

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

Name of foundation THE STAINMAN FAMILY FOUNDATION INC		A Employer identification number 13-3980213	
Number and street (or P.O. box number if mail is not delivered to street address) C/O ARTHUR J STAINMAN 320 E 72 ST		B Telephone number (see instructions) (212) 697-1000	
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10021		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ 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) \$ 23,086,498	J Accounting method ☒ Cash ☐ Accrual ☐ 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 ☐	

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)	975,695			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	304,395	304,395		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	41,053			
	b Gross sales price for all assets on line 6a 5,657,191				
	7 Capital gain net income (from Part IV, line 2)		1,100,584		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-1,746	-1,746		
	12 Total. Add lines 1 through 11	1,319,397	1,403,233		
	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)	20,173	18,156		2,017
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	32,798	12,798		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	754	3		750
	24 Total operating and administrative expenses. Add lines 13 through 23	53,725	30,957		2,767
	25 Contributions, gifts, grants paid	1,998,125			1,998,125
	26 Total expenses and disbursements. Add lines 24 and 25	2,051,850	30,957		2,000,892
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-732,453			
	b Net investment income (if negative, enter -0-)		1,372,276		
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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	1,200,409		
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ 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)	14,012,786	13,843,688	20,604,647
	c	Investments—corporate bonds (attach schedule)	1,115,739	1,441,796	1,575,109
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	548,215	343,603	414,320
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	2,863	492,422	492,422	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	16,880,012	16,121,509	23,086,498	
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 ▶ _____)	0	20,264	
	23	Total liabilities (add lines 17 through 22)	0	20,264	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	16,880,012	16,101,245	
	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)	16,880,012	16,101,245		
31	Total liabilities and net assets/fund balances (see instructions) .	16,880,012	16,121,509		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	16,880,012
2	Enter amount from Part I, line 27a	2	-732,453
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	16,147,559
5	Decreases not included in line 2 (itemize) ▶ _____	5	46,314
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	16,101,245

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 PUBLICLY TRADED SECURITIES	P		
b PUBLICLY TRADED SECURITIES	D		
c NET SEC 1231 GAIN FROM CIL & D LLC K-1	P		
d CAPITAL LOSS FROM CIL & D LLC K-1	P		
e CAPITAL GAINS DIVIDENDS	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)
a 4,299,578		4,379,189	-79,611
b 1,332,376		176,696	1,155,680
c 706			706
d		722	-722
e 24,531			24,531

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			-79,611
b			1,155,680
c			706
d			-722
e			24,531

2 Capital gain net income or (net capital loss)	2	1,100,584
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	1,721,296	19,528,899	0 088141
2015	1,051,382	20,342,892	0 051683
2014	1,322,077	21,606,282	0 061189
2013	1,370,970	20,575,734	0 066630
2012	855,308	15,949,021	0 053628

2 Total of line 1, column (d)	2	0 321271
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 064254
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	23,396,216
5 Multiply line 4 by line 3	5	1,503,300
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	13,723
7 Add lines 5 and 6	7	1,517,023
8 Enter qualifying distributions from Part XII, line 4	8	2,000,892

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	13,723
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	13,723
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	13,723
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	22,134
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	47,134
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	33,411
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ▶ 33,411 Refunded ▶	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
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>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ 0 (2) On foundation managers ▶ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0		
2 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>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY		
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> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	Yes	
14	The books are in care of ▶ ARTHUR J STAINMAN Telephone no ▶ (212) 697-1000			

Located at **▶** 320 EAST 72ND STREET NEW YORK NY ZIP+4 **▶** 10021

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? ☐	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). ☐	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017). ☐	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		No

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
ARTHUR J STAINMAN 320 EAST 72ND STREET NEW YORK, NY 10021	PRESIDENT 0 00	0	0	0
LOIS STAINMAN 320 EAST 72ND STREET NEW YORK, NY 10021	V PRESIDENT 0 00	0	0	0
EVAN STAINMAN 162 FERN COURT COLCHESTER, VT 05446	SECRETARY 0 00	0	0	0

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

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

Total number of other employees paid over \$50,000. **0****3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services. **0****Part IX-A Summary of Direct Charitable Activities**

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

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

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

Total. Add lines 1 through 3. **0**

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	22,388,509
b	Average of monthly cash balances.	1b	1,363,995
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	23,752,504
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	23,752,504
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	356,288
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	23,396,216
6	Minimum investment return. Enter 5% of line 5.	6	1,169,811

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	1,169,811
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	13,723
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	13,723
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,156,088
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,156,088
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	1,156,088

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	2,000,892
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	2,000,892
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	13,723
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,987,169

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				1,156,088
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.	103,077			
b From 2013.	393,895			
c From 2014.	266,069			
d From 2015.	70,650			
e From 2016.	817,043			
f Total of lines 3a through e.	1,650,734			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>2,000,892</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.				1,156,088
e Remaining amount distributed out of corpus	844,804			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,495,538			
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).	103,077			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	2,392,461			
10 Analysis of line 9				
a Excess from 2013.	393,895			
b Excess from 2014.	266,069			
c Excess from 2015.	70,650			
d Excess from 2016.	817,043			
e Excess from 2017.	844,804			

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	1,998,125
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	*****	2018-11-12	*****
	Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	NILES L CITRIN		2018-11-12		P01404903
	Firm's name ▶ CITRIN COOPERMAN & COMPANY LLP				Firm's EIN ▶ 22-2428965
	Firm's address ▶ 529 FIFTH AVENUE NEW YORK, NY 100174683				Phone no (212) 697-1000

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).

ARTHUR J STAINMAN
LOIS STAINMAN

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>				
ABINGDON THEATRE COMPANY 312 W 36TH NEW YORK, NY 10018	N/A	501C3	GENERAL	20,000
ACLU - AMERICAN CIVIL LIBERTIES UNION FOUNDATION 125 BROAD STREET 18TH FLOOR NEW YORK, NY 10004	N/A	501C3	GENERAL	25,000
ALBANY MEDICAL CENTER 43 NEW SCOTLAND AVE ALBANY, NY 12208	N/A	501C3	GENERAL	3,000
Total ▶ 3a				1,998,125

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				
ALLIANCE FOR POSITIVE CHANGE 64 WEST 35TH STREET 3RD FLOOR NEW YORK, NY 10001	N/A	501C3	GENERAL	1,000
AMERICAN JEWISH WORLD SERVICES 45 WEST 36TH STREET NEW YORK, NY 10018	N/A	501C3	GENERAL	20,000
AMERICAN SOCIETY FOR RBG KEW 1000 N WEST STREET SUITE 1200 WILMINGTON, DE 19801	N/A	501C3	GENERAL	2,500
Total ▶ 3a				1,998,125

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>				
AMNESTY INTERNATIONAL 5 PENN PLAZA NEW YORK, NY 10001	N/A	501C3	GENERAL	30,000
BED-STUY CAMPAIGN AGAINST HUNGER 2010 FULTON STREET BROOKLYN, NY 11233	N/A	501C3	GENERAL	150,000
BOYS AND GIRLS CLUB OF BURLINGTON INC 62 OAK STREET BURLINGTON, VT 05401	N/A	501C3	GENERAL	7,000
Total ▶ 3a				1,998,125

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>				
BRONX CHILDREN'S MUSEUM PO BOX 1381 BRONX, NY 10451	N/A	501C3	GENERAL	25,000
BRONXWORKS INC 60 EAST TREMONT AVENUE BRONX, NY 10453	N/A	501C3	GENERAL	9,500
CANCER RESEARCH INSTITUTE 55 BROADWAY SUITE 1802 NEW YORK, NY 10006	N/A	501C3	GENERAL	20,000
Total ▶ 3a				1,998,125

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>				
CARE151 ELLIS STREET NE ATLANTA, GA 30303	N/A	501C3	GENERAL	8,500
CENTER FOR JEWISH LIFEMARLBORO MARLBORO, NJ 07746	N/A	501C3	GENERAL	1,000
CENTER FOR REPRODUCTIVE RIGHTS 120 WALL STREET NEW YORK, NY 10005	N/A	501C3	GENERAL	5,000
Total ▶ 3a				1,998,125

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>				
CHITTENDEN FOOD SHELF 228 NORTH WINOOSKI AVE BURLINGTON, VT 05401	N/A	501C3	GENERAL	1,000
COALITION FOR THE HOMELESS 129 FULTON STREET NEW YORK, NY 10038	N/A	501C3	GENERAL	5,000
COLCHESTER COMMUNITY FOOD SHELF INC PO BOX 33 NORTH HERO, VT 05474	N/A	501C3	GENERAL	1,000
Total ▶ 3a				1,998,125

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>				
COMMITTEE ON TEMPORARY SHELTER PO BOX 1616 BURLINGTON, VT 05401	N/A	501C3	GENERAL	7,500
COMMUNITY FOOD ADVOCATES 15 MAIDEN LN STE 1200 NEW YORK, NY 10038	N/A	501C3	GENERAL	5,000
CRAFT EMERGENCY RELIEF FUND INC PO BOX 838 MONTPELIER, VT 05601	N/A	501C3	GENERAL	5,000
Total ▶ 3a				1,998,125

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				
D O E FUND232 EAST 84TH STREET NEW YORK, NY 10028	N/A	501C3	GENERAL	4,000
DOCTORS WITHOUT BORDERS 333 7TH AVE NEW YORK, NY 10001	N/A	501C3	GENERAL	85,000
DRUGS FOR NEGLECTED DISEASES INITIATIVE 40 WALL STREET 24TH FLOOR NEW YORK, NY 10005	N/A	501C3	GENERAL	30,000
Total ▶ 3a				1,998,125

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>				
EAST SIDE HOUSE SETTLEMENT 337 ALEXANDER AVE BRONX, NY 10454	N/A	501C3	GENERAL	5,000
EVELYN RUBENSTEIN JCC 5601 S BRAESWOOD HOUSTON, TX 77096	N/A	501C3	GENERAL	5,000
FEEDING FLORIDA 3760 FOWLER STREET FORT MYERS, FL 33901	N/A	501C3	GENERAL	15,000
Total ▶ 3a				1,998,125

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>				
FOOD BANK FOR NYC39 BROADWAY NEW YORK, NY 10006	N/A	501C3	GENERAL	685,000
FOOD BANK OF CORPUS CHRISTI 826 KRILL STREET CORPUS CHRISTI, TX 78408	N/A	501C3	GENERAL	10,000
FOOD BANK OF GOLDEN CRESCENT PO BOX 5085 VICTORIA, TX 77903	N/A	501C3	GENERAL	10,000
Total ▶ 3a				1,998,125

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>				
FOUNTAIN HOUSE 425 WEST 47TH STREET NEW YORK, NY 10036	N/A	501C3	GENERAL	7,500
FRACTURED ATLAS INC 248 W 35TH STREET 10TH FLOOR NEW YORK, NY 10001	N/A	501C3	GENERAL	8,000
GOOD NEWS GARAGE - LSS INC 331 NORTH WINOOSKI AVE BURLINGTON, VT 05401	N/A	501C3	GENERAL	750
Total ▶ 3a				1,998,125

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				
GREENPEACE702 H STREET NW WASHINGTON, DC 20001	N/A	501C3	GENERAL	7,500
GROW NYC - COUNCIL ON THE ENVIRONMENT INC 51 CHAMBERS STREET NEW YORK, NY 10007	N/A	501C3	GENERAL	5,000
HARRY CHAPIN FOOD BANK 3760 FOWLER STREET FORT MYERS, FL 33901	N/A	501C3	GENERAL	10,000
Total ▶ 3a				1,998,125

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				
HEBREW UNION COLLEGE 3101 CLIFTON AVENUE CINCINNATI, OH 45220	N/A	501C3	GENERAL	7,500
HENRY STREET SETTLEMENT 265 HENRY STREET NEW YORK, NY 10002	N/A	501C3	GENERAL	8,000
HOUSING WORKS INC 57 WILLOUGHBY STREET BROOKLYN, NY 11201	N/A	501C3	GENERAL	12,500
Total ▶ 3a				1,998,125

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>				
HOUSTON FOOD BANK 535 PORTWALL ST HOUSTON, TX 77029	N/A	501C3	GENERAL	10,000
INTERNATIONAL RESCUE COMMITTEE 122 EAST 42 STREET NEW YORK, NY 10168	N/A	501C3	GENERAL	45,000
IPASPO BOX 9990 CHAPEL HILL, NC 27515	N/A	501C3	GENERAL	3,500
Total 				1,998,125
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>				
KEW FOUNDATION AMERICA 180 N STETSON AVENUE SUITE 3500 CHICAGO, IL 60601	N/A	501C3	GENERAL	200
KING STREET CENTER87 KING STREET BURLINGTON, VT 05401	N/A	501C3	GENERAL	1,000
LINCOLN CENTER THEATER 150 W 65TH STREET NEW YORK, NY 10023	N/A	501C3	GENERAL	1,300
Total ▶ 3a				1,998,125

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>				
LITERACY NEW YORK AIRPORT COMMERCE PARK 303 CAYUGA RD SUITE 180 CHEEKTOWAGA, NY 14225	N/A	501C3	GENERAL	1,000
MAP INTERNATIONAL 4700 GLYNCO PARKWAY BRUNSWICK, GA 31525	N/A	501C3	GENERAL	2,500
MEALS ON WHEELS355 LEXINGTON AVE NEW YORK, NY 10017	N/A	501C3	GENERAL	8,500
Total ► 3a				1,998,125

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>				
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	N/A	501C3	GENERAL	20,000
MOTT HAVEN ACADEMY 170 BROWN PLACE BRONX, NY 10454	N/A	501C3	GENERAL	2,500
MUSEUM AT ELDRIDGE STREET 12 ELDRIDGE ST NEW YORK, NY 10002	N/A	501C3	GENERAL	10,000
Total ▶ 3a				1,998,125

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>				
NARAL FOUNDATION470 PARK AVE NEW YORK, NY 10016	N/A	501C3	GENERAL	100,000
NATIONAL ABORTION CARE NETWORK PO BOX 16323 MINNEAPOLIS, MN 55416	N/A	501C3	GENERAL	3,500
NEIGHBORHOOD COALITION FOR SHELTER 157 EAST 86TH STREET NEW YORK, NY 10028	N/A	501C3	GENERAL	5,000
Total ▶ 3a				1,998,125

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 COMMON PANTRY 8 EAST 109TH STREET NEW YORK, NY 10029	N/A	501C3	GENERAL	17,500
NURTURING MINDSPO BOX 600617 NEWTONVILLE, MA 02460	N/A	501C3	GENERAL	250
NY CARES214 WEST 29TH STREET NEW YORK, NY 10001	N/A	501C3	GENERAL	3,500
Total ▶ 3a				1,998,125

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				
OPEN SPACE INSTITUTE 1350 BROADWAY NEW YORK, NY 10018	N/A	501C3	GENERAL	25,000
OPPORTUNITY NETWORK 55 EXCHANGE PLACE 503 NEW YORK, NY 10005	N/A	501C3	GENERAL	5,000
PARTNERSHIP FOR THE HOMELESS 305 7TH AVE NEW YORK, NY 10001	N/A	501C3	GENERAL	7,500
Total ▶ 3a				1,998,125

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>				
PATHFINDER INTERNATIONAL 9 GALEN STREET SUITE 217 WATERTOWN, MA 02472	N/A	501C3	GENERAL	5,000
PEOPLE FOR THE AMERICAN WAY 2000 M STREET WASHINGTON, DC 20036	N/A	501C3	GENERAL	220,000
PER SCHOLAS INC 804 E 138TH STREET 2ND FL BRONX, NY 10454	N/A	501C3	GENERAL	12,500
Total ▶ 3a				1,998,125

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 OF AMERICA 434 WEST 33RD STREET NEW YORK, NY 10001	N/A	501C3	GENERAL	25,000
PLANNED PARENTHOOD NYC 26 BLEECKER STREET NEW YORK, NY 10012	N/A	501C3	GENERAL	16,000
PROJECT RENEWAL 200 VARICK STREET NO 9TH FL NEW YORK, NY 10014	N/A	501C3	GENERAL	1,000
Total ► 3a				1,998,125

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>				
RED HOOK INITIATIVE INC 767 HICKS STREET BROOKLYN, NY 11231	N/A	501C3	GENERAL	5,000
ROTHKO CHAPEL3900 YUPON ST HOUSTON, TX 77006	N/A	501C3	GENERAL	5,000
ROUNABOUT THEATRE COMPANY 231 WEST 39TH STREET NEW YORK, NY 10018	N/A	501C3	GENERAL	2,500
Total ▶ 3a				1,998,125

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>				
SALVADORAN AMERICAN HUMANITARIAN FOUNDATION INC 2050 CORAL WAY 600 MIAMI, FL 33145	N/A	501C3	GENERAL	1,500
SARA HOLBROOK COMMUNITY CENTER 66 NORTH AVENUE BURLINGTON, VT 05401	N/A	501C3	GENERAL	1,000
SHAMBHALA MEDITATION CENTER 118 W 22ND ST 6TH FLOOR NEW YORK, NY 10011	N/A	501C3	GENERAL	3,500
Total ▶ 3a				1,998,125

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				
SHELBURNE MUSEUM INCORPORATED 6000 SHELBURNE RD SHELBURNE, VT 05482	N/A	501C3	GENERAL	1,000
ST NICK'S ALLIANCE 2 KINGSLAND AVENUE 1ST FL BROOKLYN, NY 11211	N/A	501C3	GENERAL	5,000
STORM KING ART CENTER OLD PLEASANT HILL ROAD MOUNTAINVILLE, NY 12553	N/A	501C3	GENERAL	5,000
Total ▶ 3a				1,998,125

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE CHILDRENS AID SOCIETY 711 THIRD AVENUE STE 700 NEW YORK, NY 10017	N/A	501C3	GENERAL	2,500
THE PUBLIC THEATER 425 LAFAYETTE STREET NEW YORK, NY 10003	N/A	501C3	GENERAL	9,125
UNITED NEIGHBORHOOD HOUSES 70 WEST 36TH STREET 503 NEW YORK, NY 10018	N/A	501C3	GENERAL	85,000
Total ▶ 3a				1,998,125

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>				
VERMONT FOOD BANK33 PARKER ROAD BARRE, VT 05641	N/A	501C3	GENERAL	5,000
WHOLE WOMAN'S HEALTH ALLIANCE 8401 NORTH IH 35 STE 1A AUSTIN, TX 78753	N/A	501C3	GENERAL	5,000
WILDERNESS SOCIETY 1615 M STREET NW WASHINGTON, DC 20036	N/A	501C3	GENERAL	40,000
Total ▶ 3a				1,998,125

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>				
WINOOSKI FOOD SHELF 27 WEST ALLEN ST WINOOSKI, VT 05404	N/A	501C3	GENERAL	1,000
WNET825 EIGHT AVENUE 14TH FL NEW YORK, NY 10019	N/A	501C3	GENERAL	1,000
Total ▶ 3a				1,998,125

TY 2017 Accounting Fees Schedule**Name:** THE STAINMAN FAMILY FOUNDATION INC**EIN:** 13-3980213**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING AND BOOKKEEPING FEES	20,173	18,156		2,017

TY 2017 Investments Corporate Bonds Schedule**Name:** THE STAINMAN FAMILY FOUNDATION INC**EIN:** 13-3980213**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
2000 ALLEGIANT TRAVEL CO GTD FXD RT SR NT 5.5%	2,060	2,053
210000 CITIZENS BANK MEDIUM TERM NTS FIXED RATE NT 2.5% 03/14/19	210,401	210,498
323000 SHS ALLY INC. GTD FXD RT 3.250% 11-05-18	326,335	323,808
500000 CERIDIAN HCM HOLDING INC.	499,625	522,500
500000 SEACOR SMIT INC. FIXED RATE SR NT 7.375% 10/01/19	403,375	516,250

TY 2017 Investments Corporate Stock Schedule

Name: THE STAINMAN FAMILY FOUNDATION INC
EIN: 13-3980213

Name of Stock	End of Year Book Value	End of Year Fair Market Value
10000 SHS AGROFRESH SOLUTIONS INC. WARRANT EXP 07/31/20	18,076	4,100
10000 SHS BRIXMOR PPTY GROUP INC.	182,636	186,600
101700 SHS CHESAPEAKE ENERGY CORP	678,666	402,732
10991 SHS ACCESS NATIONAL CORP COM	72,700	305,989
12500 SHS PRESTIGE BRANDS	81,690	555,125
130000 SHS DUNDEE PRECIOUS METALS INC	199,400	311,303
14000 SHS AMERICAN INTL GROUP INC COM	410,351	834,120
145000 SHS AGROFRESH SOLUTIONS INC.	932,405	1,073,000
15000 SHS CITIGROUP INC COM NEW	735,913	1,116,150
168250 SHS TEEKAY OFFSHORE PARTNERS LP	424,482	397,070
1750 SHS LIBERTY MEDIA SERIES C COMMON	23,670	59,780
19282 SHS FRMO CORP COM NEW	37,509	233,312
195475 SHS DUNDEE BANCORP INC. CL-A SUB VTG	747,700	394,757
20000 SHS HUTTIG BULIDING PRODS INC. COM	124,400	133,000
20000 SHS ONEX CORP SUB VTG	877,213	1,471,743
20075 SHS APPROACH RES INC COM	53,840	59,422
2021 SHS LIBERTY BROADBAND CORP COM SER C	68,010	172,108
22500 SHS BROOKFIELD ASSET MNGMT INC	238,524	979,650
25000 SHS DREAM GLOBAL REAL ESTATE INVT TR	180,358	243,854
25000 SHS NEWELL BRANDS INC.	441,199	772,500
25500 SHS HORIZON GLOBAL CORP COM	156,210	357,510
28832 SHS TRISURA GROUP LTD.	464,457	592,842
30000 SHS PLATFORM SPECIALTY PRODS CORP	298,075	297,600
33200 SHS BRESLER & REINER INC. COM	4,557	1,660
35461 SHS NEW HOME CO INC.	422,212	444,326
40500 SHS LEUCADIA NATIONAL CORP	725,487	1,072,845
41100 SHS SAFEGUARD SCIENTIFIC INC COM NEW	449,760	460,320
45000 SHS BRT REALTY TRUST	288,815	530,550
45000 SHS TITAN INTERNATIONAL INC ILL COM	226,104	579,600
47500 SHS TRIMAS CORP COM NEW	287,464	1,270,625

Name of Stock	End of Year Book Value	End of Year Fair Market Value
47975 SHS CAPITAL SR LIVING CORP COM	678,734	647,183
49987 SHS CARROLS RESTAURANT GROUP INC COM	124,710	607,342
5550 SHS ASBURY AUTOMOTIVE GROUP INC.	366,621	355,200
56185 SHS AV HOMES INC COM	1,079,230	935,480
59464 SHS PACIFIC MERCANTILE BANCORP	329,128	520,310
60000 SHS HRG GROUP INC. COM	846,973	1,017,000
65000 SHS CBIZ INC COM	442,861	1,004,250
8750 SHS SOUTHERN NATL BANCORP VA INC COM	52,500	140,263
9126 SHS TRINITY PL HLDGS INC COM	71,048	63,426

TY 2017 Investments - Other Schedule

Name: THE STAINMAN FAMILY FOUNDATION INC

EIN: 13-3980213

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
82000 SHS DREAM HARD ASSET ALTERNATIVES TR	FMV	343,603	414,320

TY 2017 Other Assets Schedule**Name:** THE STAINMAN FAMILY FOUNDATION INC**EIN:** 13-3980213**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
CASH IN TRANSIT	2,863	0	0
DUE FROM BROKER	0	492,422	492,422

TY 2017 Other Decreases Schedule

Name: THE STAINMAN FAMILY FOUNDATION INC
EIN: 13-3980213

Description	Amount
BOOK BASIS ADJUSTMENT	46,314

TY 2017 Other Expenses Schedule**Name:** THE STAINMAN FAMILY FOUNDATION INC**EIN:** 13-3980213**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NYS FILING FEES	750	0		750
NON-DEDUCTIBLE EXPENSE FROM CIL & D LLC K-1	1	0		0
INVESTMENT EXPENSE	3	3		0

TY 2017 Other Income Schedule

Name: THE STAINMAN FAMILY FOUNDATION INC

EIN: 13-3980213

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ORDINARY LOSS FROM PASSTHROUGH ENTITY	-1,746	-1,746	-1,746

TY 2017 Other Liabilities Schedule**Name:** THE STAINMAN FAMILY FOUNDATION INC**EIN:** 13-3980213

Description	Beginning of Year - Book Value	End of Year - Book Value
OTHER LIABILITIES	0	20,264

TY 2017 Taxes Schedule**Name:** THE STAINMAN FAMILY FOUNDATION INC**EIN:** 13-3980213

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	20,000	0		0
FOREIGN TAX WITHHELD	12,798	12,798		0

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990	OMB No 1545-0047 2017

Name of the organization THE STAINMAN FAMILY FOUNDATION INC	Employer identification number 13-3980213
---	---

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$ _____

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization THE STAINMAN FAMILY FOUNDATION INC	Employer identification number 13-3980213
---	---

Part I Contributors (See Instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
—	See Additional Data Table _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)

Name of organization THE STAINMAN FAMILY FOUNDATION INC	Employer identification number 13-3980213
---	---

Part II **Noncash Property** (See instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
—	See Additional Data Table	\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
—		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
—		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
—		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
—		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
—		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
—		\$	

Name of organization THE STAINMAN FAMILY FOUNDATION INC	Employer identification number 13-3980213
---	---

Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____ Use duplicate copies of Part III if additional space is needed
-----------------	--

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

Additional Data

Software ID:
Software Version:
EIN: 13-3980213
Name: THE STAINMAN FAMILY FOUNDATION INC

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	ARTHUR J STAINMAN	\$ 109,050	Person ☐
	320 EAST 72ND STREET		Payroll ☐
	NEW YORK, NY10021		Noncash ☒ (Complete Part II for noncash contribution)
<u>2</u>	ARTHUR J STAINMAN	\$ 114,750	Person ☐
	320 EAST 72ND STREET		Payroll ☐
	NEW YORK, NY10021		Noncash ☒ (Complete Part II for noncash contribution)
<u>3</u>	ARTHUR J STAINMAN	\$ 200,000	Person ☐
	320 EAST 72ND STREET		Payroll ☐
	NEW YORK, NY10021		Noncash ☒ (Complete Part II for noncash contribution)
<u>4</u>	LOIS K STAINMAN	\$ 192,072	Person ☐
	320 EAST 72ND STREET		Payroll ☐
	NEW YORK, NY10021		Noncash ☒ (Complete Part II for noncash contribution)
<u>5</u>	LOIS K STAINMAN	\$ 31,939	Person ☐
	320 EAST 72ND STREET		Payroll ☐
	NEW YORK, NY10021		Noncash ☒ (Complete Part II for noncash contribution)
<u>6</u>	LOIS K STAINMAN	\$ 75,000	Person ☐
	320 EAST 72ND STREET		Payroll ☐
	NEW YORK, NY10021		Noncash ☒ (Complete Part II for noncash contribution)

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>7</u>	LOIS K STAINMAN	<u>\$ 118,530</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contribution)
	320 EAST 72ND STREET		
	NEW YORK, NY10021		
<u>8</u>	LOIS K STAINMAN	<u>\$ 80,500</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contribution)
	320 EAST 72ND STREET		
	NEW YORK, NY10021		
<u>9</u>	LOIS K STAINMAN	<u>\$ 53,854</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contribution)
	320 EAST 72ND STREET		
	NEW YORK, NY10021		

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>1</u>	15,000 SHARES HUTTIG BUILDING PRODS INC (HBP)	<u>\$ 109,050</u>	<u>2017-03-07</u>
<u>2</u>	15,000 SHARES HUTTIG BUILDING PRODS INC (HBP)	<u>\$ 114,750</u>	<u>2017-03-13</u>
<u>3</u>	25,000 SHARES HUTTIG BUILDING PRODS INC (HBP)	<u>\$ 200,000</u>	<u>2017-03-24</u>
<u>4</u>	4,832 SHARES PACIFIC PREMIER BANCORP, INC (PPBI)	<u>\$ 192,072</u>	<u>2017-02-03</u>
<u>5</u>	884 SHARES PACIFIC PREMIER BANCORP, INC (PPBI)	<u>\$ 31,939</u>	<u>2017-04-06</u>
<u>6</u>	2,000 SHARES PACIFIC PREMIER BANCORP, INC (PPBI)	<u>\$ 75,000</u>	<u>2017-05-01</u>
<u>7</u>	3,000 SHARES PACIFIC PREMIER BANCORP, INC (PPBI)	<u>\$ 118,530</u>	<u>2017-10-06</u>
<u>8</u>	2,000 SHARES PACIFIC PREMIER BANCORP, INC (PPBI)	<u>\$ 80,500</u>	<u>2017-10-17</u>
<u>9</u>	1,338 SHARES PACIFIC PREMIER BANCORP, INC (PPBI)	<u>\$ 53,854</u>	<u>2017-10-30</u>