









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

Name of foundation LILY AUCHINCLOSS FOUNDATION INC		A Employer identification number 13-3935995	
Number and street (or P O box number if mail is not delivered to street address) 16 EAST 79TH STREET NO 31		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10021		B Telephone number (see instructions) (212) 708-9216	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here 2 Foreign organizations meeting the 85% test, check here and attach computation	
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	
I Fair market value of all assets at end of year (from Part II, col (c), line 16)▶\$ 61,192,409		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
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 )			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ <input checked="" type="checkbox"/> If the foundation is <b>not</b> required to attach Sch B . . . . .				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities . . .	977,650	977,650		
	5a Gross rents . . . . .				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,704,795			
	b Gross sales price for all assets on line 6a				
		14,696,222			
	7 Capital gain net income (from Part IV, line 2) . . .		2,704,795		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
Operating and Administrative Expenses	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) . . . . .	1,393	0		
	12 Total. Add lines 1 through 11 . . . . .	3,683,838	3,682,445		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages . . . . .	109,737	0		109,737
	15 Pension plans, employee benefits . . . . .	74,582	0		74,582
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .	38,700	0		38,700
	c Other professional fees (attach schedule) . . . . .	379,866	284,900		94,966
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions) . . .	114,185	25,273		48,912
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .	51,226	0		51,226
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	19,117	0		19,117
	24 Total operating and administrative expenses. Add lines 13 through 23 . . . . .	787,413	310,173		437,240
	25 Contributions, gifts, grants paid . . . . .	2,705,000			2,705,000
	26 Total expenses and disbursements. Add lines 24 and 25	3,492,413	310,173		3,142,240
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	191,425			
	b Net investment income (if negative, enter -0-)		3,372,272		
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	<b>1</b> Cash—non-interest-bearing . . . . .	1,833,383	1,236,984	1,236,984
	<b>2</b> Savings and temporary cash investments . . . . .			
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .			
	<b>10a</b> Investments—U S and state government obligations (attach schedule)	5,736,405 	5,629,009	5,578,169
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	32,026,295 	33,220,898	49,400,049
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .	2,793,457 	2,334,013	2,360,640
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b> Investments—mortgage loans . . . . .			
	<b>13</b> Investments—other (attach schedule) . . . . .	2,371,260 	2,371,260	2,608,987
	<b>14</b> Land, buildings, and equipment basis ▶ _____ 3,280 Less accumulated depreciation (attach schedule) ▶ _____	3,280	3,280	3,280
<b>15</b> Other assets (describe ▶ _____)	 4,300 	4,300 	4,300	
<b>16</b> <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	44,768,380	44,799,744	61,192,409	
Liabilities	<b>17</b> Accounts payable and accrued expenses . . . . .			
	<b>18</b> Grants payable . . . . .			
	<b>19</b> Deferred revenue . . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)			
	<b>23</b> <b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0	
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted . . . . .			
	<b>25</b> Temporarily restricted . . . . .			
	<b>26</b> Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b> Capital stock, trust principal, or current funds . . . . .	44,768,380	44,799,744	
	<b>28</b> Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	<b>29</b> Retained earnings, accumulated income, endowment, or other funds	0	0	
<b>30</b> <b>Total net assets or fund balances</b> (see instructions) . . . . .	44,768,380	44,799,744		
<b>31</b> <b>Total liabilities and net assets/fund balances</b> (see instructions) .	44,768,380	44,799,744		

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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) . . . . .	<b>1</b>	44,768,380
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	191,425
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	0
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	44,959,805
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____ 	<b>5</b>	160,061
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	<b>6</b>	44,799,744

**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 )
<b>1 a</b> NB *33000 - AVAILABLE UPON REQUEST	P		
<b>b</b> NB *33000 - AVAILABLE UPON REQUEST	P		
<b>c</b> NB *02809 - AVAILABLE UPON REQUEST	P		
<b>d</b> NB *02808 - AVAILABLE UPON REQUEST	P		
<b>e</b> NB *02808 - AVAILABLE UPON REQUEST	P		

(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)
<b>a</b> 1,158,934		874,106	284,828
<b>b</b> 8,508,499		6,096,776	2,411,723
<b>c</b> 9,000		10,112	-1,112
<b>d</b> 1,936,248		1,951,242	-14,994
<b>e</b> 3,083,541		3,059,191	24,350

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>a</b>			284,828
<b>b</b>			2,411,723
<b>c</b>			-1,112
<b>d</b>			-14,994
<b>e</b>			24,350

<b>2</b> 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 }	<b>2</b>	2,704,795
<b>3</b> 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		<b>3</b>	

**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	2,958,473	53,917,714	0 054870
2015	2,811,915	55,423,519	0 050735
2014	2,282,938	55,024,175	0 041490
2013	2,821,481	48,687,081	0 057951
2012	2,628,450	45,029,349	0 058372

<b>2</b> Total of line 1, column (d)	<b>2</b>	0 263418
<b>3</b> 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	<b>3</b>	0 052684
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	<b>4</b>	58,029,840
<b>5</b> Multiply line 4 by line 3	<b>5</b>	3,057,244
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	33,723
<b>7</b> Add lines 5 and 6	<b>7</b>	3,090,967
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	3,142,240

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)**

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	33,723
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	33,723
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	33,723
<b>6</b>	Credits/Payments		
<b>a</b>	2017 estimated tax payments and 2016 overpayment credited to 2017	<b>6a</b>	91,106
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	0
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	121,106
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	0
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	87,383
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2018 estimated tax</b> <input type="checkbox"/> 87,383 <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .	<b>1a</b>	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . . <i>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</i>	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities</i>	<b>2</b>	No
<b>3</b> 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? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T</i>	<b>5</b>	No
<b>6</b> 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? . . . . .	<b>6</b>	Yes
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i> . . . . .	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY		
<b>b</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? <i>If "No," attach explanation</i> .	<b>8b</b>	Yes
<b>9</b> 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)? <i>If "Yes," complete Part XIV</i> . . . . .	<b>9</b>	No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .	<b>10</b>	No

**Part VII-A Statements Regarding Activities** (continued)

<b>11</b>	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).	<b>11</b>		<b>No</b>
<b>12</b>	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)	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>LILYAUCH ORG</b>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of <b>ANDERSEN TAX LLC</b> Telephone no <b>(646) 213-5100</b>			

Located at **1177 AVENUE OF THE AMERICAS NEW YORK NY**ZIP+4 **10036**

<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . <b>15</b>			
<b>16</b>	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 <b>▶</b>	<b>16</b>	<b>Yes</b>	<b>No</b>

**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.**

<b>1a</b>	During the year did the foundation (either directly or indirectly)		<b>Yes</b>	<b>No</b>
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	<b>1b</b>		
<b>c</b>	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? <input type="checkbox"/>	<b>1c</b>		<b>No</b>
<b>2</b>	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))			
<b>a</b>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>▶ 20____, 20____, 20____, 20____</b>			
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/>	<b>2b</b>		
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>▶ 20____, 20____, 20____, 20____</b>			
<b>3a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</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). <input type="checkbox"/>	<b>3b</b>		
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</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?	<b>4b</b>		<b>No</b>

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

<b>5a</b>	During the year did the foundation pay or incur any amount to			
	<b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	<b>(2)</b> 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		
	<b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	<b>(4)</b> 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		
	<b>(5)</b> 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>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	<input type="checkbox"/>	<b>5b</b>	
<b>c</b>	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>			
<b>6a</b>	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>b</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>		<b>6b</b>	<b>No</b>
<b>7a</b>	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>b</b>	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		<b>7b</b>	

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
See Additional Data Table				

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
NEUBERGER BERMAN 605 THIRD AVENUE NEW YORK, NY 10158	INVESTMENT SERVICE FEES	0

Total number of others receiving over \$50,000 for professional services. . . . . ▶

0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 . . . . . ▶

0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	1,187,196
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	49,598,109
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	8,128,238
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	58,913,543
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	58,913,543
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	883,703
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	58,029,840
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	2,901,492

**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.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	2,901,492
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5.	<b>2a</b>	33,723
<b>b</b>	Income tax for 2017 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	33,723
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	2,867,769
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	2,867,769
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	2,867,769

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	3,142,240
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	3,142,240
<b>5</b>	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).	<b>5</b>	33,723
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	3,108,517

**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
<b>1</b> Distributable amount for 2017 from Part XI, line 7				2,867,769
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only. . . . .			0	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2017				
<b>a</b> From 2012. . . . .	426,589			
<b>b</b> From 2013. . . . .	470,747			
<b>c</b> From 2014. . . . .				
<b>d</b> From 2015. . . . .	90,317			
<b>e</b> From 2016. . . . .	297,479			
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	1,285,132			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 3,142,240				
<b>a</b> Applied to 2016, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2017 distributable amount. . . . .				2,867,769
<b>e</b> Remaining amount distributed out of corpus	274,471			
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,559,603			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018 . . . . .				0
<b>7</b> 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			
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions). . . . .	426,589			
<b>9</b> <b>Excess distributions carryover to 2018.</b> Subtract lines 7 and 8 from line 6a . . . . .	1,133,014			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2013. . . . .	470,747			
<b>b</b> Excess from 2014. . . . .				
<b>c</b> Excess from 2015. . . . .	90,317			
<b>d</b> Excess from 2016. . . . .	297,479			
<b>e</b> Excess from 2017. . . . .	274,471			

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

**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.)

**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) )

**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

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.

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b>			<b>▶ 3a</b>	2,705,000
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>			<b>▶ 3b</b>	0

Enter gross amounts unless otherwise indicated

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
Enter gross amounts unless otherwise indicated				
<b>1</b> Program service revenue				
a _____				
b _____				
c _____				
d _____				
e _____				
f _____				
g Fees and contracts from government agencies				
<b>2</b> Membership dues and assessments. . . .				
<b>3</b> Interest on savings and temporary cash investments . . . . .				
<b>4</b> Dividends and interest from securities. . . .				
		14	977,650	
<b>5</b> Net rental income or (loss) from real estate				
a Debt-financed property. . . . .				
b Not debt-financed property. . . . .				
<b>6</b> Net rental income or (loss) from personal property				
<b>7</b> Other investment income. . . . .				
		01	1,393	
<b>8</b> Gain or (loss) from sales of assets other than inventory . . . . .				
		18	2,704,795	
<b>9</b> Net income or (loss) from special events				
<b>10</b> Gross profit or (loss) from sales of inventory				
<b>11</b> Other revenue a _____				
b _____				
c _____				
d _____				
e _____				
<b>12</b> Subtotal. Add columns (b), (d), and (e). .				
	0		3,683,838	0
<b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . .				
		13		3,683,838

**Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**[illegible]

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

<b>1</b> 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?		<b>Yes</b>	<b>No</b>
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of			
<b>(1)</b> Cash. . . . .	<b>1a(1)</b>		<b>No</b>
<b>(2)</b> Other assets. . . . .	<b>1a(2)</b>		<b>No</b>
<b>b</b> Other transactions			
<b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .	<b>1b(1)</b>		<b>No</b>
<b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .	<b>1b(2)</b>		<b>No</b>
<b>(3)</b> Rental of facilities, equipment, or other assets. . . . .	<b>1b(3)</b>		<b>No</b>
<b>(4)</b> Reimbursement arrangements. . . . .	<b>1b(4)</b>		<b>No</b>
<b>(5)</b> Loans or loan guarantees. . . . .	<b>1b(5)</b>		<b>No</b>
<b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .	<b>1b(6)</b>		<b>No</b>
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .	<b>1c</b>		<b>No</b>

**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

<b>Sign Here</b>	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 *****	May the IRS discuss this return with the preparer shown below (see instr )? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee	Date	Title

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	MICHAEL J VANDELOO				P01458923
	Firm's name <b>▶</b> ANDERSEN TAX LLC				
	Firm's address <b>▶</b> 1177 AVENUE OF THE AMERICAS 18TH FL NEW YORK, NY 10036				Phone no (646) 213-5100

**Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation**

(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
ALEXANDRA A HERZAN C/O L AUCHINCLOSS FDN INC 16 E 79 ST 31 NEW YORK, NY 10021	DIRECTOR, PRES & TREASURER 0 00	0	0	0
PAUL K HERZAN C/O L AUCHINCLOSS FDN INC 16 E 79 ST 31 NEW YORK, NY 10021				
LEE AUCHINCLOSS LINK C/O L AUCHINCLOSS FDN INC 16 E 79 ST 31 NEW YORK, NY 10021	DIRECTOR 0 00	0	0	0
JANET LEVOFF C/O L AUCHINCLOSS FDN INC 16 E 79 ST 31 NEW YORK, NY 10021				
JAMES GARA C/O L AUCHINCLOSS FDN INC 16 E 79 ST 31 NEW YORK, NY 10021	DIRECTOR 0 00	0	0	0

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)				
<b>a</b> <i>Paid during the year</i>				
AIR GALLERY155 PLYMOUTH ST BROOKLYN, NY 11201	NONE	PC	GENERAL PURPOSE	10,000
URBAN JUSTICE CENTER 40 RECTOR STREET 9TH FLOOR NEW YORK, NY 10006	NONE	PC	GENERAL PURPOSE	25,000
BRANDWORKERSPO BOX 1257 LONG ISLAND CITY, NY 11101	NONE	PC	GENERAL PURPOSE	5,000
<b>Total . . . . .</b> ▶ <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
APOLLO THEATER FOUNDATION 253 WEST 125 STREET NEW YORK, NY 10591	NONE	PC	GENERAL PURPOSE	15,000
ST ANNS WAREHOUSE INC 55 WASHINGTON STREET BROOKLYN, NY 11201	NONE	PC	GENERAL PURPOSE	25,000
ARCHITECTURAL LEAGUE OF NEW YORK 594 BROADWAY SUITE 607 NEW YORK, NY 10012	NONE	PC	GENERAL PURPOSE	20,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
ASCNYC ALLIANCE FOR POSITIVE CHANGE 64 W 35TH STREET 3RD FLOOR NEW YORK, NY 10001	NONE	PC	GENERAL PURPOSE	5,000
MARY MITCHELL FAMILY AND YOUTH CENTER 725 FOX STREET APT 1B BRONX, NY 10455	NONE	PC	GENERAL PURPOSE	5,000
NETWORK 202025 WEST 39TH STREET NEW YORK, NY 10018	NONE	PC	GENERAL PURPOSE	5,000
<b>Total . . . . .</b> ► <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
NY BOTANICAL GARDEN 2900 SOUTHERN BOULEVARD BRONX, NY 10458	NONE	PC	GENERAL PURPOSE	5,000
BEHIND THE BOOK INC 216 WEST 135TH STREET NEW YORK, NY 10030	NONE	PC	GENERAL PURPOSE	10,000
BRIDGE FUND OF NEW YORK INC 271 MADISON AVENUE SUITE 907 NEW YORK, NY 10016	NONE	PC	GENERAL PURPOSE	20,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000


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)				
<b>a</b> <i>Paid during the year</i>				
ALI FORNEY CENTER 224 W 35TH STREET BRONX, NY 10001	NONE	PC	GENERAL PURPOSE	25,000
BROADWAY MALL ASSOCIATION 2095 BROADWAY SUITE 403 NEW YORK, NY 10023	NONE	PC	GENERAL PURPOSE	15,000
BROOKLYN ARTS COUNCIL (BAC) 20 JAY STREET SUITE 616 BROOKLYN, NY 11201	NONE	PC	GENERAL PURPOSE	10,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
CHILDRENS MUSEUM OF THE ARTS 103 CHARLTON STREET NEW YORK, NY 10014	NONE	PC	GENERAL PURPOSE	10,000
BROOKLYN HISTORICAL SOCIETY 128 PIERREPONT STREET BROOKLYN, NY 11201	NONE	PC	GENERAL PURPOSE	25,000
CITY LIMITS394 BROADWAY NEW YORK, NY 10013	NONE	PC	GENERAL PURPOSE	10,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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				
BROOKLYN WORKFORCE INNOVATIONS 621 DEGRAW STREET BROOKLYN, NY 11217	NONE	PC	GENERAL PURPOSE	15,000
CYPRESS HILL LOCAL DEVELOPMENT CORP 625 JAMAICA AVE BROOKLYN, NY 11208	NONE	PC	GENERAL PURPOSE	10,000
CAAAV ORGANIZING ASIAN COMMUNITIES 55 HESTER STREET NEW YORK, NY 10002	NONE	PC	GENERAL PURPOSE	30,000
Total . . . . . ▶ 3a				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
DYCKMAN FARMHOUSE MUSEUM ALLIANCE 4881 BROADWAY NEW YORK, NY 10034	NONE	PC	GENERAL PURPOSE	7,500
EDIBLE SCHOOLYARD NYC 20 JAY STREET SUITE M9 BROOKLYN, NY 11201	NONE	PC	GENERAL PURPOSE	15,000
EXALT YOUTH 175 REMSEN STREET SUITE 1000 BROOKLYN, NY 11201	NONE	PC	GENERAL PURPOSE	15,000
<b>Total . . . . .</b> ► <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
HARLEM SCHOOL OF THE ARTS 645 SAINT NICHOLAS AVE NEW YORK, NY 10030	NONE	PC	GENERAL PURPOSE	15,000
HER JUSTICE INC 100 BROADWAY 10TH FLOOR NEW YORK, NY 10005	NONE	PC	GENERAL PURPOSE	15,000
CITIZENS COMMITTEE FOR NEW YORK CITY 77 WATER STREET SUITE 202 NEW YORK, NY 10005	NONE	PC	GENERAL PURPOSE	15,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
LENOX HILL NEIGHBORHOOD HOUSE 331 E 70TH STREET NEW YORK, NY 10021	NONE	PC	GENERAL PURPOSE	20,000
CITIZENS COMMITTEE FOR CHILDREN OF NEW YORK INC 14 WALL STREET NEW YORK, NY 10005	NONE	PC	GENERAL PURPOSE	35,000
LGBT COMMUNITY CENTER 208 W 13TH STREET NEW YORK, NY 10011	NONE	PC	GENERAL PURPOSE	20,000
<b>Total . . . . .</b>  <b>3a</b>				2,705,000

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)				
<b>a</b> Paid during the year				
CITY GROWERS63 FLUSHING AVE BROOKLYN, NY 11205	NONE	PC	GENERAL PURPOSE	5,000
MEDICARE RIGHTS CENTER 266 W 37TH STREET NEW YORK, NY 10018	NONE	PC	GENERAL PURPOSE	10,000
MHANY MANAGEMENT ONE METRO TECH CENTER NORTH 11TH FLOOR BROOKLYN, NY 11201	NONE	PC	GENERAL PURPOSE	15,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
CITYSCIENCE68 JAY STREET SUITE 403 BROOKLYN, NY 11201	NONE	PC	GENERAL PURPOSE	10,000
COMMUNITY FOOD ADVOCATES 110 WALL STREET NEW YORK, NY 10005	NONE	PC	GENERAL PURPOSE	20,000
COMMUNITY-WORD PROJECT 11 BROADWAY SUITE 508 NEW YORK, NY 10004	NONE	PC	GENERAL PURPOSE	10,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
PHILHARMONIC - SYMPHONY SOCIETY OF NEW YORK INC 10 LINCOLN CENTER PLAZA NEW YORK, NY 10023	NONE	PC	GENERAL PURPOSE	25,000
POLONG ISLAND CITYE ATHLETIC LEAGURE INC 34 EAST 12TH STREET NEW YORK, NY 10003	NONE	PC	GENERAL PURPOSE	20,000
CHECKPEDS INC348 W 38TH STREET NEW YORK, NY 10018	NONE	PC	GENERAL PURPOSE	10,000
<b>Total . . . . .</b> ► <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
EXPLORING THE METROPOLIS INC 205 LEXINGTON AVE NEW YORK, NY 10016	NONE	PC	GENERAL PURPOSE	5,000
EDUCATION THROUGH MUSIC INC 122 EAST 42ND STREET NEW YORK, NY 10168	NONE	PC	GENERAL PURPOSE	15,000
EDUCATIONAL VIDEO CENTER 16 CLARKSON STREET 401 NEW YORK, NY 10014	NONE	PC	GENERAL PURPOSE	15,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> Paid during the year				
QUEENS MUSEUM OF ARTNYC BUILDING QUEENS, NY 11368	NONE	PC	GENERAL PURPOSE	30,000
EMPIRE DRAGON BOAT TEAM 1429 FIRST AVENUE NEW YORK, NY 10065	NONE	PC	GENERAL PURPOSE	20,000
ETHICAL CULTURE FIELDSTON SCHOOL 33 CENTRAL PARK WEST NEW YORK, NY 10023	NONE	PC	GENERAL PURPOSE	5,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
ELIZABETH CADY STANTON AND SUSAN B ANTHONY STATUE FUND INC PO BOX 150 BROOKLYN, NY 11215	NONE	PC	GENERAL PURPOSE	15,000
FLUSHING COUNCIL ON CULTURE AND THE ARTS 137-35 NORTHERN BOULEVARD FLUSHING, NY 11354	NONE	PC	GENERAL PURPOSE	20,000
FORTUNE SOCIETY 29-76 NORTHERN BOULEVARD LONG ISLAND CITY, NY 11101	NONE	PC	GENERAL PURPOSE	20,000
<b>Total . . . . .</b> ▶ <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
FOUNDATION CENTER 32 OLD SLIP 24TH FLOOR NEW YORK, NY 10005	NONE	PC	GENERAL PURPOSE	6,000
FOUNTAIN HOUSE 425 WEST 47TH STREET NEW YORK, NY 10036	NONE	PC	GENERAL PURPOSE	40,000
FRACTURED ATLASAMERICAN ABSTRACT ARTISTS 219 EAST 2ND STREET APT 2D NEW YORK, NY 10009	NONE	PC	GENERAL PURPOSE	5,000
<b>Total . . . . .</b> ► <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
WASHINGTON SQUARE PARK CONSERVANCY PO BOX 1624 NEW YORK, NY 10027	NONE	PC	GENERAL PURPOSE	5,000
FRIENDS OF VAN CORTLANDT PARK 80 VAN CORTLANDT PARK SOUTH STE E1 BRONX, NY 10463	NONE	PC	GENERAL PURPOSE	10,000
FUND FOR THE CITY OF NEW YORKCENTER FOR COURT INNOVATION 520 8TH AVENUE 18TH FLOOR NEW YORK, NY 10018	NONE	PC	GENERAL PURPOSE	15,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
ART START 526 W 26 TH STREET SUITE 501 NEW YORK, NY 10001	NONE	PC	GENERAL PURPOSE	15,000
GINA GIBNEY DANCE INC 280 BROADWAY NEW YORK, NY 10007	NONE	PC	GENERAL PURPOSE	5,000
BOWERY RESIDENTS COMMITTEE INC 131 W 25TH STREET 12TH FLOOR NEW YORK, NY 10001	NONE	PC	GENERAL PURPOSE	20,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
GREEN CITY FORCE 630 FLUSHING AVENUE BROOKLYN, NY 11206	NONE	PC	GENERAL PURPOSE	15,000
HARLEM CHAMBER PLAYERS INC 191 CLAREMONT AVENUE 25 NEW YORK, NY 10027	NONE	PC	GENERAL PURPOSE	5,000
HARLEM STAGE (AARON DAVIS HALL) 150 CONVENT AVENUE NEW YORK, NY 10031	NONE	PC	GENERAL PURPOSE	15,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> Paid during the year				
BRONX RIVER ALLIANCE INC ONE BRONX RIVER PARKWAY BRONX, NY 10462	NONE	PC	GENERAL PURPOSE	20,000
BRONX WORKS60 E TERMONT AVE BRONX, NY 10453	NONE	PC	GENERAL PURPOSE	10,000
BROOKLYN BRIDGE CONSERVANCY INC 334 FURMAN STREET BROOKLYN, NY 11201	NONE	PC	GENERAL PURPOSE	10,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
HUDSON GUILD441 WEST 26TH STREET NEW YORK, NY 10001	NONE	PC	GENERAL PURPOSE	15,000
HUDSON RIVER COMMUNITY SAILING 207 12TH AVE NEW YORK, NY 10001	NONE	PC	GENERAL PURPOSE	10,000
INDO-AMERICAN ARTS COUNCIL 517EAST 87TH ST 1B NEW YORK, NY 10128	NONE	PC	GENERAL PURPOSE	2,500
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000


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)				
<b>a</b> Paid during the year				
CASES 151 LAWRENCE STREET 3RD FLOOR BROOKLYN, NY 11222	NONE	PC	GENERAL PURPOSE	25,000
CENTER FOR BOOKS ARTS 28W 27TH STREET 3RD FLOOR NEW YORK, NY 10001	NONE	PC	GENERAL PURPOSE	10,000
LAMP110 W 34TH STREET NEW YORK, NY 10001	NONE	PC	GENERAL PURPOSE	25,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
CENTER FOR FAMILY REPRESENTATION INC 40 WORTH STREET SUITE 605 NEW YORK, NY 10013	NONE	PC	GENERAL PURPOSE	15,000
DIEU DONNE63 FLUSHING AVE BROOKLYN, NY 11205	NONE	PC	GENERAL PURPOSE	10,000
LEGAL INFORMATION FOR FAMILIES TODAY (LIFT) 32 COURT STREET SUITE 1208 BROOKLYN, NY 11201	NONE	PC	GENERAL PURPOSE	20,000
<b>Total . . . . .</b> ► <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
EAST SIDE HOUSE333 ALEXANDER AVE BRONX, NY 10454	NONE	PC	GENERAL PURPOSE	10,000
LOWER EAST SIDE PRINTSHOP INC 306 W 37TH STREET 6TH FL NEW YORK, NY 10018	NONE	PC	GENERAL PURPOSE	20,000
MARK MORRIS DANCE GROUP 3 LAFAYETTE AVE BROOKLYN, NY 11217	NONE	PC	GENERAL PURPOSE	5,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
FORT GREENE PARK CONVERVANCY 85 SOUTH OXFORD STREET BROOKLYN, NY 11217	NONE	PC	GENERAL PURPOSE	10,000
FRIENDS OF HUDSON RIVER PARK 305 7TH AVE 12TH FLOOR NEW YORK, NY 10001	NONE	PC	GENERAL PURPOSE	15,000
MISS HALLS SCHOOL492 HOLMES ROAD PITTSFIELD, MA 01201	NONE	PC	GENERAL PURPOSE	10,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
HOLY APOSTLES SOUP KITCHEN 296 9TH AVE NEW YORK, NY 10001	NONE	PC	GENERAL PURPOSE	15,000
MULTICULTURAL MUSIC GROUP INC 601 WALTON AVENUE BRONX, NY 10451	NONE	PC	GENERAL PURPOSE	10,000
MUSEUM OF MODERN ART (MOMA) 11 WEST 53 STREET NEW YORK, NY 10019	NONE	PC	GENERAL PURPOSE	260,600
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
HORTICULTURAL SOCIETY OF NEW YORK 148 W 37TH STREET 13TH FLOOR NEW YORK, NY 10018	NONE	PC	GENERAL PURPOSE	15,000
NATIONAL JAZZ MUSEUM IN HARLEM 58 WEST 129TH STREET NEW YORK, NY 10027	NONE	PC	GENERAL PURPOSE	10,000
NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH STREET NEW YORK, NY 10011	NONE	PC	GENERAL PURPOSE	25,000
<b>Total . . . . .</b> 				2,705,000
<b>3a</b>				

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)				
<b>a</b> <i>Paid during the year</i>				
LAWYERS FOR CHILDREN 110 LAFAYETTE STREET 8TH FLOOR NEW YORK, NY 10013	NONE	PC	GENERAL PURPOSE	5,000
NEW HEIGHTS YOUTH 2472 BROADWAY PMB 112 NEW YORK, NY 10025	NONE	PC	GENERAL PURPOSE	15,000
NEW YORK CITY AUDUBON SOCIETY INC 71 WEST 23RD STREET NEW YORK, NY 10010	NONE	PC	GENERAL PURPOSE	13,500
<b>Total . . . . .</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
NEW YORK CITY TABLE TENNIS ACADEMY 94-31 60TH AVE 4D ELMHURST, NY 11373	NONE	PC	GENERAL PURPOSE	20,000
NEW YORK CITY URBAN DEBATE LEAGUE 25 BROADWAY 12TH FLOOR NEW YORK, NY 10004	NONE	PC	GENERAL PURPOSE	40,000
NEW YORK CLASSICAL THEATRE 64 FULTON STREET SUITE 1108 NEW YORK, NY 10038	NONE	PC	GENERAL PURPOSE	10,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
NEW SETTLEMENT APT CRENUATED COMPANY LTD 1512 TOWNSEND AVE BRONX, NY 10452	NONE	PC	GENERAL PURPOSE	20,000
NY LEGAL ASSISTANCE GROUP 7 HANOVER SQ 18TH FLOOR NEW YORK, NY 10004	NONE	PC	GENERAL PURPOSE	15,000
QUEENS COUNCIL ON THE ARTS 37-11 35TH AVE ASTORIA, NY 11101	NONE	PC	GENERAL PURPOSE	10,000
<b>Total . . . . .</b> ▶ <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
SOCRATES SCULPTURE PARK PO BOX 6259 LONG ISLAND CITY, NY 11106	NONE	PC	GENERAL PURPOSE	15,000
NEW YORK ROAD RUNNERS INC 106 W 116TH STREET NEW YORK, NY 10026	NONE	PC	GENERAL PURPOSE	15,000
NEW YORK SOCIETY FOR THE PREVENTION OF CRUELTY TO CHILDREN 161 WILLIAM ST APT 9 NEW YORK, NY 10038	NONE	PC	GENERAL PURPOSE	40,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> Paid during the year				
NEW YORK WOMENS FOUNDATION 215 PARK AVENUE SOUTH NEW YORK, NY 10003	NONE	PC	GENERAL PURPOSE	15,000
SUNNYSIDE COMMUNITY SERVICES 13-31 39TH STREET SUNNYSIDE, NY 11104	NONE	PC	GENERAL PURPOSE	20,000
HISPANIC FEDERATION 55 EXCHANGE PLACE 5TH FLOOR NEW YORK, NY 10005	NONE	PC	GENERAL PURPOSE	25,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
NYC H2O49 W 45TH ST NEW YORK, NY 10009	NONE	PC	GENERAL PURPOSE	20,000
TIGER STRIKES ASTEROID 20 SAINT JOHNES PLACE APT 2 BROOKLYN, NY 11217	NONE	PC	GENERAL PURPOSE	2,000
ONE STORY232 3RD STREET APT A108 BROOKLYN, NY 11215	NONE	PC	GENERAL PURPOSE	5,000
<b>Total . . . . .</b> ▶ <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
OPENING ACTPO BOX 20178 NEW YORK, NY 10001	NONE	PC	GENERAL PURPOSE	20,000
GUARDINAS OF THE FLUSHING BAY 1921 WALLACE STREET APT 1R PHILADELPHIA, PA 19130	NONE	PC	GENERAL PURPOSE	15,000
OSBORNE ASSOCIATION 809 WESTCHESTER AVENUE BRONX, NY 10455	NONE	PC	GENERAL PURPOSE	15,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> Paid during the year				
MANHATTAN GRAPHICS CENTER 250 W 40TH STREET 5TH FLOOR NEW YORK, NY 10018	NONE	PC	GENERAL PURPOSE	5,000
PLAYWRIGHTS REALM INC 520 8TH AVENUE NEW YORK, NY 10018	NONE	PC	GENERAL PURPOSE	30,000
ADVOCATES FOR CHILDREN OF NY INC 151 W 30TH ST 5TH FLOOR NEW YORK, NY 10001	NONE	PC	GENERAL PURPOSE	15,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
PRINTED MATTER INC231 11TH AVENUE NEW YORK, NY 10001	NONE	PC	GENERAL PURPOSE	10,000
PROJECT HOSPITALITY 100 PARK AVENUE STATEN ISLAND, NY 10302	NONE	PC	GENERAL PURPOSE	30,000
BRIC647 FULTON STREET BROOKLYN, NY 11217	NONE	PC	GENERAL PURPOSE	15,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
CENTER FOR URBAN PEDAGOGY INC 232 3RD STREET D201 BROOKLYN, NY 11215	NONE	PC	GENERAL PURPOSE	20,000
PUBLONG ISLAND CITY ART FUND INC 1 EAST 53RD STREET NEW YORK, NY 10022	NONE	PC	GENERAL PURPOSE	30,000
CITY LORE INC56 E 1ST STREET NEW YORK, NY 10003	NONE	PC	GENERAL PURPOSE	20,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
GODDARD RIVERSIDE COMMUNITY CENTER 593 COLUMBUS AVE NEW YORK, NY 10024	NONE	PC	GENERAL PURPOSE	15,000
QUEENS THEATRE IN THE PARK 14 UNITED NATIONS AVENUE SOUTH QUEENS, NY 11368	NONE	PC	GENERAL PURPOSE	15,000
THEATRE OF THE OPPRESSED NYC 758 EIGHT AVE SUITE 300 NEW YORK, NY 10036	NONE	PC	GENERAL PURPOSE	15,000
<b>Total . . . . .</b> ► <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
ETHEL'S FOUNDATION FOR THE ARTS 132 E 43RD STREET NEW YORK, NY 10017	NONE	PC	GENERAL PURPOSE	5,000
MOUNT SINAI HEALTH SYSTEM ONE GUSTAVE L LEVY PLACE NEW YORK, NY 10029	NONE	PC	GENERAL PURPOSE	5,000
PUERTO RICAN FAMILY INSTITUTE 145 W 15TH STREET NEW YORK, NY 10924	NONE	PC	GENERAL PURPOSE	3,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
RIVERKEEPER20 SECOR RD OSSINING, NY 10562	NONE	PC	GENERAL PURPOSE	100,000
ROOM TO GROW7 WEST 30TH STREET NEW YORK, NY 10001	NONE	PC	GENERAL PURPOSE	20,000
SANCTUARY FOR FAMILIESPO BOX 1406 NEW YORK, NY 10268	NONE	PC	GENERAL PURPOSE	25,000
<b>Total . . . . .</b> <div>▶</div> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
SEARCH AND CARE 1844 SECOND AVENUE NEW YORK, NY 10128	NONE	PC	GENERAL PURPOSE	15,000
SKOWHEGAN SCHOOL OF PAINTING & SCULPTURE 136 W 22ND STREET NEW YORK, NY 10011	NONE	PC	GENERAL PURPOSE	10,000
SMITHSONIANS COOPER-HEWITT NATIONAL DESIGN MUSEUM 2 EAST 91ST STREET NEW YORK, NY 10128	NONE	PC	GENERAL PURPOSE	5,000
<b>Total . . . . .</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
ST JOHNS BREAD AND LIFE 795 LEXINGTON AVENUE BROOKLYN, NY 11221	NONE	PC	GENERAL PURPOSE	20,000
STATEN ISLAND MUSEUM (STATEN ISLAND INSTITUTE OF ARTS & SCIENCES) 75 STUYVESANT PLACE STATEN ISLAND, NY 10301	NONE	PC	GENERAL PURPOSE	20,000
HOT BREAD KITCHEN1590 PARK AVE NEW YORK, NY 10029	NONE	PC	GENERAL PURPOSE	20,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> Paid during the year				
HUDSON WATER TRAIL ASSOCIATION 251 CLEMONT AVE BROOKLYN, NY 11205	NONE	PC	GENERAL PURPOSE	5,000
INTERNATIONAL PRINT CENTER NY 508 W 26TH STREET 5TH FLOOR NEW YORK, NY 10001	NONE	PC	GENERAL PURPOSE	15,000
MAKE MUSIC NY 33 FLATBUSH AVE 5TH FLOOR BROOKLYN, NY 11217	NONE	PC	GENERAL PURPOSE	10,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
MUSEUM OF CHINESE IN AMERICA 215 CENTER STREET NEW YORK, NY 10013	NONE	PC	GENERAL PURPOSE	20,000
NYC CENTER130 W 56TH STREET NEW YORK, NY 10019	NONE	PC	GENERAL PURPOSE	10,000
NY IMMIGRATION COALITION 131 W 33RD STREETT SUITE 610 NEW YORK, NY 10001	NONE	PC	GENERAL PURPOSE	25,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
STUDIO IN A SCHOOL 75 WEST END AVENUE NEW YORK, NY 10023	NONE	PC	GENERAL PURPOSE	27,500
SUGAR HILL CHILDRENS MUSEUM OF ART & STORYTELLING 898 ST NICHOLAS AVENUE NEW YORK, NY 10032	NONE	PC	GENERAL PURPOSE	30,000
PABLOVE FOUNDATION INC 6607 WEST SUNSET BOULEVARD LOS ANGELES, CA 90028	NONE	PC	GENERAL PURPOSE	1,900
<b>Total . . . . .</b> ► <b>3a</b>				2,705,000


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)				
<b>a</b> <i>Paid during the year</i>				
TRANSPORTATION ALTERNATIVES 111 JOHN STREET NEW YORK, NY 10038	NONE	PC	GENERAL PURPOSE	50,000
PAWS NY240 KENT AVE 3RD FLOOR BROOKLYN, NY 11249	NONE	PC	GENERAL PURPOSE	10,000
SOCIETY OF THE THIRD STREET MMUSIC SCHOOL SETTLEMENT 235 E 11TH STREET NEW YORK, NY 10003	NONE	PC	GENERAL PURPOSE	20,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
UNION SETTLEMENT ASSOCIATION 237 EAST 104TH STREET NEW YORK, NY 10029	NONE	PC	GENERAL PURPOSE	15,000
UNITED COMMUNITY CENTERS 613 NEW LOTS AVENUE BROOKLYN, NY 11207	NONE	PC	GENERAL PURPOSE	15,000
URBANGLASS647 FULTON STREET BROOKLYN, NY 11217	NONE	PC	GENERAL PURPOSE	10,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
VERA INSTITUTE OF JUSTICE 540 ATLANTIC AVENUE 4TH FLOOR BROOKLYN, NY 11217	NONE	PC	GENERAL PURPOSE	15,000
WAVE HILL675 WEST 252 STREET BRONX, NY 10471	NONE	PC	GENERAL PURPOSE	20,000
WEST SIDE CAMPAIGN AGAINST HUNGER 263 WEST 86TH STREET NEW YORK, NY 10024	NONE	PC	GENERAL PURPOSE	20,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
WEST SIDE COMMUNITY GARDEN 525 WEST END AVENUE 6H NEW YORK, NY 10024	NONE	PC	GENERAL PURPOSE	3,000
WILD BIRD FUND INC 565 COLUMBUS AVENUE NEW YORK, NY 10024	NONE	PC	GENERAL PURPOSE	15,000
WYCKOFF HOUSE & ASSOCIATION INC 5816 CLARENDON ROAD BROOKLYN, NY 11203	NONE	PC	GENERAL PURPOSE	7,500
<b>Total . . . . . ▶</b> <b>3a</b>				2,705,000

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)				
<b>a</b> <i>Paid during the year</i>				
COALITION FOR QUEENS 47-10 AUSTELL PL LONG ISLAND CITY, NY 11101	NONE	PC	GENERAL PURPOSE	75,000
<b>Total</b> . . . . . 				2,705,000
<b>3a</b>				

**TY 2017 Accounting Fees Schedule****Name:** LILY AUCHINCLOSS FOUNDATION INC**EIN:** 13-3935995**Accounting Fees Schedule**

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING FEE	38,700	0		38,700

# TY 2017 Investments Corporate Bonds Schedule

**Name:** LILY AUCHINCLOSS FOUNDATION INC

**EIN:** 13-3935995

## Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
NEUBERGER BERMAN *02808	2,334,013	2,360,640

**TY 2017 Investments Corporate Stock Schedule****Name:** LILY AUCHINCLOSS FOUNDATION INC**EIN:** 13-3935995

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
NEUBERGER BERMAN *33000	28,256,553	42,790,255
INT'L FLAVORS & FRAGRANCES	404,783	1,678,710
NEUBERGER BERMAN *02809	4,559,562	4,931,084

**TY 2017 Investments Government Obligations Schedule****Name:** LILY AUCHINCLOSS FOUNDATION INC**EIN:** 13-3935995**US Government Securities - End  
of Year Book Value:**

5,629,009

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

5,578,169

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

0

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

0

**TY 2017 Investments - Other Schedule****Name:** LILY AUCHINCLOSS FOUNDATION INC**EIN:** 13-3935995**Investments Other Schedule 2**

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
NEUBERGER BERMAN *33000	AT COST	2,260,288	2,472,666
CERIFICATES OF DEPOSIT	AT COST	110,972	136,321

## TY 2017 Other Assets Schedule

**Name:** LILY AUCHINCLOSS FOUNDATION INC

**EIN:** 13-3935995

### Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
RENTAL SECURITY	4,300	4,300	4,300

**TY 2017 Other Decreases Schedule**

**Name:** LILY AUCHINCLOSS FOUNDATION INC  
**EIN:** 13-3935995

Description	Amount
TIMING DIFFERENCES / PRIOR PERIOD ADJUSTMENT	160,061

**TY 2017 Other Expenses Schedule****Name:** LILY AUCHINCLOSS FOUNDATION INC**EIN:** 13-3935995**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MESSENGER AND POSTAGE	266	0		266
COMPUTER SERVICES	1,677	0		1,677
TELEPHONE	96	0		96
MEMBERSHIP & SUBSCRIPTION	5,486	0		5,486
INSURANCE	1,722	0		1,722
BANK CHARGES	3	0		3
OFFICE SUPPLIES / EQUIPMENT	2,721	0		2,721
UTILITIES	3,408	0		3,408
EDUCATION	887	0		887
ADVERTISING	194	0		194

Other Expenses Schedule				
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS	2,657	0		2,657

**TY 2017 Other Income Schedule****Name:** LILY AUCHINCLOSS FOUNDATION INC**EIN:** 13-3935995**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
NEUBERGER BERMAN *02808 - INSURANCE PAYMENT REFUND	1,393	0	1,393

**TY 2017 Other Professional Fees Schedule****Name:** LILY AUCHINCLOSS FOUNDATION INC**EIN:** 13-3935995

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
INVESTMENT SERVICES FEES NB *33000	345,879	259,410		86,469
INVESTMENT SERVICES FEES NB *02809	8,057	6,042		2,015
INVESTMENT SERVICES FEES NB *02808	25,930	19,448		6,482
PROFESSIONAL FEES	0	0		0

**TY 2017 Taxes Schedule****Name:** LILY AUCHINCLOSS FOUNDATION INC**EIN:** 13-3935995

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
FOREIGN TAXES PAID - NB 33000	25,273	25,273		0
PAYROLL TAXES	48,912	0		48,912
2017 2ND QUARTER TAX ESTIMATED PAYMENT	10,000	0		0
2017 3RD QUARTER TAX ESTIMATED PAYMENT	15,000	0		0
2016 FEDERAL EXTENSION PAYMENT	15,000	0		0