

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

EXTENDED TO NOVEMBER 15, 2018

Return of Private Foundation

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

Do not enter social security numbers on this form as it may be made public
Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning

, and ending

Name of foundation

DONALD A. PELS CHARITABLE TRUST U/T/D**8/18/92 121157700**

A Employer identification number

13-6998091

Number and street (or P.O. box number if mail is not delivered to street address)

C/O PKF O'CONNOR DAVIES - 665 FIFTH AVE

Room/suite

B Telephone number

212-286-2600

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

NEW YORK, NY 10022C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☒ Address change☐ Name changeD 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 foundationE 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)

\$ 314,672,396.

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify) _____F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

(Part I, column (d) must be on cash basis.)

Part I**Analysis of Revenue and Expenses**

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

(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

10.2 Check ☒ if the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

117,456.**117,456.****STATEMENT 1**

4 Dividends and interest from securities

4,281,522.**4,281,522.****STATEMENT 2**

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a **77,912,407.**

7 Capital gain net income (from Part IV, line 2)

4,947,324.**15,548,081.**

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

-43,797.**-43,797.****0. STATEMENT 3**

12 Total Add lines 1 through 11

9,302,515.**19,903,262.****0.**

13 Compensation of officers, directors, trustees, etc.

0.**0.****0.**

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

STMT 4

8,356.**0.****0. 8,356.**

b Accounting fees

STMT 5

7,500.**0.****0. 7,500.**

c Other professional fees

STMT 6

1,232,011.**1,136,011.****0. 96,000.**

17 Interest

18 Taxes

STMT 7

540,077.**82,546.****0. 0.**

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

2,473.**240.****0. 2,233.**

24 Total operating and administrative expenses

Add lines 13 through 23

1,790,417.**1,218,797.****0. 114,089.**

25 Contributions, gifts, grants paid

7,782,500.**7,782,500.**

26 Total expenses and disbursements

Add lines 24 and 25

9,572,917.**1,218,797.****0. 7,896,589.**

27 Subtract line 26 from line 12

-270,402.

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

18,684,465.

c Adjusted net income (if negative, enter -0-)

0.

SCANNED DEC 04 2018

Operating and Administrative Expenses

RECEIVED
OCT 29 2018
JH
CODEN, UT
IRS-OSC

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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
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	32,693,964.	19,475,371.	19,475,371.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶	308,332.		
	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 STMT 10	11,016,043.	19,887,139.	19,749,857.
	b Investments - corporate stock STMT 11	117,363,482.	125,721,268.	156,529,384.
	c Investments - corporate bonds STMT 12	32,838,489.	16,359,306.	16,732,620.
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 13	68,025,702.	91,140,902.	102,185,164.	
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	262,246,012.	272,583,986.	314,672,396.	
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			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26, and lines 30 and 31			
	24 Unrestricted	262,246,012.	272,583,986.	
	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			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	262,246,012.	272,583,986.	
	31 Total liabilities and net assets/fund balances	262,246,012.	272,583,986.	

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	262,246,012.
2 Enter amount from Part I, line 27a	2	-270,402.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	10,608,376.
4 Add lines 1, 2, and 3	4	272,583,986.
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	272,583,986.

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Part IV Capital Gains and Losses for Tax on Investment Income

(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 SALE OF PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b 80,387.93 SHRS VANGUARD INSTITUTIONAL INDEX			
c FUND	D	09/16/16	02/10/17
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 60,927,242.		57,260,497.	3,666,745.
b			
c 16,985,165.		5,103,829.	11,881,336.
d			
e			

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			3,666,745.
b			
c			11,881,336.
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	15,548,081.
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	6,723,985.	244,483,737.	.027503
2015	1,694,895.	121,922,170.	.013901
2014	681,800.	41,805,260.	.016309
2013	977,310.	37,460,788.	.026089
2012	1,129,791.	32,238,009.	.035045

2 Total of line 1, column (d)	2	.118847
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	.023769
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	293,275,711.
5 Multiply line 4 by line 3	5	6,970,870.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	186,845.
7 Add lines 5 and 6	7	7,157,715.
8 Enter qualifying distributions from Part XII, line 4	8	7,896,589.

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	186,845.
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	186,845.
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	186,845.
6	Credits/Payments:		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	8,852.
b	Exempt foreign organizations - tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	245,000.
d	Backup withholding erroneously withheld	6d	0.
7	Total credits and payments. Add lines 6a through 6d	7	253,852.
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	5,456.
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	61,551.
11	Enter the amount of line 10 to be: Credited to 2018 estimated tax ☒ Refunded ☐	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		X
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

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?

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.

c Did the foundation file Form 1120-POL for this year?

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?
If "Yes," attach a detailed description of the activities

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
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

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?

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

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? If "No," attach explanation

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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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 ► PKF O'CONNOR DAVIES, LLP Telephone no. ► 212-286-2600 Located at ► 665 FIFTH AVENUE, NEW YORK, NY ZIP+4 ► 10022		
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 N/A		
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? ☐ 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	X
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	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? ☐ Yes ☒ No If "Yes," list the years ► , , ,		
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	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 ► , , ,		
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) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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?	4b	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?

☐ Yes ☒ No**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
WENDY KEYS	TRUSTEE			
C/O PKF O'CONNOR DAVIES-665 FIFTH AVE				
NEW YORK, NY 10022	2.00	0.	0.	0.
VALERIE ANNE PELS	TRUSTEE			
C/O PKF O'CONNOR DAVIES-665 FIFTH AVE				
NEW YORK, NY 10022	2.00	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
FIDUCIARY TRUST COMPANY	INVESTMENT	
280 PARK AVENUE, NEW YORK, NY 10017	MANAGEMENT FEES	1034082.
CAPITAL COUNSEL LLC - 527 MADISON AVE 19TH	INVESTMENT	
FLOOR, NEW YORK, NY 10022	MANAGEMENT FEES	101,929.
HILDY SIMMONS		
51 SIDNEY PLACE, BROOKLYN, NY 11201	GRANT COORDINATOR	90,000.

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 N/A	
2	
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 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. 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	269,305,891.
b	Average of monthly cash balances	1b	28,435,948.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	297,741,839.
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	297,741,839.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	4,466,128.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	293,275,711.
6	Minimum investment return Enter 5% of line 5	6	14,663,786.

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	14,663,786.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	186,845.
b	Income tax for 2017 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	186,845.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	14,476,941.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	14,476,941.
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	14,476,941.

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	7,896,589.
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	7,896,589.
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	186,845.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	7,709,744.

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.

Form 990-PF (2017)

DONALD A. PELS CHARITABLE TRUST U/T/D

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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				14,476,941.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			6,064,562.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 7,896,589.				
a Applied to 2016, but not more than line 2a			6,064,562.	
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				1,832,027.
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))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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				12,644,914.
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	0.			
9 Excess distributions carryover to 2018 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

DONALD A. PELS CHARITABLE TRUST U/T/D

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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				
ACLU FOUNDATION 125 BROAD STREET, 18TH FLOOR NEW YORK, NY 10004	N/A	PC	GENERAL OPERATING SUPPORT	250,000.
AFRO LATIN JAZZ ALLIANCE 646 MALCOLM X BLVD, NO 205 NEW YORK, NY 10037	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
ASPHALT GREEN 555 EAST 90TH STREET NEW YORK, NY 10128	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
BREARLEY SCHOOL 610 EAST 83RD STREET NEW YORK, NY 10028	N/A	PC	GENERAL OPERATING SUPPORT	5,000.
BRADY CENTER TO PREVENT GUN VIOLENCE 840 FIRST STREET, NE SUITE 400 WASHINGTON, DC 20002	N/A	PC	GENERAL OPERATING SUPPORT	275,000.
Total			SEE CONTINUATION SHEET(S)	7,782,500.
b Approved for future payment				
ACLU FOUNDATION 125 BROAD STREET, 18TH FLOOR NEW YORK, NY 10004	N/A	PC	GENERAL OPERATING SUPPORT	250,000.
DREAMYARD PROJECT 1085 WASHINGTON AVENUE BRONX, NY 10456	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
FOOTSTEPS 114 JOHN STREET NEW YORK, NY 10272	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
Total			SEE CONTINUATION SHEET(S)	6,430,000.

Form 990-PF (2017)

Part XVI-A

1 Program service revenue:

12 Subtotal Add columns (b), (d), and (e)

13 **Total** Add line 12, columns (b), (d), and (e)

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B

[illegible]

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

[illegible]

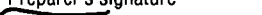
2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

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.		
	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
	THOMAS F. BLANEY		10/15/12		P00234022
	Firm's name ▶ PKF O'CONNOR DAVIES, LLP			Firm's EIN ▶ 27-1728945	
	Firm's address ▶ 665 FIFTH AVENUE NEW YORK, NY 10022			Phone no. 212-286-2600	

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
BROOKLYN ACADEMY OF MUSIC 30 LAFAYETTE AVENUE BROOKLYN, NY 11217	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
BROOKLYN COMMUNITY FOUNDATION 1000 DEAN STREET BROOKLYN, NY 11238	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
BROOKLYN MUSEUM 200 EASTERN PARKWAY BROOKLYN, NY 11238	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
BROWN UNIVERSITY CONTROLLERS OFFICE, BOX J PROVIDENCE, RI 02912	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
CARL SCHURZ PARK CONSERVANCY 523 E. 85TH STREET NEW YORK, NY 10028	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
CASITA MARIA CENTER FOR ARTS AND EDUCATION 928 SIMPSON STREET BRONX, NY 10459	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
CENTER FOR FAMILY LIFE IN SUNSET PARK 1 ALEXANDER PLACE GLEN COVE, NY 11542	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
CENTRAL PARK CONSERVANCY 14 E. 60TH STREET NEW YORK, NY 10022	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
CHECKERBOARD FILM FOUNDATION 1 EAST 53RD STREET, #1400 NEW YORK, NY 10022	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
CHESS IN THE SCHOOLS 520 EIGHT AVENUE, 2ND FLOOR NEW YORK, NY 10018	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
Total from continuation sheets				7,217,500.

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
CHICKEN & EGG PICTURES 45 MAIN STREET, #506 NEW YORK, NY 11201	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
CITY HARVEST 6 EAST 32ND STREET, 5TH FLOOR NEW YORK, NY 10016	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
COLUMBIA UNIVERSITY SCHOOL OF BUSINESS 615 WEST 131 STREET MC 8741 NEW YORK, NY 10027	N/A	PC	GENERAL OPERATING SUPPORT	5,000.
COMPASSION AND CHOICES 1001 CONNECTICUT AVENUE NW, SUITE 522 WASHINGTON, DC 20036	N/A	PC	GENERAL OPERATING SUPPORT	30,000.
COOPER UNION 30 COOPER SQUARE NEW YORK, NY 10003	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
DILLER QUAILE SCHOOL OF MUSIC 24 EAST 95TH STREET NEW YORK, NY 10128	N/A	PC	GENERAL OPERATING SUPPORT	5,000.
DOCTORS WITHOUT BORDERS 333 SEVENTH AVENUE, 2ND FLOOR NEW YORK, NY 10001	N/A	PC	GENERAL OPERATING SUPPORT	250,000.
DREAMYARD PROJECT 1085 WASHINGTON AVENUE BRONX, NY 10456	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
DUKE UNIVERSITY PO BOX 90581 DURHAM, NC 27708	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
EVERYTOWN FOR GUN SAFETY 450 LEXINGTON AVENUE NEW YORK, NY 10163	N/A	PC	GENERAL OPERATING SUPPORT	225,000.
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
FILM FORUM 209 W. HOUSTON STREET NEW YORK, NY 10014	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
FILM SOCIETY OF LINCOLN CENTER 70 LINCOLN CENTER PLAZA NEW YORK, NY 10023	N/A	PC	GENERAL OPERATING SUPPORT	502,500.
FILM SOCIETY OF LINCOLN CENTER 70 LINCOLN CENTER PLAZA NEW YORK, NY 10023	N/A	PC	GALA TICKET	2,500.
FOOD BANK FOR NEW YORK CITY 39 BROADWAY, 10TH FLOOR NEW YORK, NY 10006	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
FOOTSTEPS 114 JOHN STREET NEW YORK, NY 10272	N/A	PC	GENERAL OPERATING SUPPORT	40,000.
FRIENDS OF MCGILL UNIVERSITY 2 HAMILTON AVENUE, STE 211 NEW ROCHELLE, NY 10801	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
FRIENDS OF THE HIGH LINE 820 WASHINGTON STREET NEW YORK, NY 10014	N/A	PC	GENERAL OPERATING SUPPORT	502,500.
GOOD SHEPHERD 305 7TH AVENUE, 9TH FLOOR NEW YORK, NY 10001	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
GREEN CITY FORCE 630 FLUSHING AVENUE, 8TH FLOOR NEW YORK, NY 11206	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
GUGGENHEIM MUSEUM 1071 FIFTH AVENUE NEW YORK, NY 10128	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
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
HARLEM SCHOOL OF THE ARTS 645 STREET NICHOLAS AVENUE NEW YORK, NY 10030	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
HAVERFORD COLLEGE 370 LANCASTER AVENUE HAVERFORD, PA 19041	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
HUMAN RIGHTS WATCH 350 FIFTH AVENUE, 34TH FLOOR NEW YORK, NY 10118	N/A	PC	GENERAL OPERATING SUPPORT	302,500.
HUMANE FARM ANIMAL CARE PO BOX 727 HERDON, VA 20172	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
HUNTS POINT ALLIANCE 1231 LAFAYETTE AVENUE BRONX, NY 10474	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
INTERNATIONAL RESCUE COMMITTEE 122 EAST 42ND STREET NEW YORK, NY 10168	N/A	PC	GENERAL OPERATING SUPPORT	100,000.
LABORATORY FOR ICON AND IDIOM INC. 245 WEST 55TH STREET, 12TH FLOOR NEW YORK, NY 10019	N/A	PC	GENERAL OPERATING SUPPORT	5,000.
LINCOLN CENTER FOR THE PERFORMING ARTS 70 LINCOLN CENTER PLAZA NEW YORK, NY 10023	N/A	PC	GENERAL OPERATING SUPPORT	150,000.
LONGHOUSE RESERVE 133 HANDS CREEK ROAD EAST HAMPTON, NY 11937	N/A	PC	TICKET TO BOOM!	2,500.
LOWER EASTSIDE GIRLS CLUB 101 AVENUE D., SUITE 12E NEW YORK, NY 10009	N/A	PC	GENERAL OPERATING SUPPORT	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
MAGNUM FOUNDATION 547 WEST 27TH STREET, 4TH FLOOR NEW YORK, NY 10001	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
MAKE THE ROAD NEW YORK 92-10 ROOSEVELT AVENUE JACKSON HEIGHTS, NY 11372	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
MEDIA CARES FOUNDATION 603 W 115TH STREET, STE 371 NEW YORK, NY 10025	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
METROPOLITAN MUSEUM OF MODERN ART 1000 FIFTH AVENUE NEW YORK, NY 10028	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
MULTIPLE SCLEROSIS SOCIETY 733 THIRD AVENUE NEW YORK, NY 10017	N/A	PC	GENERAL OPERATING SUPPORT	5,000.
MUSEUM OF MODERN ART 11 W 53RD STREET NEW YORK, NY 10019	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
NATIONAL PUBLIC RADIO 1111 NORTH CAPITAL NE WASHINGTON, DC 20002	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
NATIONAL YOUNG ARTS FOUNDATION 2100 BISCAYNE BLVD. MIAMI, FL 33137	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
NEW MUSEUM 235 BOWERY NEW YORK, NY 10002	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
NEW YORK BOTANICAL GARDEN 2900 SOUTHERN BLVD. BRONX, NY 10458	N/A	PC	GENERAL OPERATING SUPPORT	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
NEW YORK CARES 65 BROADWAY, 19TH FLOOR NEW YORK, NY 10006	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
NEW YORK PHILHARMONIC 10 LINCOLN CENTER PLAZA NEW YORK, NY 10016	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
NEW YORK PRESBYTERIAN HOSPITAL 850 THIRD AVENUE, 12TH FLOOR NEW YORK, NY 10022	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
NEW YORK WOMEN IN FILM 6 EAST 39TH STREET NEW YORK, NY 10016	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
NRDC 40 WEST 20TH STREET NEW YORK, NY 10011	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
NYU TISCH SCHOOL OF THE ARTS 721 BROADWAY NEW YORK, NY 10003	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
PARK AVENUE ARMORY 643 PARK AVENUE NEW YORK, NY 10065	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
PER SCHOLAS 804 E 138TH STREET, 2ND FLOOR NEW YORK, NY 10454	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
PLANNED PARENTHOOD FEDERATION OF AMERICA 434 WEST 33RD SREET NEW YORK, NY 10001	N/A	PC	GENERAL OPERATING SUPPORT	100,000.
PLANNED PARENTHOOD HUDSON PECONIC 4 SKYLINE DRIVE HAWTHORNE, NY 10532	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
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
POETS HOUSE 10 RIVER TERRACE NEW YORK, NY 10282	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
POSSIBILITY PROJECT 104 WEST 27TH STREET, 12 FLOOR NEW YORK, NY 10001	N/A	PC	GENERAL OPERATING SUPPORT	30,000.
PREP FOR PREP 328 WEST 71ST STREET NEW YORK, NY 10023	N/A	PC	GENERAL OPERATING SUPPORT	75,000.
PRO PUBLICA 155 AVENUE OF THE AMERICAS, 13TH FLOOR NEW YORK, NY 10013	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
PUBLIC ART FUND ONE EAST 53RD STREET, #12 NEW YORK, NY 10022	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
REACH OUT AND READ OF GREATER NY 75 MAIDEN LANE NEW YORK, NY 10038	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
ROCKING THE BOAT 812 EDGEWATER ROAD BRONX, NY 10474	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
SAG HARBOR PROJECT PO BOX 182 SAG HARBOR, NY 11963	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
SANCTUARY FOR FAMILIES PO BOX 1406 NEW YORK, NY 10268	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
SOUTHERN CENTER FOR HUMAN RIGHTS 83 POPLAR STREET, N.W. ATLANTA, GA 30303	N/A	PC	GENERAL OPERATING SUPPORT	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
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVENUE MONTGOMERY , AL 36104	N/A	PC	GENERAL OPERATING SUPPORT	75,000.
ST. LUKES SCHOOL 487 HUDSON STREET NEW YORK, NY 10014	N/A	PC	GENERAL OPERATING SUPPORT	260,000.
SYRACUSE UNIVERSITY 820 COMSTOCK AVENUE SYRACUSE , NY 13244	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
THE MEETING HOUSE 133 EAST 58TH STREET NEW YORK, NY 10022	N/A	PC	GENERAL OPERATING SUPPORT	5,000.
THE OXBOW SCHOOL 530 THIRD AVENUE NAPA, CA 94559	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
THE ROCKEFELLER UNIVERSITY 1230 YORK AVENUE NEW YORK, NY 10065	N/A	PC	GENERAL OPERATING SUPPORT	2,500,000.
TRUST FOR GOVERNOR'S ISLAND 10 SOUTH STREET, SLIP 7 NEW YORK, NY 10004	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
UNIVERSITY OF PENNSYLVANIA 3451 WALNUT STREET PHILADELPHIA, PA 19104	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
UNIVERSITY SETTLEMENT 184 ELDRIDGE STREET NEW YORK, NY 10002	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
VISITING NURSE SERVICE OF NY 107 EAST 70TH STREET NEW YORK , NY 10021	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
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
WATERMILL FOUNDATION 115 WEST 29TH STREET, FLOOR 10 NEW YORK, NY 10001	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
WEST HAMPTON BEACH 76 MAIN STREET WESTHAMPTON BEACH, NY 11978	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
WHITNEY MUSEUM 99 GANSEVOORT STREET NEW YORK, NY 10014	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
WILLIAMS COLLEGE HOPKINS HALL, PO BOX 67 WILLIAMSTOWN, MA 01267	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
WITNESS 80 HANSON PLACE BROOKLYN, NY 11217	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
WNET 825 EIGHT AVENUE NEW YORK, NY 10019	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
WNYC 160 VARICK STREET, 9TH FLOOR NEW YORK, NY 10013	N/A	PC	GENERAL OPERATING SUPPORT	275,000.
WORLD MONUMENTS FUND 350 FIFTH AVENUE, SUITE 2412 NEW YORK, NY 10018	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
YALE UNIVERSITY PO BOX 208215 NEW HAVEN, CT 06520	N/A	PC	GENERAL OPERATING SUPPORT	60,000.
YOUTH COMMUNICATIONS 242 WEST 38TH STREET, 6TH FLOOR NEW YORK, NY 10018	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (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
FRIENDS OF THE HIGH LINE 820 WASHINGTON STREET NEW YORK, NY 10014	N/A	PC	GENERAL OPERATING SUPPORT	500,000.
FRIENDS OF MCGILL UNIVERSITY 2 HAMILTON AVENUE, STE 211 NEW ROCHELLE, NY 10801	N/A	PC	GENERAL OPERATING SUPPORT	40,000.
LINCOLN CENTER FOR THE PERFORMING ARTS 70 LINCOLN CENTER PLAZA NEW YORK, NY 10023	N/A	PC	GENERAL OPERATING SUPPORT	100,000.
MUSEUM OF MODERN ART 11 W 53RD STREET NEW YORK, NY 10019	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
PREP FOR PREP 328 WEST 71ST STREET NEW YORK, NY 10023	N/A	PC	GENERAL OPERATING SUPPORT	75,000.
THE ROCKEFELLER UNIVERSITY 1230 YORK AVENUE NEW YORK, NY 10065	N/A	PC	GENERAL OPERATING SUPPORT	5,000,000.
SANCTUARY FOR FAMILIES PO BOX 1406 NEW YORK, NY 10268	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVENUE MONTGOMERY, AL 36104	N/A	PC	GENERAL OPERATING SUPPORT	75,000.
SYRACUSE UNIVERSITY 820 COMSTOCK AVENUE SYRACUSE, NY 13244	N/A	PC	GENERAL OPERATING SUPPORT	40,000.
THE MEETING HOUSE 133 EAST 58TH STREET NEW YORK, NY 10022	N/A	PC	GENERAL OPERATING SUPPORT	5,000.
Total from continuation sheets				6,105,000.

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (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
TRUST FOR GOVERNOR'S ISLAND 10 SOUTH STREET, SLIP 7 NEW YORK, NY 10004	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
UNIVERSITY SETTLEMENT 184 ELDRIGE STREET NEW YORK, NY 10002	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
WATERMILL FOUNDATION 115 WEST 29TH STREET, FLOOR 10 NEW YORK, NY 10001	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
WHITNEY MUSEUM 99 GANSEVOORT STREET NEW YORK, NY 10014	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
YALE UNIVERSITY PO BOX 208215 NEW HAVEN , CT 06520	N/A	PC	GENERAL OPERATING SUPPORT	60,000.
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
INTEREST FROM MONEY MARKET	117,456.	117,456.	117,456.
TOTAL TO PART I, LINE 3	117,456.	117,456.	117,456.

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
DIVIDENDS AND INTEREST FROM SECURITIES	4,281,522.	0.	4,281,522.	4,281,522.	4,281,522.
TO PART I, LINE 4	4,281,522.	0.	4,281,522.	4,281,522.	4,281,522.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME (LOSS)	-44,283.	-44,283.	0.
SECURITY LITIGATION PROCEEDS	486.	486.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	-43,797.	-43,797.	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
LOEB & LOEB, LLP	8,356.	0.	0.	8,356.
TO FM 990-PF, PG 1, LN 16A	8,356.	0.	0.	8,356.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PKF O'CONNOR DAVIES, LLP	7,500.	0.	0.	7,500.
TO FORM 990-PF, PG 1, LN 16B	7,500.	0.	0.	7,500.

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
FIDUCIARY TRUST - INVESTMENT MANAGEMENT FEES	1,136,011.	1,136,011.	0.	0.
PATRICIA GLAZER - GRANT ADMIN	6,000.	0.	0.	6,000.
HILDY SIMMONS - GRANT COORDINATOR	90,000.	0.	0.	90,000.
TO FORM 990-PF, PG 1, LN 16C	1,232,011.	1,136,011.	0.	96,000.

FORM 990-PF

TAXES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAXES	449,117.	0.	0.	0.
STATE TAXES	8,414.	0.	0.	0.
FOREIGN TAXES	82,546.	82,546.	0.	0.
TO FORM 990-PF, PG 1, LN 18	540,077.	82,546.	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
STATE FILING FEES	1,500.	0.	0.	1,500.
ADR FEES	240.	240.	0.	0.
MISCELLANEOUS EXPENSES	733.	0.	0.	733.
TO FORM 990-PF, PG 1, LN 23	2,473.	240.	0.	2,233.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 9
DESCRIPTION		AMOUNT
TO ADJUST COST OF DONATED SECURITIES TO FMV AT DATE OF DONATION		10,608,376.
TOTAL TO FORM 990-PF, PART III, LINE 3		10,608,376.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT 10
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
ATTACHMENT A	X		19,887,139.	19,749,857.
TOTAL U.S. GOVERNMENT OBLIGATIONS			19,887,139.	19,749,857.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			19,887,139.	19,749,857.

FORM 990-PF	CORPORATE STOCK		STATEMENT 11
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
ATTACHMENT A		125,721,268.	156,529,384.
TOTAL TO FORM 990-PF, PART II, LINE 10B		125,721,268.	156,529,384.

FORM 990-PF	CORPORATE BONDS	STATEMENT 12
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ATTACHMENT A	16,359,306.	16,732,620.
TOTAL TO FORM 990-PF, PART II, LINE 10C	16,359,306.	16,732,620.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 13
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ATTACHMENT A - MUTUAL FUNDS	COST	73,061,861.	81,583,369.
ATTACHMENT A - EXCHANGE TRADED PRODUCTS	COST	18,079,041.	20,601,795.
TOTAL TO FORM 990-PF, PART II, LINE 13		91,140,902.	102,185,164.