Form 990-PF
950 Department of the Treasury premail Revenue Service

# CHANGE OF ACCOUNTING PERIOD 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.

**2017** 

	rs.gov/Form990PF for instri			Open to Public Inspection
For calendar year 2017 or tax year beginning MAY	1, 2017	, and ending	DEC 31, 2017	
Name of foundation			A Employer identification	number
FANNIE E. RIPPEL FOUNDATION	<u>N</u>		22-1559427	
Number and street (or P O box number if mail is not delivered to street a	address)	Room/suite	<b>B</b> Telephone number	
14 MAPLE AVENUE		200	973-540-01	01
City or town, state or province, country, and ZIP or foreign p	ostal code		C If exemption application is pe	ending, check here
MORRISTOWN, NJ 07960				
G Check all that apply: Initial return	Initial return of a fo	ormer public charity	D 1 Foreign organizations	, check here
Final return	Amended return			
Address change	Name change		2 Foreign organizations me check here and attach coil	eting the 85% test, mputation
H Check type of organization: X Section 501(c)(3) ex	kempt private foundation	A	  E   If private foundation stat	
	Other taxable private founda	// NEED!	under section 507(b)(1)	
I Fair market value of all assets at end of year   J   Accounti		X Accrual	F If the foundation is in a	• •
·	ther (specify)		under section 507(b)(1)	_
▶\$ 84,262,029. (Part I, colur	nn (d) must be on cash basis	s.)		(5), 66
Part I Analysis of Revenue and Expenses	(a) Revenue and	(b) Net investment	(c) Adjusted net	(d) Disbursements
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) )	expenses per books	income	income	for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	1,645,549.			
2 Check If the foundation is not required to attach Sch B				
Interest on savings and temporary	1,875.	1,875.		STMT 1
4 Dividends and interest from sec	407,203.	772,937.		STMT 2
5a Gross rents	10//2031	7,273		31741 2
b Net rental income or (loss)				
	3,133,233.		DEC	:1\/ED
b Gross sales price for all 19,128,260.	3,133,233.			
<u> </u>		3,310,138.	D MAY	1001
7 Capital gain net income (from Part IV, line 2)		3,310,130.	MAY C	<b>3</b> 2018   S
8 Net short-term capital gain			18 - 1	<u> </u>
9 Income modifications Gross sales less returns			TOGDE	
10a and allowances			1 CODE	14, O1
D Less Cost of goods sold			<del> </del>	
c Gross profit or (loss)	725,861.	111,469.	572,204.	6- 5
11 Other income	5,913,721.	4,196,419.	572,204.	STMT 3
12 Total Add lines 1 through 11	363,758.	49,321.	0.	314,437.
13 Compensation of officers, directors, trustees, etc		9,583.	0.	1,305,511.
14 Other employee salaries and wages	1,315,094.		0.	371,088.
15 Pension plans, employee benefits	469,967.	16,332.	0.	15,066.
16a Legal fees STMT 4	11,958.	0.	0.	30,860.
b Accounting fees STMT 5	29,010.	521,796.	572,204.	577,574.
c Other professional fees STMT 6	1,652,687.		314,404.	317,314.
b Accounting fees  c Other professional fees  That 4  b Accounting fees  That 5  of Other professional fees  That 4  That 5  Other professional fees  That 4  STMT 4  STMT 5  Other professional fees  STMT 7  Other professional fees  STMT 7	07 004	17,448.	0.	1,900.
to 18 Taxes STMT 7	97,884.	62,710.	0.	1,300.
Depreciation and depletion Coupancy	56,555.			205 024
<del></del> -1	217,552.	4,794.	0.	205,924.
21 Travel, conferences, and meetings	282,464.	2,825.	0.	272,564.
22 Printing and publications	200 000	124 (02	<del></del>	200 007
23 Other expenses STMT 8 24 Total operating and administrative	300,020.	134,603.	0.	299,807.
23 Other expenses STWT 8  24 Total operating and administrative expenses Add lines 13 through 23  25 Contributions, gifts, grants paid	1 706 040	010 410	F70 004	2 204 721
expenses Add lines 13 through 23	4,796,949.	819,412.	572,204.	3,394,731.
expenses Add lines 13 through 23 25 Contributions, gifts, grants paid 26 Total expenses and disbursements Add lines 24 and 25	96,830.			96,830.
3 26 Total expenses and disbursements		040 446	F50 00:	2 407 561
\$ <del></del>	4,893,779.	819,412.	572,204.	3,491,561.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	1,019,942.			
b Net investment income (if negative, enter -0-)		3,377,007.		<b></b>
C Adjusted net income (if negative, enter -0-)			0.	
723501 01-03-18 LHA For Paperwork Reduction Act Notic	e, see instructions.	לכו	1 (7)	Form <b>990-PF</b> (2017

10400501 756359 1622655.000

2017.03040 FANNIE E. RIPPEL FOUNDATI 16226551

			LJJJ421 Page
Balance Sheets Attached schedules and amounts in the description	Beginning of year	End of	<del></del>
Column should be for end-or-year amounts only			(c) Fair Market Value
Cash - non-interest-bearing			1,535,996.
	2,442,645.	834,152.	834,152.
Accounts receivable ► 162,309.			
Less: allowance for doubtful accounts	213,521.	162,309.	<u>162,309</u> .
Pledges receivable ►			
Less: allowance for doubtful accounts			
Grants receivable			
Receivables due from officers, directors, trustees, and other			
_			
· · · · · · · · · · · · · · · · · · ·	60 680.	70 344.	70,344.
· ' '			, 0 , 5 1 1
	14 765 705	15 394 374	15,394,374
	14,703,703.	13,332,372.	+3,33 <del>=</del> ,37=
			<del></del>
<del>-</del>			
· · · · · · · · · · · · · · · · · · ·	60 200 004	6E E60 902	CE ECO 902
	00,300,894.	03,309,892.	65,569,892
	151 010	06.662	06 663
			96,663
	1,/63,190.	598,299.	598,299
	00 005 000	04 060 000	04 060 000
			84,262,029
` ` ` ` ` ` ` ` <b>\</b>	311,884.	35/,512.	
· ·			
· ·			
· · · · · · · · · · · · · · · · · · ·			
Other liabilities (describe STMT 13	382,016.	425,886.	
	693,900.	783,398.	
Foundations that follow SFAS 117, check here			
and complete lines 24 through 26, and lines 30 and 31.			
Unrestricted			
Temporarily restricted	41,270.	720,648.	
Permanently restricted			
Foundations that do not follow SFAS 117, check here			
and complete lines 27 through 31			
Capital stock, trust principal, or current funds			
Paid-in or capital surplus, or land, bldg., and equipment fund			
Retained earnings, accumulated income, endowment, or other funds			
	79,371,388.	83,478,631.	
F			
	I		
	Cash - non-interest-bearing Savings and temporary cash investments Accounts receivable   Less: allowance for doubtful accounts Pledges receivable  Less: allowance for doubtful accounts Grants receivable Receivables due from officers, directors, trustees, and other disqualified persons Other notes and loans receivable Less: allowance for doubtful accounts Investments of sale or use Prepaid expenses and deferred charges Investments - U.S. and state government obligations Investments - corporate stock Investments - corporate stock Investments - other Land, buildings, and equipment basis Less accumulated depreciation Investments - other Land, buildings, and equipment: basis   831,861. Less accumulated depreciation STATEMENT 12 Total assets (to be completed by all filers - see the Instructions. Also, see page 1, item I) Accounts payable and accrued expenses Grants payable Deferred revenue Loans from officers, directors, trustees, and other disqualified persons Mortgages and other notes payable Other liabilities (add lines 17 through 22)  Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. Unrestricted Permanently restricted	(a) Book Value  Cash - non-interest-bearing  Savings and temporary cash investments  Accounts receivable ▶ 162,309.  Less: allowance for doubitul accounts ▶ 213,521.  Pledges receivable ▶ Less allowance for doubitul accounts ▶ 213,521.  Pledges receivable ▶ Less allowance for doubitul accounts ▶ 213,521.  Pledges receivable ▶ Less allowance for doubitul accounts ▶ 70th rotes and leans receivable Receivable & Prepaid expenses and deferred charges Investments - U.S. and state government obligations Investments - Corporate Stock Investments - Corporate Bonds Investments - Corporate Bonds Investments - Corporate Bonds Investments - U.S. and state government dass Less accumulated depreciation ▶ 735, 198.  Less accumulated depreciation ▶ 735, 198.  Cher assets (describe ▶ STATEMENT 12 1,763,190.  Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1) 80,065,288.  Accounts payable and accrued expenses 311,884.  Grants payable Deferred revenue Loans from officers, directors, trustees, and other disqualified persons Mortgages and other notes payable Other liabilities (add lines 17 through 22) 693,900.  Total liabilities (add lines 17 through 22) 693,900.  Total liabilities (add lines 17 through 26, and lines 30 and 31.  Unrestricted 799,330,118.  Tomostricted 799,330,118.	Cash - non-interest-bearing   3   Book Value   367, 435.

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

(must agree with end-of-year figure reported on prior year's return)	
2 Enter amount from Part I, line 27a 2 1,019,	9 <u>42.</u>
3 Other increases not included in line 2 (itemize) ► UNREALIZED GAIN ON INVESTMENTS  3 3,151,	
4 Add lines 1, 2, and 3 4 83, 543,	206.
5 Decreases not included in line 2 (itemize) ► DEFERRED EXCISE TAX EXPENSE 5 64,	575 <u>.</u>
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	631.

Form **990 -PF** (2017)

Page 3

F	Part IV Capital Gains a	and Losses for Tax on In	<u>vestm</u> ent	Income					
		the kind(s) of property sold (for example the kinds) of common stock, 200 shs		te,	( <b>b)</b> F	low acquired - Purchase - Donation	(c)	Date acquired no., day, yr.)	(d) Date sold (mo., day, yr.)
	SALES OF PUBLIC	LY TRADED SECUR	ITIES			P	VA	RIOUS	VARIOUS
	SEE ATTACHMENT						VA	RIOUS	VARIOUS
	)						<u>.</u>		
	I								
e					<u> </u>				
	(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale			((e	(h) Gain or (los: ) plus (f) minus	(g))
a	4,250,000.			3,765,37	1.				484,629. 2,825,509.
ь									<u>2,825,509.</u>
	:								
_ (	<u> </u>								<u> </u>
_e									
_	Complete only for assets showing	g gain in column (h) and owned by t	the foundation	on 12/31/69.				ins (Col. (h) gaii	
	(i) FMV as of 12/31/69	(j) Adjusted basis		cess of col. (1)	-			but not less that sses (from col.	
_	(1) 1 10 0 0 12/0 1/00	as of 12/31/69	over	col. (j), if any					
_8	1								484,629.
_b									2,825,509.
_0			-						
d				<del></del>	_				
e								<del></del> -	
2	Capital gain net income or (net cap	pital loss) { If gain, also enter of the loss of the l	r ın Part I, line I- ın Part I, line	7 7	}[	2			3,310,138.
3	Net short-term capital dain or (los	s) as defined in sections 1222(5) ar							
J	If gain, also enter in Part I, line 8,		id (0)		71				
	If (loss), enter -0- in Part I, line 8				Л	3	_	N/A	<u> </u>
E	Part V   Qualification Ur	nder Section 4940(e) for	Reduced	Tax on Net I	Inve	stment Ir	come	<u> </u>	
(Fe	or optional use by domestic private	foundations subject to the section 4	1940(a) tax on	net investment ind	come.	)			
14.	continu 4040/d\(0) annius ilsavis th	ue part blank							
н ;	section 4940(d)(2) applies, leave th	iis part biank.							
		ion 4942 tax on the distributable am		•	od?				Yes X No
lf '		y under section 4940(e). Do not con				_			
1	· · · · · · · · · · · · · · · · · · ·	ach column for each year; see the ir	structions bef	ore making any er	ntries.				
	(a) Base period years	(b)			(c)		.	Distr	(d) ibution ratio
_	Calendar year (or tax year beginnin			Net value of no				(col. (b) d	ıvıded by col. (c))
_	2016		3,636.			,564,3			.068996
_	2015		0,129.			,952,44			.079797
_	2014	4,80	1,475.			,026,89			.056470
_	2013		7,067.			,503,7			.052539
_	2012	4,28	4,098.		<u>75</u>	<u>, 655 , 84</u>	47.		.056626
									214420
	Total of line 1, column (d)						-	2	.314428
3	Average distribution ratio for the 5	5-year base period - divide the total of	on line 2 by 5.0	O, or by the numbe	er of y	ears			0.0000
	the foundation has been in existen	nce if less than 5 years					L	3	.062886
								_	001
4	Enter the net value of noncharitable	le-use assets for 2017 from Part X,	line 5				L	4	<u>79,799,991.</u>
							1		
5	Multiply line 4 by line 3						L	5	5,018,302.
6	Enter 1% of net investment incom	e (1% of Part I, line 27b)					L	6	33,770.
7	Add lines 5 and 6							7	5,052,072.
							Γ		
8	Enter qualifying distributions from						L	8	3,493,561.
	If line 8 is equal to or greater than See the Part VI instructions.	line 7, check the box in Part VI, line	e 1b, and comp	olete that part usin	ig a 19	% tax rate.			_

	990-PF (2017) FANNIE E. RIPPEL FOUNDATION rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e),	or 49	<u>22-</u> 48 -	1559 see in	427 struc	tions	Page 4	
	Exempt operating foundations described in section 4940(d)(2), check here  and enter "N/A" on line 1.	1						
	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)	l						
h	Domèstic foundations that meet the section 4940(e) requirements in Part V, check here and enter 1%	)	1		6'	7 , <u>54</u>	10.	
	of Part I, line 27b	Ī						
	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).							
	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	ľ	2				0.	
	Add lines 1 and 2	1	3		6'	7,54	10.	
	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4				0.	
	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	Ì	5		6'	7,54	10.	
	Credits/Payments:	Ī						
	2017 estimated tax payments and 2016 overpayment credited to 2017 6a 26, 2	30.						
	Exempt foreign organizations - tax withheld at source	0.		ļ				
	Tax paid with application for extension of time to file (Form 8868)  6c	0.						
	Backup withholding erroneously withheld  6d  6d	0.						
	Total credits and payments. Add lines 6a through 6d		7		20	5,2	<u> 30.</u>	
	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <b>X</b> If Form 2220 is attached		8				0.	
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9		4:	1,3	10.	
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	•	10					
	Enter the amount of line 10 to be: Credited to 2018 estimated tax	ed 🕨	11					
	rt VII-A Statements Regarding Activities	<u></u>						
	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or in	tervene	ın			Yes	No	
	any political campaign?				1a		<u>x</u>	
	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the spend more than \$100 during the year (either directly or indirectly) for political purposes?	he defini	tion		1b		X	
	If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or				1			
	distributed by the foundation in connection with the activities				l i			
	Did the foundation file Form 1120-POL for this year?				1c		Х	
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:				<u>'</u>			
	(1) On the foundation. $\blacktriangleright$ \$ (2) On foundation managers. $\blacktriangleright$ \$	0.					1	
	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation							
	managers. > \$	"					ł	
	Has the foundation engaged in any activities that have not previously been reported to the IRS?				2		х	
	If "Yes," attach a detailed description of the activities	ation or					ĺ	
	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorpor	ation, or			3	x		
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes				4a	$\overline{\mathbf{x}}$		
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?				4b	$\frac{\mathbf{x}}{\mathbf{x}}$		
	If "Yes," has it filed a tax return on Form 990-T for this year?						X	
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?				5		<del></del>	
	If "Yes," attach the statement required by General Instruction T						1	
	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:							
	By language in the governing instrument, or      Division to a specific to the conflict with a specific to the conflict with the conf	ha ctata	love					
	By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the programment of t	ne state	iaw		اما	X		
	remain in the governing instrument?	Λ,			6	$\frac{\Lambda}{X}$	<del>  -  </del>	
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 3	₹V			7			
_	5. W. J. J. J. W. J. J. W. W. J. W. W. J. W. W. J. W. W. J. W. W. J. W. W. J. W. W. J. W. W. J. W. W. J. W. W. J. W. W. J. W. W. J. W. W. J. W.							
8a	Enter the states to which the foundation reports or with which it is registered. See instructions.							
	NJ, MA						1	
	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)					X		
	of each state as required by General Instruction G2 If "No," attach explanation				8b		<del></del>	,
	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5)	tor cale	ndar		_		v	_
	year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV				9_	<u> </u>	X	í
10	Did any persons become substantial contributors during the tax year? If "Yes " attach a schedule listing their names and addresses	3			10			
				Fn	rm <b>99</b> (	ノーピト	(2017)	

All any time during the year, did the foundation, directly or indirectly, own a controlled early within the meaning of section \$12(b) (13)** If Yes, a trach stretches. See instructions	Pa	ort VII-A   Statements Regarding Activities (continued)			
secinion 12(b)(13)? If "Yes," attach schedule. See instructions  1				Yes	No
section 12(b)(13)? If "Yes," attach schedule. See instructions  1	11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			
12 Did the foundation make a distribution to a dison advised fund over which the foundation or a disqualified person had advisory privileges?  13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?  15 Unit the foundation comply with the public inspection requirements for its annual returns and exemption application?  16 The blocks are in care of ▶ THE FOUNDATION ONG  17 The blocks are in care of ▶ THE FOUNDATION ONG  18 The blocks are in care of ▶ THE FOUNDATION ONG  18 The blocks are in care of ▶ THE FOUNDATION ONG  18 The blocks are in care of ▶ THE FOUNDATION ONG  19 The blocks are in care of ▶ THE FOUNDATION ONG  19 The blocks are in care of ▶ THE FOUNDATION ONG  19 A lay in the distribution between the secreted or accrued during the year and exemption application of the care of the secreted or accrued during the year and the secreted or accrued during the year and the secreted or accrued during the year and the secreted or the secreted or accrued during the year and the secreted or the secreted or accrued the secreted or the secreted or accrued to or accept it from) as designated person?  2) Borrow money from, lend money to, or otherwise extend credit to for accept it from) as designated person?  3) Furnish goods, services, or facilities to (in accept them from) a designated person?  4) Pay compensation to, or apy or remitives the exercises of, adequalited person?  4) Pay compensation to, or apy or remitives the exercises of, adequalited person?  5) Branch products or use of a designation person (or make any of either available to the benefit or use of a designation person (or make any of either available to the benefit or use of a designation person (or make any of either available to the benefit or use o			11		X
If Yes, attach statements. See instructions  2	12				
13   X   X   X   X   X   X   X   X   X	-		12		Х
Website address ▶ WWW. RIPPELFOUNDATION ORG  If the books are in tare of ▶ THE FOUNDATION  Located at ▶ 14 MAPLE AVENUE, SUITE 200, MORRISTOWN, NJ  15 Section 4947(a)(1) nonexempt charitable trusts thing form 995-PF in lieu of Form 1041- check here and earlier the amount of tax-exempt interest received or accrited during the year  16. All any time during calendary year 2017, did the foundation have an interest in or a signature or other authority over a bank, southers, or other financial account in a foreign country?  See the instructions for exceptions and filing requirements for InfCN Form 114. If Yes, enter the name of the firerian country ▶ UNITPED KINGDOM  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.  10. Burning they say, did the foundation (letter directly or indirectly);  (1) Engage in the safe or exchange, or lessing of property with a disqualified person?  (2) Borrow money from, lend money for, or thermese extend credit to (or accept them from) a disqualified person?  (3) Furnish opods, services, or featilities to (or accept them from) a disqualified person?  (4) Pay compensation to, or pay or remitters the expenses of, a disqualified person?  (5) Transfer any income or assets to a disqualified person?  (6) Agree to pay money or property to a government official? (Exception. Check 'Nor' if the foundation agreed to make a grant to or to enoty the official for a period after termination of government service, if terminating within 90 days.)  16) If any any were six'es 104 (1)-63 or an a current notice regarding dissater assistance, check here  17) All the foundation agreed or make a grant to or to enoty the efficial for a period after termination of government service, if terminating dissater assistance, check here  18) All the word official of the distruction connected with the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2	13			Х	
14 The books are in care of ▶ THE FOUNDATION   Telephone no. ▶ 973-540-01.01					
Located at N 14 MAPLE AVENUE, SULTE 200, MORRISTOWN, NJ ZIP+4 NOT960      Section 4947(a)(1) nonexempt charable trusts filing form 990-PF in lieu of Form 1041 - check here and other the amount of bax-exempt interest received or accrued during the year	14		0-0	101	
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of lak-exempt interest received or accrued during the year A any time during claineday sey 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 fining requirements for FindEN Form 114. If 'Yes,' enter the name of the foreign country. In UNITED KINGDOM 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. 1 During the year, did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or lessing of protein with a dequalified 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 remburse 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" (f) He foundation agreed to make a grant to or to employ the official for a period after termination of government service, if forminating within 90 days.)  I have saver in *Sve* to 14(1)(4), of did any of the actis fall to qualify under the exceptions described in Regulations socion 53,4941(0)-3 or in a current notice regarding disaster assistance, check here  Did the foundation angreed in one was a grant to or to employ the official for a period after termination of government service, if forminating within 90 days.)  I have saver in the others the income (section 4942) (does not apply) for years the foundation was a private operating foundation defined in section 4942(1)(3) or 4942	•				
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before the first day of the tax year beginning in 2017?  Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(i)(3) or 4942(j)(5)):  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 \		Organizations relying on a current notice regarding disaster assistance, check here			
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   b Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to <b>all</b> years listed, answer "No" and attach statement - see instructions.)  c If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here.  c If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here.  c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.  c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.  c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.  c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.  c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.  c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.  c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.  c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.  c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.  c If the provisions of section 4943(a)(a)(a) are being applied to any of the year any amount provisions any	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			
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 \[ \] Yes \[ \] 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.)  If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		before the first day of the tax year beginning in 2017?	1c		_X_
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	2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation			
before 2017?  If "Yes," list the years   Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to <b>all</b> years listed, answer "No" and attach statement - see instructions.) <b>N/A c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here.		defined in section 4942(j)(3) or 4942(j)(5)):			
If "Yes," list the years ,,,,,,,,,,,,,,	а	· · · · · · · · · · · · · · · · · · ·			
b Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to <b>all</b> years listed, answer "No" and attach statement - see instructions.) <b>N/A 2b 1 1 1 1 1 1 1 </b>					
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.)  c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.					
statement - see instructions.)  c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	b				
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.			i		
Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?    Yes   X   No			2b		
during the year?  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.)  1 A Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  2 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?					
during the year?  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.)  1 A Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  2 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?	_	<u> </u>			
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.)  10	За				
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.)  4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  4b 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		<del>-</del> -	-		
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.)  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	D	·			
Form 4720, to determine if the foundation had excess business holdings in 2017.)  4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  4a 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					
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					
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	1.	· · · · · · · · · · · · · · · · · · ·			v
had not been removed from jeopardy before the first day of the tax year beginning in 2017?			4a		
	Ü				x
	_			)-PF	

Part VII-B Statements Regarding Activities for Which P	Offit 4720 Way be no	continu	ued)		
5a During the year, did the foundation pay or incur any amount to:				Yes	S No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	1 4945(e))?	Ye	s X No		
(2) Influence the outcome of any specific public election (see section 4955); o	r to carry on, directly or indire				
any voter registration drive?			s X No		
(3) Provide a grant to an individual for travel, study, or other similar purposes	?	Υe	s X No		
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section				
4945(d)(4)(A)? See instructions		Ye	s X No		
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or fo				
the prevention of cruelty to children or animals?			s X No		
<b>b</b> If any answer is "Yes" to 5a(1)-(5), did <b>any</b> of the transactions fail to qualify und	der the exceptions described in	n Regulations	,_	ļ	
section 53.4945 or in a current notice regarding disaster assistance? See instru			N/A	5b	+
Organizations relying on a current notice regarding disaster assistance, check h					
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fr					
expenditure responsibility for the grant?	N	/A Ye	s L No	ŀ	
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	oay premiums on		(		
a personal benefit contract?		Ye	s X No		3,7
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?		<u> </u>	6b	<u> </u>
If "Yes" to 6b, file Form 8870.			TT		
7a At any time during the tax year, was the foundation a party to a prohibited tax s		Ye	s X No		+
b If "Yes," did the foundation receive any proceeds or have any net income attributed by the foundation receive any proceeds or have any net income attributed by the foundation receive any proceeds or have any net income attributed by the foundation receive any proceeds or have any net income attributed by the foundation receive any proceeds or have any net income attributed by the foundation receive any proceeds or have any net income attributed by the foundation receive any proceeds or have any net income attributed by the foundation receive any proceeds or have any net income attributed by the foundation receive any proceeds or have any net income attributed by the foundation receive any proceeds or have any net income attributed by the foundation receive any proceeds or have any net income attributed by the foundation receive any proceeds or have any net income attributed by the foundation receive any proceeds or have any net income attributed by the foundation of the foundation receive any proceeds or have any net income attributed by the foundation receive any proceeds or have any net income attributed by the foundation receive any proceeds or have a supplication of the foundation receive any proceeds or have a supplication of the foundation received by the founda		anara Hisbly	N/A	7b	
Part VIII Information About Officers, Directors, Truster Paid Employees, and Contractors	es, Foundation Man	agers, nigniy			
List all officers, directors, trustees, and foundation managers and tr	neir compensation.				
, , , , , , , , , , , , , , , , , , , ,		(c) Compensation	(d) Contributions to	(e) E	xpense nt, other
(a) Name and address	(b) Title, and average hours per week devoted to position	(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deterred compensation	ačcour No lls	nt, other vances
SEE STATEMENT 14	το μοσιτίστι	citer o j	compensation	<u> </u>	
V 200 V 200 200 200 V 20					
		-			
				L	
2 Compensation of five highest-paid employees (other than those incl		enter "NONE."	(d) Contributions to	1 / 5 -	
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) E	xpense nt, other
	devoted to position		compensation	allov	vances_
	VP , STRATEGIO				•
SUITE 200, MORRISTOWN, NJ 07960	40.00	178,418.	33,364.	ļ ——	<u>      0                              </u>
	VP, PROGRAMS				•
SUITE 200, MORRISTOWN, NJ 07960	40.00	153,973.	34,934.	<u> </u>	<u>      0                              </u>
	DIRECTOR, SYS				^
AVE, SUITE 400, CAMBRIDGE, MA 02139	40.00	141,060.	28,743.	<del> </del>	<u>0.</u>
	PROJECT DIREC	1	7 020		^
AVE, SUITE 400, CAMBRIDGE, MA 02139	40.00	104,751.	7,830.	<del> </del>	0.
	PROJECT DIREC		0 (17		0
SUITE 400, CAMBRIDGE, MA 02139	40.00	80,047.	8,617.	<u> </u>	$\frac{0.}{4}$
Total number of other employees paid over \$50,000				990-P	
			LATO		

Part VIII Information About Officers, Directors, Trustees, Foundary Paid Employees, and Contractors (continued)	tion Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter	"NONE."	· <del></del> · · · · · · · · · · · · · · · · · ·
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NEW PROVIDENCE ASSET MANAGEMENT - 570		<del>  ``</del>
LEXINGTON AVENUE, 5TH FLOOR, NEW YORK, NY	INVESTMENT ADVISOR	199,374.
ELLA AUCHINCLOSS		
233 THIRD BEACH ROAD, MIDDLETOWN, RI 02842	PROJECT CONSULTANT	111,613.
KIM FARRIS-BERG	COMMUNICATIONS	
22001 TERESA, MISSION VIEJO, CA 92692	CONSULTANT	110,903.
JACK B. HOMER		
72 STATION HILL ROAD, BARRYTOWN, NY 12507	PROJECT CONSULTANT	106,563.
GOTHAM HEDGED FUND VALUE STRATEGIES		
80 LAMBERTON ROAD, WINDSOR, CT 06095	INVESTMENT MANAGER	106,359.
Total number of others receiving over \$50,000 for professional services		<u>▶</u> 9
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant statis number of organizations and other beneficiaries served, conferences convened, research papers prod		Expenses
1 SEE ATTACHMENT D		
		3,779,378.
2		
3		
- <u>-</u>		
4		
Dort IV B O		
Part IX-B Summary of Program-Related Investments	hand and o	
Describe the two largest program-related investments made by the foundation during the tax year on	lines I and 2.	Amount
1 N/A		
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3	<b>&gt;</b>	0.
	- 1	Form <b>990-PF</b> (2017)

723561 01-03-18

Page **8**\_

P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign four	dation	ns, see instructions )
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
-	Average monthly fair market value of securities	1a	80,217,751.
	Average of monthly cash balances	1b	764,718.
	Fair market value of all other assets	1c	32,750.
d	Total (add lines 1a, b, and c)	1d	81,015,219.
e	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	_2	0.
3	Subtract line 2 from line 1d	3	81,015,219.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,215,228.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	79,799,991.
6	Minimum investment return Enter 5% of line 5 ADJUSTED FOR SHORT TAX PERIOD	6	2,678,247.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations an	d certa	in
	foreign organizations, check here 🕨 🔃 and do not complete this part.)		
1	Minimum investment return from Part X, line 6	1	2,678,247.
2a	Tax on investment income for 2017 from Part VI, line 5		
þ	Income tax for 2017. (This does not include the tax from Part VI.)		
¢	Add lines 2a and 2b	2c	67,540.
3	Distributable amount before adjustments. Subtract line 2c from line 1	_3	2,610,707.
4	Recoveries of amounts treated as qualifying distributions	_4	0.
5	Add lines 3 and 4	_5	2,610,707.
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	2,610,707.
P	art 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	3,491,561.
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_	2,000.
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_	3,493,561.
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	3,493,561.
	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation q	ualıfıes	for the section

Form **990-PF** (2017)

Page 9

P	art XIII Undistributed Income (s	ee instructions)					
		(a)		(b)	(c		(d)
	·	Corpus	Years	prior to 2016	201	16	2017
1	Distributable amount for 2017 from Part XI, line 7						2,610,707.
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						
	<b>b</b> From 2013					-	
	c From 2014						
	<b>d</b> From 2015						
	e From 2016 1,251,518.					1	
1	f Total of lines 3a through e	1,251,518.					
4	Qualifying distributions for 2017 from					ŀ	
	Part XII, line 4: ► \$ 3,493,561.					_	
	a Applied to 2016, but not more than line 2a					0.	
	<b>b</b> Applied to undistributed income of prior					İ	
	years (Election required - see instructions)			0.			
1	c Treated as distributions out of corpus						
	(Election required - see instructions)	0.					
-	d Applied to 2017 distributable amount						2,610,707.
1	e Remaining amount distributed out of corpus	882,854.		-			
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:						
	2 Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,134,372.				-	
	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.	
1	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)	925,801.	SEE	STATEME	NT 15		
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	1,208,571.					
10	Analysis of line 9:						
i	a Excess from 2013						
ı	Excess from 2014						
(	Excess from 2015						
(	Excess from 2016 325,717.						
	5 6 0047 0047 000 0E4		1		ı	1	

Form 990-PF (2017) <b>FANNIE</b>	E. RIPPEL F	OUNDATION		22-15	59427 Page <u>10</u>
Part XIV Private Operating F			A, question 9)	N/A	
1 a If the foundation has received a ruling of					
foundation, and the ruling is effective fo			▶	<del></del>	
<b>b</b> Check box to indicate whether the found	,	ng foundation described in		4942(j)(3) or 49	42(j)(5)″
2 a Enter the lesser of the adjusted net	Tax year	(5) 0010	Prior 3 years	(4) 2014	(a) Total
income from Part I or the minimum	(a) 2017	<b>(b)</b> 2016	(c) 2015	(d) 2014	(e) Total
investment return from Part X for		<u>.</u>	]	/	
each year listed					
<b>b</b> 85% of line 2a				<del> /</del>	
c Qualifying distributions from Part XII,				/	
line 4 for each year listed				<i>"</i>	
d Amounts included in line 2c not			į.	ľ	
used directly for active conduct of			, . "		
exempt activities					
<ul> <li>Qualifying distributions made directly for active conduct of exempt activities.</li> </ul>			"		
Subtract line 2d from line 2c			<b>X</b>		
3 Complete 3a, b, or c for the		<del></del>			
alternative test relied upon:		]			
a "Assets" afternative test - enter: (1) Value of all assets		<i> </i>	``.		
, ,				_	
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)		<i>f</i>		`	
<b>b</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,		ľ		``	`
dividends, rents, payments on securities loans (section					'\
512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III)					
(3) Largest amount of support from					
an exempt organization					
(4) Gross investment income					
Part XV Supplementary Info			the foundation h	nad \$5,000 or mor	e in assets
at any time during t	he year-see instr	uctions.)			
1 Information Regarding Foundation					
a List any managers of the foundation wh			ibutions received by the f	oundation before the clos	e of any tax
year (but only if they have contributed r	nore than \$5,000). (See S	ection 507 (d)(2).)			
b List any managers of the foundation who ther entity) of which the foundation ha	no own 10% or more of the	e stock of a corporation (	or an equally large portion	n of the ownership of a pa	rtnership or
NONE	is a 1070 or greater interes	ot.			
	ion Count Oit Loon	Cabalanahin ata Da			
2 Information Regarding Contribut Check here ► X if the foundation of the foundation makes gifts, grants, etc.,	only makes contributions	to preselected charitable (	organizations and does no	ot accept unsolicited requi	ests for funds. If
a The name, address, and telephone num				<del></del>	
SEE ATTACHMENT C					
b The form in which applications should to SEE ATTACHMENT C	be submitted and informat	tion and materials they sh	ould include:		
c Any submission deadlines:					
SEE ATTACHMENT C					
d Any restrictions or limitations on award SEE ATTACHMENT C	ls, such as by geographica	al areas, charitable fields,	kinds of institutions, or of	ther factors:	
723601 01-03-18					Form <b>990-PF</b> (2017)

Supplementary information				
3 Grants and Contributions Paid During the	If recipient is an individual	Payment		
Recipient  Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
	or substantial contributor	recipient		
Paid during the year				
SEE ATTACHMENT E	SEE ATTACHMENT E	SEE ATTACHMENT	SEE ATTACHMENT E	
		E		96,830.
<u> </u>		ļ		
Total		<u> </u>	► 3a	96,830
b Approved for future payment	<del></del> _			
, p				
NONE				
NONE				
				,
T-1-1		<u> </u>	<u> </u>	0
Total			<u>▶ 3b</u>	orm <b>990-PF</b> (2017
			Г	J

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated	business income		ded by section 512, 513, or 514	(e)
,	(a) Business	(b)	(c) Exclu-	(d)	Related or exempt
1 Program service revenue:	Business	Amount	sion	Amount	function in come
a CONTRACT INCOME	COUC				572,204.
	-				
b	- <del> </del>			<del></del>	
c					
0		<u> </u>		<del></del>	<del></del>
e	-	<del></del>			
<u> </u>	-			<del></del>	
g Fees and contracts from government agencies	<b> </b>				
2 Membership dues and assessments				<del> </del>	
3 Interest on savings and temporary cash			4.4	1 075	
investments			14		
4 Dividends and interest from securities			14	407,203.	
5 Net rental income or (loss) from real estate:					
<ul> <li>Debt-financed property</li> </ul>					
b Not debt-financed property					<del></del>
6 Net rental income or (loss) from personal					
property					
7 Other investment income	525990	<6,904.>	01	160,561.	
8 Gain or (loss) from sales of assets other				]	
than inventory			18	3,133,233.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:		_			
a					
b					
С					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		<6,904.>		3,702,872.	572,204.
13 Total. Add line 12, columns (b), (d), and (e)				13	4,268,172.
(See worksheet in line 13 instructions to verify calculations.)				· <del></del>	

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

Line No	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of
	the foundation's exempt purposes (other than by providing funds for such purposes).
1A	THE CONTRACT INCOME IN PART XVI-A IS DERIVED FROM A VARIETY
	OF ENGAGEMENTS WHERE WE PROVIDE SERVICES TO OTHER FOUNDATIONS AND
	FOUNDATION-FUNDED INITIATIVES, AS WELL AS REGIONAL HEALTHCARE
	COLLABORATIVES. THESE SERVICES INCLUDE RESEARCH, ANALYSIS, ADVISING,
	COACHING, MENTORING, MEETING FACILITATION, EDUCATIONAL WORKSHOPS,
	SCENARIO MODELING, AND TRAINING. EACH ENGAGEMENT IS DESIGNED
	TO SUPPORT THESE GROUPS IN PURSUING SYSTEMWIDE, TRANSFORMATIVE CHANGES
	IN HEALTHCARE. TOOLS AND METHODS DEVELOPED BY THE FOUNDATION ARE
	USED IN THE DELIVERY OF THIS SUPPORT; FEEDBACK AND NEW INSIGHTS
	GLEANED FROM EACH ENGAGEMENT IS IN TURN USED TO IMPROVE OUR TOOLS AND
<del></del> -	METHODS.

Form **990-PF** (2017)

Form 990-	DE (2017) <b>E A NINT</b>	E E. RIPPEL FO	IIND A TIT ON	22-	1559427	Pa	ge 13
Part X		egarding Transfers to		d Relationships With Non		a	<u>ge 13</u>
1 Did t	<del></del>	rectly engage in any of the follow	ving with any other organization	described in section 501(c)		Yes	No
		nizations) or in section 527, relat	•	, ,			
	1 / 1 / -	ation to a noncharitable exempt					
	Cash	·	-		1a(1)		X
	Other assets				1a(2)		X
<b>b</b> Other	r transactions:						
(1)	Sales of assets to a noncharital	ble exempt organization			16(1)		X_
(2)	Purchases of assets from a nor	ncharitable exempt organization			1b(2)		X
(3)	Rental of facilities, equipment,	or other assets			1b(3)		<u>X</u> _
(4)	Reimbursement arrangements				1b(4)		X
(5)	Loans or loan guarantees				1b(5)		_X_
(6)	Performance of services or me	mbership or fundraising solicita	tions		16(6)		X
c Shar	ing of facilities, equipment, ma	ılıng lısts, other assets, or paid e	employees		1c		<u>X</u>
<b>d</b> If the	answer to any of the above is	"Yes," complete the following so	hedule. Column (b) should alw	ays show the fair market value of the	goods, other ass	e <b>t</b> s,	
	• • •			in any transaction or sharing arrange	ment, show in		
		other assets, or services receive		· <del></del> -			
(a) Line no	(b) Amount involved	<del></del>	ble exempt organization	(d) Description of transfers, transaction	ns, and sharing arra	n gemen	ts
		N/A	·				
	<del> </del>						
	ļ			<u></u>	- <del></del>		
		<del></del>		<del></del>			
		-					
					_		
				<del> </del>			
			<del></del>	<del>                                     </del>			
				<del>                                     </del>			
		<u> </u>			<del></del>		
_				<del> </del>			
				<del>                                     </del>			
	<del> </del>		<del> </del>	<del> </del>			
	<del> </del>						
ın sed		tly affiliated with, or related to, on 501(c)(3)) or in section 527? edule.	ne or more tax-exempt organiza	ations described	Yes	X	No
	(a) Name of org	anization	(b) Type of organization	(c) Description of r	elationship		
	N/A						
<del></del>	<del> </del>						
		plete Declaration of preparer (other th		ements, and to the best of my knowledge on of which preparer has any knowledge  PRESIDENT & CE	May the IRS of return with the shown below.  X Yes	prepar	er
	Print/Type preparer's na			Date / Check If	PTIN		
	CHRISTOPHE	· · /		self- employed			
Paid	PETERMANN			7/0//8	P00097	440	

Form **990-PF** (2017)

Phone no. (212) 286-2600

Preparer **Use Only**  Firm's name PKF O'CONNOR DAVIES, LLP

NEW YORK, NY 10022

Firm's address ▶ 665 FIFTH AVENUE

#### Schedule B (Form 990, 990-EZ,

Department of the Treasury Internal Revenue Service

or 990-PF)

**Schedule of Contributors** 

Attach to Form 990, Form 990-EZ, or Form 990-PF.
 Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

2017

Name of the organization

Employer identification number

Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

	FANNIE E. RIPPEL FOUNDATION	22-1559427
Organization type (chec	k one)	
Filers of:	Section:	
Form 990 or 990-EZ	501(c)( ) (enter number) organization	
	4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation	
	527 political organization	
Form 990-PF	X 501(c)(3) exempt private foundation	
	4947(a)(1) nonexempt charitable trust treated as a private foundation	
	501(c)(3) taxable private foundation	
	n is covered by the <b>General Rule</b> or a <b>Special Rule.</b> (c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Ru	ule See instructions
General Rule		
	tion filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling one contributor Complete Parts I and II See instructions for determining a contributor	
Special Rules		
sections 509(a)( any one contribu	tion described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support 1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, utor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount EZ, line 1 Complete Parts I and II	or 16b, and that received from
year, total contri	tion described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from butions of more than \$1,000 <i>exclusively</i> for religious, charitable, scientific, literary, or edulated to children or animals. Complete Parts I, II, and III	
year, contributio is checked, ente purpose Don't c	tion described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from this exclusively for religious, charitable, etc., purposes, but no such contributions totaled metric here the total contributions that were received during the year for an exclusively religious complete any of the parts unless the General Rule applies to this organization because it table, etc., contributions totaling \$5,000 or more during the year	nore than \$1,000 If this box is, charitable, etc ,
out it <b>must</b> answer "No" o	that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Fon Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Fit the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)	

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF.

Name of organization

Employer identification number

## FANNIE E. RIPPEL FOUNDATION

22-1559427

Part I	Contributors (see instructions) Use duplicate copies of Part I if additional	Il space is needed	1333121
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ROBERT WOOD JOHNSON FOUNDATION  P.O. BOX 2316  PRINCETON, NJ 08543	\$ <u>1,421,449</u> .	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	NEMOURS CHILDREN'S HEALTH SYSTEM  10140 CENTURION PARKWAY N  JACKSONVILLE, FL 32256	\$40,000.	Person X Payroll  Noncash  (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
3	BLUE SHIELD FOUNDATION OF CALIFORNIA  50 BEALE STREET, 14TH FLOOR  SAN FRANCISCO, CA 94105	\$ <u>150,000</u> .	Person X Payroll  Noncash  (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
4	KRESGE FOUNDATION  3215 W. BIG BEAVER ROAD  TROY, MI 48084	\$ 25,000.	Person X Payroll  Noncash  (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
5	CDC FOUNDATION  600 PEACHTREE STREET NE, SUITE 1000  ATLANTA, GA 30308	\$9,100.	Person X Payroll  Noncash  (Complete Part II for noncash contributions)
(a) No	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
723452 11-0	1-17	\$Schedule B (Form	Person Payroll Noncash (Complete Part II for noncash contributions) 990, 990-EZ, or 990-PF) (2017)

Name of organization

Employer identification number

## FANNIE E. RIDDEL FOINDATION

22-1559427

art II Nonca	ash Property (see instructions) Use duplicate copies of Pa	art II if additional space is needed	
(a) No. From Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	<del></del>
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
3453 11-01-17	<del></del>	Schedule B (Form	990, 990-EZ, or 99 <b>0</b> -PF

Employer identification number

FANNIE	E. RIPPEL FOUNDATION				22-1559427
Part III	Exclusively religious, charitable, etc., con the year from any one contributor. Complete completing Part III, enter the total of exclusively religious Use duplicate copies of Part III if addition	columns (a) through (e) and is, charitable, etc., contributions of	the following lin	e entry For organization	e e
(a) No. from Part I	(b) Purpose of gift	(c) Use of g	ift	(d) Desc	ription of how gift is held
-					
		(e) Transfe	er of gift		
-	Transferee's name, address, a	and ZIP + 4	F	Relationship of tran	nsferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of g	ift	(d) Desc	ription of how gift is held
-		(e) Transfe	er of gift		
-	Transferee's name, address, a	and ZIP + 4	F	Relationship of tran	nsferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gi	ft	(d) Descri	ription of how gift is held
		(e) Transfe	er of gift		
-	Transferee's name, address, a	and ZIP + 4	F	Relationship of tran	nsferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gi	íft	(d) Desc	ription of how gift is he <b>l</b> d
-  -					
		(e) Transfe	er of gift		
-	Transferee's name, address, a	and ZIP + 4	F	Relationship of tran	nsferor to transferee
-					

<del></del>	ST ON SAVIN	GS AND TEN	IPORARY	CASH II	NVESTMENTS	STATEMENT 1
SOURCE		( ) REVI PER I	ENUE		(B) NVESTMENT NCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME FROM CASH INVESTMENTS	M TEMPORARY		1,875.		1,875.	0.
TOTAL TO PART I, LIN	NE 3		1,875.		1,875.	0.
FORM 990-PF	DIVIDENDS	AND INTER	REST FRO	M SECUI	RITIES	STATEMENT 2
SOURCE	GROSS AMOUNT	CAPITAI GAINS DIVIDENI	RE	(A) EVENUE BOOKS	(B) NET INVEST MENT INCOM	
DIVIDEND AND INTEREST INCOME FROM SECURITIES	407,203.	·	0. 4	107,203	. 772,937	7. 0.
TO PART I, LINE 4 =	407,203.	====	0. 4	07,203	772,937	7. 0.
FORM 990-PF		OTHER I	NCOME		<del></del>	STATEMENT 3
		OTHER I	(A) REVENU		(B) NET INVEST- MENT INCOME	STATEMENT 3  (C) ADJUSTED NET INCOME
DESCRIPTION  OTHER PARTNERSHIP IN	NCOME	OTHER I	(A) REVENU PER BOO		NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DESCRIPTION  OTHER PARTNERSHIP IN CONTRACT INCOME			(A) REVENU PER BOO 153	0KS 1	NET INVEST- MENT INCOME 111,469.	(C) ADJUSTED NET INCOME  0. 572,204.
DESCRIPTION OTHER PARTNERSHIP IN CONTRACT INCOME TOTAL TO FORM 990-PE		LINE 11	(A) REVENU PER BOO 153	0KS 1 3,657. 2,204.	NET INVEST- MENT INCOME 111,469.	(C) ADJUSTED NET INCOME  0. 572,204.
FORM 990-PF  DESCRIPTION  OTHER PARTNERSHIP IN CONTRACT INCOME  TOTAL TO FORM 990-PF  FORM 990-PF	F, PART I,	LINE 11	(A) REVENU PER BOO 153 572	3,657. 2,204. 5,861.	NET INVEST- MENT INCOME 111,469.	(C) ADJUSTED NET INCOME  0. 572,204.  572,204.  STATEMENT 4  (D) CHARITABLE
DESCRIPTION OTHER PARTNERSHIP IN CONTRACT INCOME TOTAL TO FORM 990-PE	F, PART I,	LEGAI (A) EXPENSES	(A) REVENUMENT IN REVENUMENT I	3,657. 2,204. 5,861.	NET INVEST- MENT INCOME  111,469. 0. 111,469.  (C) ADJUSTED NET INCOME	(C) ADJUSTED NET INCOME  0. 572,204.  572,204.  STATEMENT 4  (D) CHARITABLE

DESCRIPTION	(A)			
	EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING & TAX FEES-PKF O'CONNOR DAVIES, LLP	29,010.	0.	0.	30,860.
TO FORM 990-PF, PG 1, LN 16B	29,010.	0.	0.	30,860.
FORM 990-PF (	OTHER PROFES	SIONAL FEES	Sī	PATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES-CONSULTING INVESTMENT MANAGEMENT FEES CUSTODY FEES	858,662. 512,285. 29,171.	491,125.	572,204. 0. 0.	313,364.
CONSULTING: COMMUNICATIONS AND MARKETING INVESTMENT COMMITTEE CONSULTING CONSULTING: BUSINESS DEVELOPMENT	251,069. 1,500. 0.	0. 1,500. 0.	0. 0.	264,210. 0. 0.
TO FORM 990-PF, PG 1, LN 16C	<del></del>	521,796.	572,204.	577,574.
FORM 990-PF	TAX	ES	SI	PATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID FEDERAL EXCISE TAX FILING FEES	40,876. 55,108. 1,900.	62,710.	0. 0. 0.	0. 0. 1,900.
TO FORM 990-PF, PG 1, LN 18	97,884.	62,710.	0.	1,900.

FORM 990-PF	OTHER E	XPENSES	STATEMENT 8		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OTHER PORTFOLIO EXPENSES FROM PARTNERSHIP INVESTMENTS OFFICE SERVICES AND EXPENSES DUES AND MEMBERSHIPS TECHNOLOGY & SUPPORT	0. 64,035. 840. 192,186.	•	0. 0. 0.	0. 57,071. 840. 197,613.	
INSURANCE PROFESSIONAL DEVELOPMENT AND TRAINING TELEPHONE	16,254. 12,245. 14,460.	0. 612. 0.	0.	19,160. 11,130. 13,993.	
TO FORM 990-PF, PG 1, LN 23	300,020.	134,603.	0.	299,807.	

FORM 990-PF	CORPORATE STOCK		STATEMENT 9
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
EQUITIES (SEE ATTACHMENT A)	- -	15,394,374.	15,394,374.
TOTAL TO FORM 990-PF, PART II, I	LINE 10B	15,394,374.	15,394,374.
FORM 990-PF (	OTHER INVESTMENTS		STATEMENT 10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
HEDGE FUNDS (SEE ATTACHMENT A) PRIVATE EQUITIES (SEE ATTACHMENT EXHANGE TRADED FUND (SEE ATTACH		50,397,123. 2,148,495.	50,397,123. 2,148,495.
A) 505,599.7780 SH. DFA SHORT-TERM		4,183,113.	4,183,113.
QUALITY 240,842.0810 SHENKMAN SHRT DUR H INC-INS	HU FMV	6,243,800.	6,243,800.
MUTUAL FUNDS (SEE ATTACHMENT A)	FMV	2,408,421. 188,940.	2,408,421. 188,940.
TOTAL TO FORM 990-PF, PART II, I	LINE 13	65,569,892.	65,569,892.

FORM 990-PF DEPRECIATION OF ASSE	TS NOT HELD FOR	INVESTMENT	STATEMENT 11
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LEASEHOLD IMPROVEMENTS FURNITURE AND EQUIPMENT	793,958. 37,903.	714,023. 21,175.	79,935. 16,728.
TOTAL TO FM 990-PF, PART II, LN 14	831,861.	735,198.	96,663.

FORM 990-PF	OTHER ASSETS		STATEMENT 12	
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE	
SECURITY DEPOSIT PREPAID FEDERAL EXCISE TAX DUE FROM INVESTMENT CASH PENDING INVESTMENT	19,550. 21,052. 22,588. 1,700,000.	32,750. 0. 565,549. 0.	32,750. 0. 565,549. 0.	
TO FORM 990-PF, PART II, LINE 15	1,763,190.	598,299.	598,299. 	
FORM 990-PF OT	HER LIABILITIES		STATEMENT 13	
DESCRIPTION		BOY AMOUNT	EOY AMOUNT	
DEFERRED PENSION LIABILITY DEFERRED EXCISE TAX FEDERAL EXCISE TAX LIABILITY		269,016. 113,000. 0.	214,255. 177,575. 34,056.	
TOTAL TO FORM 990-PF, PART II, LINE 22		382,016.	425,886.	

	LIST OF OFFICERS, DIRECTORS AND FOUNDATION MANAGERS		STATEMENT 14	
NAME AND ADDRESS	TITLE AND AVRG HRS/WK			
EDWARD AHART 14 MAPLE AVENUE, SUITE 200 MORRISTOWN, NJ 07960	CHAIRMAN OF BOX	ARD 0.	0.	0.
ELIZABETH CHRISTOPHERSON 14 MAPLE AVENUE, SUITE 200 MORRISTOWN, NJ 07960	SECRETARY 1.50	0.	0.	0.
ELLIOTT FISHER 14 MAPLE AVENUE, SUITE 200 MORRISTOWN, NJ 07960	TRUSTEE 1.50	0.	0.	0.
MICHAEL HARRIS 14 MAPLE AVENUE, SUITE 200 MORRISTOWN, NJ 07960	TRUSTEE 1.50	0.	0.	0.
JAMES SONNEBORN-ELECTED 08/23/2017 14 MAPLE AVENUE, SUITE 200 MORRISTOWN, NJ 07960	TRUSTEE 1.50	0.	0.	0.
DAVID SURRENDA 14 MAPLE AVENUE, SUITE 200 MORRISTOWN, NJ 07960	TRUSTEE 1.50	0.	0.	0.
LAURA K. LANDY 14 MAPLE AVENUE, SUITE 200 MORRISTOWN, NJ 07960	PRESIDENT/CEO/	TRUSTEE 258,912.	59,099.	0.
AUDREY WELLS 14 MAPLE AVENUE, SUITE 200 MORRISTOWN, NJ 07960	TREASURER 40.00	104,846.	35,034.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6,	PART VIII	363,758.	94,133.	0.