrestricted Grant	1,000
Total 3a				1,279,802

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>				
Heritage Foundation 150 S 1000 E Suite 200 Gifted Music Salt Lake City, UT 84102		Public Charity	Unrestricted Grant	3,000
Historical Conservation Foundation PO Box 4002 Chapel Hill, NC 27515		Public Charity	Unrestricted Grant	3,000
Institute of World Politics 1521 16th Street Washington, DC 20036		Public Charity	Unrestricted Grant	1,000
Total ▶ 3a				1,279,802

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>				
Judicial Watch425 Third St SW Ste 800 Washington, DC 20024		Public Charity	Unrestricted Grant	2,000
Lira Ensemble Inc 6525 N Sheridan RD CH-052 Chicago, IL 60626		Public Charity	Unrestricted Grant	1,500
Media Cares Foundation603 W 115th St New York, NY 10025		Public Charity	Unrestricted Grant	15,000
Total ▶ 3a				1,279,802

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>				
Mighty Writers1501 Christian St Philadelphia, PA 19146		Public Charity	Unrestricted Grant	500
Mt Sinai Hospital Foundation 4300 Alton Rd Miami Beach, FL 33140		Public Charity	Unrestricted Grant	4,500
Municipal Band of Charlottesville 1119 Fifth Street SW Charlottesville, VA 22902		Public Charity	Unrestricted Grant	3,000
Total ▶ 3a				1,279,802

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>				
National Katyn MemorialPO Box 25720 Baltimore, MD 21224		Public Charity	Unrestricted Grant	500
National Mill Dog RescuePO Box 88468 Colorado Springs, CO 80908		Public Charity	Unrestricted Grant	5,000
National Museum for Women in the Arts 1250 New York Avenue NW Washington, DC 20005		Public Charity	Unrestricted Grant	2,000
Total ▶ 3a				1,279,802

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>				
Northwell Health Foundation 2000 Marcus Avenue New Hyde Park, NY 11042		Public Charity	Unrestricted Grant	1,000
Orchard Lake Schools3535 Indian Trl Orchard Lake, MI 48324		Public Charity	Unrestricted Grant	1,500
Our Farm Equine RescuePo Box 7471 Wilton, CT 06897		Public Charity	Unrestricted Grant	4,000
Total ▶ 3a				1,279,802

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>				
Our Lady of Czestochowa Polish Catholic Mission 2400 NE 12th St Pompano Beach, FL 33062		Public Charity	Unrestricted Grant	3,000
Paley Center for Media 25 West 52nd Street New York, NY 10019		Public Charity	Unrestricted Grant	15,000
Pandas Coming to NYC Inc 800 Third Avenue 5th FLR New York, NY 10022		Public Charity	Unrestricted Grant	1,000
Total ▶ 3a				1,279,802

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>				
Paramount The215 East Main Street Charlottesville, VA 22902		Public Charity	Unrestricted Grant	2,500
Peace Angels Project Fund 310 1st Ave Apt 4B New York, NY 10009		Public Charity	Unrestricted Grant	15,000
Phillip & Patricia Frost Museum of Sciences 1101 Biscayne Blvd Miami, FL 33132		Public Charity	Unrestricted Grant	1,000
Total 				1,279,802
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>				
Piast Institute11633 Joseph Campau Hamtramck, MI 48212		Public Charity	Unrestricted Grant	5,000
Polish American Folk Dance Company 261 Driggs Ave Brooklyn, NY 11222		Public Charity	Unrestricted Grant	9,000
Polish Assistance Inc15 E 65th St Fl 3 New York, NY 10065		Public Charity	Unrestricted Grant	5,000
Total ▶ 3a				1,279,802

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 Paid during the year				
Polish Institute of Arts & Sciences 208 E 30th St New York, NY 10016		Public Charity	Unrestricted Grant	2,000
Polish Knights of Malta Inc 110 Chestnut Ridge Road 177 Montvale, NJ 07645		Public Charity	Unrestricted Grant	5,000
Polish Museum of America 984 N Milwaukee Ave Chicago, IL 60642		Public Charity	Unrestricted Grant	3,000
Total ▶ 3a				1,279,802

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>				
Polish National Youth Baseball Foundation 222 Ocean Dr E Stamford, CT 06902		Public Charity	Unrestricted Grant	500
Polish Nobility Assoc Foundation 529 Dunkirk Rd Baltimore, MD 21212		Public Charity	Unrestricted Grant	2,000
Richmond Library101 E Franklin Street Richmond, VA 23219		Public Charity	Unrestricted Grant	1,000
Total 				1,279,802
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>				
Rosenstiel School of Marine & Atmospheric Sciences PO Box 248106 Coral Gables, FL 331242912		Public Charity	Unrestricted Grant	10,000
Rosenthal Center for Addiction Studies 118 E 28th St Suite 708 New York, NY 10016		Public Charity	Unrestricted Grant	500
Saint Joseph Basilica53 Whitcomb St Webster, MA 01570		Public Charity	Unrestricted Grant	2,000
Total ▶ 3a				1,279,802

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>				
Seton Hall University 400 South Orange Avenue Bayley Hall South Orange, NJ 07079		Public Charity	Unrestricted Grant	1,000
Shipley School814 Yarrow St Bryn Mawr, PA 19010		Public Charity	Unrestricted Grant	1,000
The Directors Company 311 W 43rd St Ste 409 New York, NY 10036		Public Charity	Unrestricted Grant	25,000
Total 				1,279,802
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>				
The Marian Center15701 Nw 37TH Ave Miami Gardens, FL 33054		Public Charity	Unrestricted Grant	1,000
Thomas Jefferson FoundationPO Box 217 Charlottesville, VA 22902		Public Charity	Unrestricted Grant	1,500
Thomas More College of Liberal Arts 6 Manchester St Merrimack, NH 03054		Public Charity	Unrestricted Grant	10,000
Total ▶ 3a				1,279,802

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>				
US Friends of Hoedspruit Endangered Species Centre 480 Park Ave New York, NY 10022		Public Charity	Unrestricted Grant	1,000
University of MiamiPO Box 248106 Coral Gables, FL 331242912		Public Charity	Unrestricted Grant	10,000
Urban Stages - Playwrights Preview Productions Ltd 555 8th Ave RM 1800 New York, NY 10018		Public Charity	Unrestricted Grant	500
Total ► 3a				1,279,802

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>				
Virginia Chamber Music Foundation 105 W High St Charlottesville, VA 22902		Public Charity	Unrestricted Grant	500
Virginia Chapter of Chopin Foundation 1440 79th St Causeway Ste 117 Miami, FL 33141		Public Charity	Unrestricted Grant	5,000
Virginia Consort1224 Courtyard Dr Charlottesville, VA 22903		Public Charity	Unrestricted Grant	500
Total ▶ 3a				1,279,802

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>				
Vizcaya Museum & Garden 3251 S Miami Ave Miami, FL 33129		Public Charity	Unrestricted Grant	2,000
Whitney Museum99 Gansevoort St New York, NY 10014		Public Charity	Unrestricted Grant	42,302
WPBT2 Public MediaPO Box 610002 Miami, FL 33181		Public Charity	Unrestricted Grant	1,000
Total ▶ 3a				1,279,802

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>				
Young America Foundation National Headquarters 11480 Commmerc Reston, VA 20191		Public Charity	Unrestricted Grant	3,000
Total 				1,279,802
3a				

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

TY 2017 Gain/Loss from Sale of Other Assets Schedule

Name: The Rosenstiel Foundation

EIN: 06-6034536

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Hawthorn Short-Term Capital Gains and Losses		Purchased			1,759,333	1,734,582			24,751	
Hawthorn Long-Term Capital Gains and Losses		Purchased			1,792,619	1,760,711			31,908	
Hawthorn Long-Term Capital Gain Distributions		Purchased			58,942				58,942	
The Carlyle Group LP		Purchased			120				120	

TY 2017 Investments Corporate Bonds Schedule

Name: The Rosenstiel Foundation

EIN: 06-6034536

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Hawthorn - Corporate Bonds	721,857	721,717

TY 2017 Investments Corporate Stock Schedule**Name:** The Rosenstiel Foundation**EIN:** 06-6034536

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Hawthorn - Stocks	2,146,823	3,386,552

TY 2017 Investments Government Obligations Schedule**Name:** The Rosenstiel Foundation**EIN:** 06-6034536**US Government Securities - End
of Year Book Value:**

767,240

**US Government Securities - End
of Year Fair Market Value:**

749,335

**State & Local Government
Securities - End of Year Book
Value:**

123,426

**State & Local Government
Securities - End of Year Fair
Market Value:**

130,534

TY 2017 Investments - Other Schedule

Name: The Rosenstiel Foundation

EIN: 06-6034536

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Hawthorn - Mutual Funds - Fixed Income		1,293,887	1,287,827
Hawthorn - ETF - Equity		2,050,892	2,767,682
Hawthorn - Mutual Funds - Equity		3,916,099	4,759,257
Hawthorn - Other Equity		1,110,106	1,426,208
Hawthorn - Mutual Funds - Alternative Investments		750,000	762,506
TIFF Multi-Asset Fund		1,687,850	1,916,204
Hawthorn - Other Fixed Income Assets		350,000	364,245

TY 2017 Legal Fees Schedule**Name:** The Rosenstiel Foundation**EIN:** 06-6034536

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Dilworth Paxson LLP Legal	17,486			17,486

TY 2017 Other Expenses Schedule**Name:** The Rosenstiel Foundation**EIN:** 06-6034536**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Asset Value Fee	23,127	23,127		
Investment Management Fees	74,776	74,776		
Processing Fee	2,737	2,737		
CT Corp-Statutory Representation	380			380
Philadelphia Insurance Company	1,618			1,618
Bookkeeper Expenses	286			286

TY 2017 Other Income Schedule**Name:** The Rosenstiel Foundation**EIN:** 06-6034536**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Ordinary Business Loss from Hess Midstream Partners LP	-50		
Ordinary Business Loss from Alliance Midstream Partners, LP	-137		
Royalties from Alliance Resource Partners, LP	8		
Other Income from Alliance Resource Partners, LP	6		

TY 2017 Other Increases Schedule**Name:** The Rosenstiel Foundation**EIN:** 06-6034536

Description	Amount
Checks in Transit (uncleared as of Dec. 31. 2017)	139,961
Nondividend Distributions	6,131
VARIANCE	290,908

TY 2017 Other Professional Fees Schedule**Name:** The Rosenstiel Foundation**EIN:** 06-6034536

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Exec and Prof Associates Professional	8,314			8,314

TY 2017 Taxes Schedule**Name:** The Rosenstiel Foundation**EIN:** 06-6034536

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Income Taxes	6,541	6,541		