

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 ROSENFELD FOUNDATION C/O CLEARLY GOTTLIEB STEEN & HAMILTON		A Employer identification number 13-3640005
Number and street (or P O box number if mail is not delivered to street address) 1 LIBERTY PLAZA	Room/suite	B Telephone number (see instructions) (212) 225-2620
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10006		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 1,890,573	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	29	29		
4 Dividends and interest from securities	5,205	5,205		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	106,741			
b Gross sales price for all assets on line 6a	252,951			
7 Capital gain net income (from Part IV, line 2)		106,741		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	70,089	68,390		
12 Total. Add lines 1 through 11	182,064	180,365		
13 Compensation of officers, directors, trustees, etc	0	0		0
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	2,700	0		2,700
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	1,395	1,395		0
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	250	125		125
24 Total operating and administrative expenses. Add lines 13 through 23	4,345	1,520		2,825
25 Contributions, gifts, grants paid	173,600			173,600
26 Total expenses and disbursements. Add lines 24 and 25	177,945	1,520		176,425
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	4,119			
b Net investment income (if negative, enter -0-)		178,845		
c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	89,117	170,852	170,852
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	243,684	97,474	169,230
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,309,810	1,550,491	1,550,491
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,642,611	1,818,817	1,890,573	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,642,611	1,818,817	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29 Retained earnings, accumulated income, endowment, or other funds	0	0		
30 Total net assets or fund balances (see instructions)	1,642,611	1,818,817		
31 Total liabilities and net assets/fund balances (see instructions) .	1,642,611	1,818,817		

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	1,642,611
2 Enter amount from Part I, line 27a	2	4,119
3 Other increases not included in line 2 (itemize) ▶ _____	3	172,087
4 Add lines 1, 2, and 3	4	1,818,817
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	1,818,817

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 APPLE INC - 1500 SHS	P	2016-01-07	2017-10-31
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 252,951		146,210	106,741
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			106,741
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	106,741
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	169,125	1,775,221	0.095270
2015	240,775	1,926,299	0.124994
2014	280,345	1,930,877	0.145191
2013	285,276	1,694,828	0.168322
2012	128,811	1,065,606	0.120881

2 Total of line 1, column (d)	2	0.654658
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	0.130932
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	1,836,300
5 Multiply line 4 by line 3	5	240,430
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,788
7 Add lines 5 and 6	7	242,218
8 Enter qualifying distributions from Part XII, line 4	8	176,425

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)

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', and 'Tax based on investment income'. Total amount owed is 24.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Includes 'Yes' and 'No' columns.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, donor advised funds, public inspection requirements, and books in care.

Located at CLEARY GOTTLLIEB ET AL 1 LIBERTY PLAZA NEW YORK NY ZIP+4 10006

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

Table with 3 columns: Question, Yes, No. Row 16 regarding interest in foreign countries.

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.

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?			5b
	Organizations relying on a current notice regarding disaster assistance check here.			<input type="checkbox"/>
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>			6b
				No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			7b

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ERIC R ROSENFELD C/O CLEARY GOTTLIEB STEEN HAMILTON ONE LIBERTY PLAZA NEW YORK, NY 10006	TRUSTEE 2 00	0	0	0
FRAN W ROSENFELD C/O CLEARY GOTTLIEB STEEN HAMILTON ONE LIBERTY PLAZA NEW YORK, NY 10006	TRUSTEE 2 00	0	0	0
JAMIE ROSENFELD C/O CLEARY GOTTLIEB STEEN HAMILTON ONE LIBERTY PLAZA NEW YORK, NY 10006	TRUSTEE 1 00	0	0	0
ALISON ROSENFELD C/O CLEARY GOTTLIEB STEEN HAMILTON ONE LIBERTY PLAZA NEW YORK, NY 10006	TRUSTEE 1 00	0	0	0

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, 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 NONE	0
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	0
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	341,420
b	Average of monthly cash balances.	1b	92,693
c	Fair market value of all other assets (see instructions).	1c	1,430,151
d	Total (add lines 1a, b, and c).	1d	1,864,264
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	1,864,264
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	27,964
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,836,300
6	Minimum investment return. Enter 5% of line 5.	6	91,815

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	91,815
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	3,577
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,577
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	88,238
4	Recoveries of amounts treated as qualifying distributions.	4	100
5	Add lines 3 and 4.	5	88,338
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	88,338

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	176,425
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	176,425
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	176,425

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				88,338
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.	78,026			
b From 2013.	206,144			
c From 2014.	205,630			
d From 2015.	145,268			
e From 2016.	80,702			
f Total of lines 3a through e.	715,770			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>176,425</u>				
a Applied to 2016, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				88,338
e Remaining amount distributed out of corpus	88,087			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	803,857			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
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).		0		
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	78,026			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	725,831			
10 Analysis of line 9				
a Excess from 2013.	206,144			
b Excess from 2014.	205,630			
c Excess from 2015.	145,268			
d Excess from 2016.	80,702			
e Excess from 2017.	88,087			

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)

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

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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))
See Additional Data Table

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

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

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

Recipient	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	173,600
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Form 990PF Part XV Line 1a - 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).

ERIC R ROSENFELD

FRAN W ROSENFELD

JAMIE ROSENFELD

ALISON ROSENFELD

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>				
ALOHA FOUNDATION 2968 LAKE MOREY RD FAIRLEE, VT 05045	NONE	PUBLIC	GENERAL UNRESTRICTED	4,000
AMERICANS FOR PEACE AND TOLERANCE 15 MAIN ST SUITE 118 WATERTOWN, MA 02472	NONE	PUBLIC	GENERAL UNRESTRICTED	2,000
ANTI-DEFAMATION LEAGUE 6605 3RD AVE NEW YORK, NY 10158	NONE	PUBLIC	GENERAL UNRESTRICTED	2,500
AT HOME ON THE SOUND 545 TOMPKINS AVE MAMARONECK, NY 10543	NONE	PUBLIC	GENERAL UNRESTRICTED	300
ARS NOVA THEATRE 511 W 54TH STREET NEW YORK, NY 10019	NONE	PUBLIC	GENERAL UNRESTRICTED	2,500
Total ► 3a				173,600

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>				
BALLET TECH890 BROADWAY NEW YORK, NY 10003	NONE	PUBLIC	GENERAL UNRESTRICTED	800
BARNARD COLLEGE3009 BROADWAY NEW YORK, NY 10027	NONE	PUBLIC	GENERAL UNRESTRICTED	40,000
CENTER FOR REPRODUCTIVE RIGHTS 199 WATER ST NEW YORK, NY 10038	NONE	PUBLIC	GENERAL UNRESTRICTED	5,000
CHILDREN'S DEFENSE FUND 15 MAIDEN LN 1200 NEW YORK, NY 10038	NONE	PUBLIC	GENERAL UNRESTRICTED	5,500
FACING HISTORY AND OURSELVES 16 HURD ROAD BROOKLINE, MA 02445	NONE	PUBLIC	GENERAL UNRESTRICTED	1,000
Total 3a				173,600

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>				
ISLAND READERS AND WRITERS 990 CROOKED ROAD TOWN HILL VILLAGE BAR HARBOR, ME 04609	NONE	PUBLIC	GENERAL UNRESTRICTED	350
ISRAEL & CO 250 GREENWICH STREET 7 WORLD TRADE CENTER NEW YORK, NY 10007	NONE	PUBLIC	GENERAL UNRESTRICTED	7,500
ISRAEL ON CAMPUS COALITION 734 15TH STREET NW STE 600 WASHINGTON, DC 20001	NONE	PUBLIC	GENERAL UNRESTRICTED	3,500
JEWISH COMMUNITY RELATIONS COUNCIL 225 W 34TH ST 1607 NEW YORK, NY 10122	NONE	PUBLIC	GENERAL UNRESTRICTED	3,000
JEWISH LIFE HOMECARE 120 W 106TH STREET NEW YORK, NY 10025	NONE	PUBLIC	GENERAL UNRESTRICTED	1,000
Total ▶				173,600
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>				
JOINT DISTRIBUTION COMMITTEE 711 3RD AVE NEW YORK, NY 10017	NONE	PUBLIC	GENERAL UNRESTRICTED	2,000
LARCHMONT TEMPLE 75 LARCHMONT AVE LARCHMONT, NY 10538	NONE	PUBLIC	GENERAL UNRESTRICTED	2,500
LAWYERS FOR CHILDREN 110 LAFAYETTE STREET NEW YORK, NY 10013	NONE	PUBLIC	GENERAL UNRESTRICTED	500
LET'S GET READY 50 BROADWAY 25TH FLOOR NEW YORK, NY 10004	NONE	PUBLIC	GENERAL UNRESTRICTED	1,000
MIT600 MEMORIAL DRIVE 3RD FLOOR CAMBRIDGE, MA 02139	NONE	PUBLIC	GENERAL UNRESTRICTED	30,000
Total ▶ 3a				173,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NEW YORK CITY CENTER 130 WEST 56TH STREET NEW YORK, NY 10019	NONE	PUBLIC	GENERAL UNRESTRICTED	3,500
NEW YORK PUBLIC RADIOPO BOX 1550 NEW YORK, NY 10116	NONE	PUBLIC	GENERAL UNRESTRICTED	500
NEW YORKERS AGAINST GUN VIOLENCE 3 WEST 29TH STREET STE 1007 NEW YORK, NY 10001	NONE	PUBLIC	GENERAL UNRESTRICTED	5,000
NOTES IN MOTION77 BLEECKER ST 318 NEW YORK, NY 10012	NONE	PUBLIC	GENERAL UNRESTRICTED	350
PENN FUND3451 WALNUT STREET PHILADELPHIA, PA 19104	NONE	PUBLIC	GENERAL UNRESTRICTED	2,000
Total 3a			▶	173,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PLANNED PARENTHOOD FEDERATION 123 WILLIAM STREET NEW YORK, NY 10038	NONE	PUBLIC	GENERAL UNRESTRICTED	3,000
PLANNED PARENTHOOD SOUTHERN NEW ENGLAND 345 WHITNEY AVENUE NEW HAVEN, CT 06511	NONE	PUBLIC	GENERAL UNRESTRICTED	1,000
PLANNED PARENTHOOD HUDSON 4 SKYLINE DRIVE HAWTHORNE, NY 10532	NONE	PUBLIC	GENERAL UNRESTRICTED	1,000
RAMAPOPO BOX 266 RHINEBECK, NY 12572	NONE	PUBLIC	GENERAL UNRESTRICTED	300
SUMMER CAMP8 CHURCH STREET BRIDGTON, ME 04009	NONE	PUBLIC	GENERAL UNRESTRICTED	500
Total ▶ 3a				173,600

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>				
UJA130 EAST 59TH STREET NEW YORK, NY 10022	NONE	PUBLIC	GENERAL UNRESTRICTED	10,000
U OF CHICAGO5801 S ELLIS AVE CHICAGO, IL 60637	NONE	PUBLIC	GENERAL UNRESTRICTED	5,000
WESTCHESTER CHILDREN'S ASSOCIATION 175 MAIN ST STE 702 WHITE PLAINS, NY 10601	NONE	PUBLIC	GENERAL UNRESTRICTED	1,000
WHITNEY MUSEUM 945 MADISON AVENUE NEW YORK, NY 10021	NONE	PUBLIC	GENERAL UNRESTRICTED	17,500
WJCS845 NORTH BROADWAY WHITE PLAINS, NY 10603	NONE	PUBLIC	GENERAL UNRESTRICTED	3,000
Total ▶ 3a				173,600

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>				
YEMIN ORDRE 4340 EAST-WEST HWY 202 BETHESDA, MD 20814	NONE	PUBLIC	GENERAL UNRESTRICTED	5,000
Total				173,600
3a				

TY 2017 Accounting Fees Schedule**Name:** THE ROSENFELD FOUNDATION

C/O CLEARY GOTTLIEB STEEN & HAMILTON

EIN: 13-3640005**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,700	0		2,700

TY 2017 Investments Corporate Stock Schedule**Name:** THE ROSENFELD FOUNDATION

C/O CLEARY GOTTLIEB STEEN & HAMILTON

EIN: 13-3640005

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APPLE INC	97,474	169,230

TY 2017 Investments - Other Schedule

Name: THE ROSENFELD FOUNDATION
C/O CLEARY GOTTLIEB STEEN & HAMILTON
EIN: 13-3640005

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ELM PARTNERS PORTFOLIO LLC	FMV	1,550,491	1,550,491

TY 2017 Other Expenses Schedule**Name:** THE ROSENFELD FOUNDATION

C/O CLEARY GOTTLIEB STEEN & HAMILTON

EIN: 13-3640005**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NYS FILING FEE	250	125		125

TY 2017 Other Income Schedule

Name: THE ROSENFELD FOUNDATION
C/O CLEARY GOTTLIEB STEEN & HAMILTON
EIN: 13-3640005

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ELM PARTNERS PORTFOLIO LLC	68,390	68,390	68,390
ELM PARTNERS PORTFOLIO LLC-TAX EXEMPT INCOME	1,302	0	1,302
ELM PARTNERS PORTFOLION LLC-NONTAXABLE DISTRIBUTIONS	297	0	297
RECOVERY OF AMOUNT TREATED AS QUALIFIED DISTRIBUTION	100	0	100

TY 2017 Other Increases Schedule**Name:** THE ROSENFELD FOUNDATION

C/O CLEARY GOTTLIEB STEEN & HAMILTON

EIN: 13-3640005

Description	Amount
UNREALIZED FROM ELM PARTNERS PORTFOLIO LLC	172,087

TY 2017 Taxes Schedule**Name:** THE ROSENFELD FOUNDATION

C/O CLEARY GOTTLIEB STEEN & HAMILTON

EIN: 13-3640005

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	1,395	1,395		0