

Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**

or Section 4947(a)(1) Trust Treated as Private Foundation

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OMB No 1545-0052

**2017**

Open to Public Inspection

For calendar year 2017 or tax year beginning , and ending

Name of foundation <b>THE RODGERS FAMILY FOUNDATION, INC</b> <b>C/O J. RUBENSTEIN, ESQ</b>		A Employer identification number <b>13-6062852</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>575 MADISON AVENUE</b>	Room/suite	B Telephone number <b>212-940-8800</b>
City or town, state or province, country, and ZIP or foreign postal code <b>NEW YORK, NY 10022-2585</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 9,448,649.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		321.	321.		STATEMENT 1
4 Dividends and interest from securities		164,249.	164,249.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		235,860.			
b Gross sales price for all assets on line 6a		1,076,241.			
7 Capital gain net income (from Part IV, line 2)			235,860.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		61,823.	61,823.		STATEMENT 3
12 Total Add lines 1 through 11		462,253.	462,253.	0.	
13 Compensation of officers, directors, trustees, etc		0.	0.	0.	0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		48,544.	12,136.	0.	36,408.
b Accounting fees STMT 5		12,679.	6,340.	0.	6,339.
c Other professional fees STMT 6		60,442.	60,442.	0.	0.
17 Interest					
18 Taxes STMT 7		8,701.	4,818.	0.	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		726.	0.	0.	726.
24 Total operating and administrative expenses Add lines 13 through 23		131,092.	83,736.	0.	43,473.
25 Contributions, gifts, grants paid		357,500.			357,500.
26 Total expenses and disbursements. Add lines 24 and 25		488,592.	83,736.	0.	400,973.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-26,339.			
b Net investment income (if negative, enter -0-)			378,517.		
c Adjusted net income (if negative, enter -0-)				0.	

**THE RODGERS FAMILY FOUNDATION, INC**

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**C/O J. RUBENSTEIN, ESQ**

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**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	323,434.	540,538.	540,538.
	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			
	7 Other notes and loans receivable ▶ 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 <b>STMT 9</b>	673,604.	498,961.	495,879.
	b Investments - corporate stock <b>STMT 10</b>	4,828,644.	4,806,659.	8,209,382.
	c Investments - corporate bonds	67,660.	0.	0.
	11 Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other <b>STMT 11</b>	172,421.	172,063.	202,850.
	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
15 Other assets (describe ▶)				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	6,065,763.	6,018,221.	9,448,649.	
<b>Liabilities</b>	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			
22 Other liabilities (describe ▶ <b>BANK OVERDRAFT</b> )	21,203.	0.		
23 <b>Total liabilities</b> (add lines 17 through 22)	21,203.	0.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	15,765,570.	15,765,570.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-9,721,010.	-9,747,349.	
30 <b>Total net assets or fund balances</b>	6,044,560.	6,018,221.		
31 <b>Total liabilities and net assets/fund balances</b>	6,065,763.	6,018,221.		

**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	6,044,560.
2 Enter amount from Part I, line 27a	2	-26,339.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	6,018,221.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,018,221.

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**Part IV Capital Gains and Losses for Tax on Investment Income****SEE ATTACHED STATEMENTS**

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e	1,076,241.	840,381.	235,860.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			235,860.

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	235,860.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	}	3	N/A

**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 doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	2,195,359.	8,957,329.	.245091
2015	396,323.	10,252,160.	.038658
2014	369,548.	10,312,439.	.035835
2013	291,815.	9,166,995.	.031833
2012	565,456.	8,370,808.	.067551

2 Total of line 1, column (d)	2	.418968
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.083794
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	8,952,027.
5 Multiply line 4 by line 3	5	750,126.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,785.
7 Add lines 5 and 6	7	753,911.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	400,973.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	7,570.
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	7,570.
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	7,570.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	6,020.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	6,020.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	1,550.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input type="checkbox"/> 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? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	X	
14 The books are in care of WISS & COMPANY, LLP Telephone no. 908-782-7300 Located at 5 BARTLES CORNER ROAD, FLEMINGTON, NJ ZIP+4 08822		
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		
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 the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance, check here	N/A	
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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? If "Yes," list the years	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		X

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**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

N/A

Organizations relying on a current notice regarding disaster assistance, check here

▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		0.	0.	0.

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

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

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

0

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**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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	
SEE STATEMENT 13	0.
2 CARRYING OUT CHARITABLE ACTIVITIES.	
	0.
3	
4	

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 THE FOUNDATION DOES NOT MAINTAIN ANY PROGRAM-RELATED INVESTMENTS.	0.
2	
All other program-related investments. See instructions.	
3	
<b>Total.</b> Add lines 1 through 3	0.

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**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	8,439,151.
b Average of monthly cash balances	1b	649,201.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	9,088,352.
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	9,088,352.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	136,325.
5 Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,952,027.
6 Minimum investment return. Enter 5% of line 5	6	447,601.

**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	447,601.
2a Tax on investment income for 2017 from Part VI, line 5	2a	7,570.
b Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	7,570.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	440,031.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	440,031.
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	440,031.

**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	400,973.
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	400,973.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	400,973.

**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.

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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				440,031.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012	151,950.			
b From 2013				
c From 2014				
d From 2015				
e From 2016	1,759,499.			
f Total of lines 3a through e	1,911,449.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$	400,973.			
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				400,973.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	39,058.			39,058.
6 Enter the net total of each column as indicated below.				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,872,391.			
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 instr.			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	112,892.			
9 Excess distributions carryover to 2018 Subtract lines 7 and 8 from line 6a	1,759,499.			
10 Analysis of line 9:				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016	1,759,499.			
e Excess from 2017				

N/A

- ☐ 4942(i)(3) or ☐ 4942(i)(5)

- 3 Subtract line 20 from line 2c.
- 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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMERICAN LUNG ASSOC. OF THE NORTHEAST 21 WEST 38TH ST 3RD FLOOR NEW YORK, NY 10018	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	10,000.
ANIMUS THEATRE COMPANY - "THE FIELD" 798 PRESIDENT STREET, UNIT 3L BROOKLYN, NY 11215	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	10,000.
ASIA PACIFIC ENVIRONMENTAL NETWORK 426 17TH STREET, SUITE 500 OAKLAND, CA 94612	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	1,500.
BEDFORD HILLS FIRE DEPT 332 BEDFORD RD BEDFORD HILLS, NY 10507	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	500.
BELOIT COLLEGE 700 COLLEGE ST BELOIT, WI 53511	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	10,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				357,500.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
		14	321.	
		14	164,249.	
		14	61,823.	
		18	235,860.	
	0.		462,253.	0.

13
462,253.

12  
2017.03040 THE RODGERS FAMILY FOUNDA 214000\_1

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

- |  |  |            |           |
|--|--|------------|-----------|
| <p><b>1</b> Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p><b>b</b> Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p><b>d</b> 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.</p> |  | <b>Yes</b> | <b>No</b> |
|  |  |            |           |
| <b>1a(1)</b>   |  |            | <b>X</b>  |
| <b>1a(2)</b>   |  |            | <b>X</b>  |
|  |  |            |           |
| <b>1b(1)</b>   |  |            | <b>X</b>  |
| <b>1b(2)</b>   |  |            | <b>X</b>  |
| <b>1b(3)</b>   |  |            | <b>X</b>  |
| <b>1b(4)</b>   |  |            | <b>X</b>  |
| <b>1b(5)</b>   |  |            | <b>X</b>  |
| <b>1b(6)</b>   |  |            | <b>X</b>  |
| <b>1c</b>  |  |            | <b>X</b>  |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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
N/A		

**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.

~~✓~~ *Leslie Kuchner*

5/1/18

**PRESIDENT**

May the IRS discuss this return with the preparer

☒ Yes ☐ No

Signature of officer or trustee

Date \_\_\_\_\_

Title

Print/Type preparer's name

Preparer's signature

Date \_\_\_\_\_

Check ☐ self-employed

PTIN

DIANA MILLER

Diana Miller

4/30/18

P015976 12

Firm's name ► **WISS & COMPANY, LLP**

Firm's EIN ► 22-1732349

Firm's address ► 5 BARTLES CORNER ROAD  
FLEMINGTON, NJ 08822

Phone no. 908-782-73 00

Form **990-PF** (2017)

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	US TREASURY NOTE	P	02/04/15	02/28/17
b	PLAINS EXPLORATION-68SHRS	P	06/06/11	09/18/17
c	ADVANSIX INC-100SHRS	P	07/23/08	03/21/17
d	BIOGEN INC-100SHRS	P	04/25/16	03/21/17
e	BIOGEN INC-200SHRS	P	04/25/16	09/05/17
f	BIOGEN INC-100SHRS	P	05/25/16	09/05/17
g	BIOVERATIV-200SHRS	P	02/01/17	03/21/17
h	COMCAST-1000SHRS	P	11/22/02	10/16/17
i	FEDEX CORP-200SHRS	P	09/04/07	03/21/17
j	GENERAL ELECTRIC CORP-1000SHRS	P	12/29/94	03/21/17
k	HONEYWELL INTL INC-500SHRS	P	07/23/08	03/21/17
l	IBM-500SHRS	P	05/01/15	07/31/17
m	METLIFE-1000SHRS	P	08/10/12	03/21/17
n	METLIFE-1000SHRS	P	05/01/15	05/21/17
o	METLIFE-1000SHRS	P	08/14/15	05/21/17

(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 175,000.		174,643.	357.
b 69,501.		67,660.	1,841.
c 2,653.		836.	1,817.
d 27,984.		26,168.	1,816.
e 62,577.		52,335.	10,242.
f 31,289.		25,649.	5,640.
g 9,712.		8,762.	950.
h 36,319.		8,718.	27,601.
i 38,547.		22,144.	16,403.
j 29,522.		37,340.	-7,818.
k 62,922.		26,095.	36,827.
l 72,633.		86,445.	-13,812.
m 52,327.		34,907.	17,420.
n 52,409.		51,957.	452.
o 52,409.		54,386.	-1,977.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			357.
b			1,841.
c			1,817.
d			1,816.
e			10,242.
f			5,640.
g			950.
h			27,601.
i			16,403.
j			-7,818.
k			36,827.
l			-13,812.
m			17,420.
n			452.
o			-1,977.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  
If gain, also enter in Part I, line 8, column (c).  
If (loss), enter "-0-" in Part I, line 8

2

3

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	MICROSOFT CORP-500SHRS	P	11/29/01	03/21/17
b	MICROSOFT CORP-400SHRS	P	02/05/02	03/21/17
c	MICROSOFT CORP-100SHRS	P	08/27/02	03/21/17
d	SYNCHRONY FINL-1287SHRS	P	11/24/15	03/21/17
e	SYNCHRONY FINL-713SHRS	P	05/25/16	03/21/17
f	UNILEVER NVNY-1000SHR	P	09/12/06	03/21/17
g	UNILEVER NVNY-1000SHR	P	09/12/06	09/05/17
h	UNILEVER NVNY-1000SHR	P	01/16/10	09/05/17
i	SPDR GOLD TRUST	P	02/21/19	12/31/17
j	SPDR GOLD TRUST	P	03/18/09	12/31/17
k				
l				
m				
n				
o				

(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	32,373.		16,110.	16,263.
b	25,899.		12,674.	13,225.
c	6,475.		2,641.	3,834.
d	42,865.		31,199.	11,666.
e	23,747.		21,916.	1,831.
f	50,052.		23,830.	26,222.
g	59,275.		23,830.	35,445.
h	59,275.		29,778.	29,497.
i	238.		179.	59.
j	238.		179.	59.
k				
l				
m				
n				
o				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			16,263.
b			13,225.
c			3,834.
d			11,666.
e			1,831.
f			26,222.
g			35,445.
h			29,497.
i			59.
j			59.
k			
l			
m			
n			
o			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	235,860.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

**Part XV Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BOYS & GIRLS CLUB OF NORTHERN WESTCHESTER 351 MAIN STREET MOUNT KISCO, NY 10549	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	5,000.
BROADWAY DREAMS FOUNDATION CORP 8965 BROCKHAM WAY ALPHARETTA, GA 30022	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	5,000.
CAMBRIDGE CENTER FOR ADULT EDUCATION P.O. BOX 9113 CAMBRIDGE, MA 02238	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	5,000.
CAMBRIDGE HISTORICAL SOCIETY 159 BRATTLE STREET CAMBRIDGE, MA 02138	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	50,000.
CAMP DUDLEY YMCA 126 DUDLEY RD WESTPORT, NY 12993	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	7,500.
CHARITY:WATER 200 VARICK STREET, STE 201 NEW YORK, NY 10014	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	20,000.
DORSET THEATER FESTIVAL P.O. BOX 510 DORSET, VT 05251	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	30,000.
ENDEAVOR GLOBAL, INC 900 BROADWAY, SUITE 301 NEW YORK, NY 10003	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	1,000.
ENERGIZE VERMONT PO BOX 172 EAST BURKE, VT 05832	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	10,000.
KEESEVILLE FIRE DEPT 8 PLEASEANT ST KEESEVILLE, NY 12944	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	250.
<b>Total from continuation sheets</b>				<b>325,500.</b>

THE RODGERS FAMILY FOUNDATION, INC  
C/O J. RUBENSTEIN, ESQ

13-6062852

**Part XV** Supplementary Information

**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LUNG CANCER ALLIANCE PO BOX 418372 BOSTON, MA 02241	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	30,000.
LUNGEVITY 228 S. WABASH, SUITE 700 CHICAGO, IL 60604	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	5,000.
LYRIC THEATRE 140 CLARENDON ST BOSTON, MA 02116	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	5,000.
NEIGHBOR'S LINK 27 COLUMBUS AVE MOUNT KISCO, NY 10549	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	1,000.
NORTHERN WESTCHESTER HOSPITAL ASSOC. 400 E. MAIN STREET MOUNT KISCO, NY 10549	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	2,500.
PHILLIPS EXETER ACADEMY 20 MAIN STREET EXETER, NH 03833	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	500.
PLANNED PARENTHOOD FEDERATION OF AMERICA INC 434 WEST 33RD STREET NEW YORK, NY 10001	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	22,000.
RIPPOWAM CISQUA SCHOOL P.O. BOX 488 BEDFORD, NY 10506	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	10,000.
SOUTHERN ENVIRONMENTAL LAW CENTER 201 WEST MAIN STREET, SUITE 14 CHARLOTTESVILLE, VA 22902	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	10,000.
THE ANTIDEFAMATION LEAGUE OF AMERICA 605 THIRD AVE NEW YORK, NY 10158	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	5,000.
Total from continuation sheets				

**Part XV Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE CLARITY FOUNDATION 4365 EXECUTIVE DRIVE, SUITE 1500 SAN DIEGO, CA 92121	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	4,000.
THE FOOD BANK FOR WESTCHESTER 200 CLEARBROOK ROAD ELMSFORD, NY 10523	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	1,000.
THE HUNTINGTON THEATRE 264 HUNTINGTON AVE BOSTON, MA 02115	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	5,000.
THE JUILLIARD SCHOOL 60 LINCOLN CENTER NEW YORK, NY 10023	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	2,500.
UNC-CHAPEL HILL P.O. BOX 309 CHAPEL HILL, NC 27514	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	8,000.
VERMONT LAND TRUST 8 BAILEY AVE MONTPELIER, VT 05602	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	5,000.
VERMONTERS FOR CLEAN ENVIRONMENT, INC 789 BAKER BROOK ROAD DANBY, VT 05739	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	26,000.
VOTE SOLAR 360 22ND ST, SUITE 730 OAKLAND, CA 94612	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	5,000.
WFUV PUBLIC RADIO 441 E. FORDHAM RD BRONX, NY 10458	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	250.
BARD COLLEGE-BPI P.O. BOX 5000 ANNANDALE ON HUNDON, NY 12504	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	5,000.
<b>Total from continuation sheets</b>				

THE RODGERS FAMILY FOUNDATION, INC  
C/O J. RUBENSTEIN, ESQ

13-6062852

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BEDFORD PLAYHOUSE, INC P.O. BOX 777 BEDFORD, NY 10507	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	1,000.
FAIRVOTE 6930 CARROLL AVENUE, SUITE 240 TAKOMA PARK, MD 20912	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	10,000.
MOTHERS OUT FRONT P.O. BOX 55071 #23686 BOSTON, MA 02205	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	500.
NYC STRUT CORP 131 THOMPSON STREET NEW YORK, NY 10012	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	10,000.
THE DOE FUND 232 EAST 84TH STREET NEW YORK, NY 10028	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	10,000.
TINMOUTH METHODIST CHURCH 515 NORTH END RD TINMOUTH, VT 05773	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	2,500.
TOWN OF TINMOUTH 515 NORTH END RD TINMOUTH, VT 05773	NONE	PUBLIC	TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	5,000.
Total from continuation sheets				

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CITIBANK - MONEY MARKET	312.	312.	312.
CITIGROUP - MDA	9.	9.	9.
TOTAL TO PART I, LINE 3	321.	321.	321.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ACCRUED INTEREST	0.	0.	0.	0.	0.
CITIGROUP - CORP BONDS	3,967.	0.	3,967.	3,967.	3,967.
CITIGROUP - STOCK	156,095.	0.	156,095.	156,095.	156,095.
CITIGROUP - US TREASURY	4,187.	0.	4,187.	4,187.	4,187.
TO PART I, LINE 4	164,249.	0.	164,249.	164,249.	164,249.

## FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BLACKSTONE GROUP L.P.	36,461.	36,461.	0.
CAPITAL GAIN DISTRIBUTIONS	18,239.	18,239.	0.
MISCELLANEOUS INCOME	64.	64.	0.
NONDIVIDEND DISTRIBUTIONS	7,059.	7,059.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	61,823.	61,823.	0.

FORM 990-PF	LEGAL FEES		STATEMENT 4	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	48,544.	12,136.	0.	36,408.
TO FM 990-PF, PG 1, LN 16A	48,544.	12,136.	0.	36,408.

FORM 990-PF	ACCOUNTING FEES		STATEMENT 5	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	12,679.	6,340.	0.	6,339.
TO FORM 990-PF, PG 1, LN 16B	12,679.	6,340.	0.	6,339.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT 6	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	53,299.	53,299.	0.	0.
CUSTODIAL FEES	7,143.	7,143.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	60,442.	60,442.	0.	0.

FORM 990-PF	TAXES		STATEMENT 7	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES & FEES	4,818.	4,818.	0.	0.
FEDERAL EXCISE TAXES	3,883.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	8,701.	4,818.	0.	0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NY CHAR500 FILING FEES	250.	0.	0.	250.
MISCELLANEOUS EXPENSES AND ADJUSTMENTS	476.	0.	0.	476.
TO FORM 990-PF, PG 1, LN 23	726.	0.	0.	726.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT 9
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY BILL	X		498,961.	495,879.
TOTAL U.S. GOVERNMENT OBLIGATIONS			498,961.	495,879.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			498,961.	495,879.

FORM 990-PF	CORPORATE STOCK		STATEMENT 10
DESCRIPTION			
CORPORATE STOCKS		BOOK VALUE	FAIR MARKET VALUE
		4,806,659.	8,209,382.
TOTAL TO FORM 990-PF, PART II, LINE 10B		4,806,659.	8,209,382.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	COST	172,063.	202,850.
TOTAL TO FORM 990-PF, PART II, LINE 13		172,063.	202,850.

FORM 990-PF

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

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOSHUA S. RUBENSTEIN, ESQ 575 MADISON AVENUE NEW YORK, NY 100222585	PRESIDENT 4.00	0.	0.	0.
ALEXANDER B. GUETTEL 575 MADISON AVENUE NEW YORK, NY 100222585	VICE-PRESIDENT 4.00	0.	0.	0.
JONATHAN C. BYER 575 MADISON AVENUE NEW YORK, NY 100222585	TREASURER/SECRETARY 4.00	0.	0.	0.
CONSTANCE P. BEATY 575 MADISON AVENUE NEW YORK, NY 100222585	MEMBER/DIRECTOR 1.00	0.	0.	0.
ADAM A. GUETTEL 575 MADISON AVENUE NEW YORK, NY 100222585	MEMBER/DIRECTOR 1.00	0.	0.	0.
RICHARD R. BEATY 575 MADISON AVENUE NEW YORK, NY 100222585	MEMBER/DIRECTOR 1.00	0.	0.	0.
NINA BEATY 575 MADISON AVENUE NEW YORK, NY 100222585	MEMBER/DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 13

ACTIVITY ONE

THE FOUNDATION DOES NOT MAINTAIN A PROGRAM OF CHARITABLE  
ACTIVITIES AS DEFINED IN THE INSTRUCTIONS FOR FORM 990-PF.  
THE FOUNDATION DOES INCUR NOMINAL EXPENSES TO AID DONEES IN  
CARRYING OUT CHARITABLE ACTIVITIES

EXPENSES

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

0.