

CHANGE OF ACCOUNTING PERIOD Return of Private Foundation

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

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OMB No 1545-0052

2017

Open to Public Inspection

Form **990-PF**Department of the Treasury
Internal Revenue ServiceFor calendar year 2017 or tax year beginning **MAY 1, 2017**, and ending **DEC 31, 2017**

Name of foundation
FANNIE E. RIPPEL FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
14 MAPLE AVENUE 200

City or town, state or province, country, and ZIP or foreign postal code
MORRISTOWN, NJ 07960

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 84,262,029.** (Part I, column (d) must be on cash basis.)

J Accounting method: ☐ Cash ☒ Accrual
☐ Other (specify) _____

A Employer identification number
22-1559427

B Telephone number
973-540-0101

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	1,645,549.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	1,875.	1,875.		STMT 1
	4 Dividends and interest from sec	407,203.	772,937.		STMT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,133,233.			
	b Gross sales price for all assets on line 6a	19,128,260.			
	7 Capital gain net income (from Part IV, line 2)		3,310,138.		
	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	725,861.	111,469.	572,204.	STMT 3	
12 Total. Add lines 1 through 11	5,913,721.	4,196,419.	572,204.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	363,758.	49,321.	0.	314,437.
	14 Other employee salaries and wages	1,315,094.	9,583.	0.	1,305,511.
	15 Pension plans, employee benefits	469,967.	16,332.	0.	371,088.
	16a Legal fees	11,958.	0.	0.	15,066.
	b Accounting fees	29,010.	0.	0.	30,860.
	c Other professional fees	1,652,687.	521,796.	572,204.	577,574.
	17 Interest		17,448.		
	18 Taxes	97,884.	62,710.	0.	1,900.
	19 Depreciation and depletion	56,555.	0.	0.	
	20 Occupancy	217,552.	4,794.	0.	205,924.
	21 Travel, conferences, and meetings	282,464.	2,825.	0.	272,564.
	22 Printing and publications				
	23 Other expenses	300,020.	134,603.	0.	299,807.
	24 Total operating and administrative expenses. Add lines 13 through 23	4,796,949.	819,412.	572,204.	3,394,731.
	25 Contributions, gifts, grants paid	96,830.			96,830.
26 Total expenses and disbursements. Add lines 24 and 25	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.			
c Adjusted net income (if negative, enter -0-)			0.		

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing	367,435.	1,535,996.	1,535,996.
	2 Savings and temporary cash investments	2,442,645.	834,152.	834,152.
	3 Accounts receivable ▶ 162,309.			
	Less: allowance for doubtful accounts ▶	213,521.	162,309.	162,309.
	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	60,680.	70,344.	70,344.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	14,765,705.	15,394,374.	15,394,374.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	60,300,894.	65,569,892.	65,569,892.
	14 Land, buildings, and equipment; basis ▶ 831,861.			
	Less: accumulated depreciation STMT 11 ▶ 735,198.	151,218.	96,663.	96,663.
	15 Other assets (describe ▶ STATEMENT 12)	1,763,190.	598,299.	598,299.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	80,065,288.	84,262,029.	84,262,029.
	17 Accounts payable and accrued expenses	311,884.	357,512.	
	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 ▶ STMT 13)	382,016.	425,886.	
	23 Total liabilities (add lines 17 through 22)	693,900.	783,398.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted	79,330,118.	82,757,983.	
	25 Temporarily restricted	41,270.	720,648.	
	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	79,371,388.	83,478,631.	
	31 Total liabilities and net assets/fund balances	80,065,288.	84,262,029.	

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	79,371,388.
2 Enter amount from Part I, line 27a	2	1,019,942.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON INVESTMENTS	3	3,151,876.
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.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	83,478,631.

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 SALES OF PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b SEE ATTACHMENT B		VARIOUS	VARIOUS
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 4,250,000.		3,765,371.	484,629.
b			2,825,509.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			484,629.
b			2,825,509.
c			
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	3,310,138.
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	5,213,636.	75,564,378.	.068996
2015	6,300,129.	78,952,442.	.079797
2014	4,801,475.	85,026,892.	.056470
2013	4,177,067.	79,503,719.	.052539
2012	4,284,098.	75,655,847.	.056626

2 Total of line 1, column (d)	2	.314428
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	.062886
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	79,799,991.
5 Multiply line 4 by line 3	5	5,018,302.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	33,770.
7 Add lines 5 and 6	7	5,052,072.
8 Enter qualifying distributions from Part XII, line 4	8	3,493,561.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	67,540.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).		3	67,540.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	0.
3 Add lines 1 and 2		5	67,540.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		6a	26,230.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	0.
6 Credits/Payments:		6c	0.
a 2017 estimated tax payments and 2016 overpayment credited to 2017		6d	0.
b Exempt foreign organizations - tax withheld at source		7	26,230.
c Tax paid with application for extension of time to file (Form 8868)		8	0.
d Backup withholding erroneously withheld		9	41,310.
7 Total credits and payments. Add lines 6a through 6d		10	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		11	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>			

Part VII-A Statements Regarding Activities

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

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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 ► WWW.RIPPELFOUNDATION.ORG	X	
14 The books are in care of ► THE FOUNDATION Telephone no. ► 973-540-0101 Located at ► 14 MAPLE AVENUE, SUITE 200, MORRISTOWN, NJ ZIP+4 ► 07960		
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 ► UNITED KINGDOM	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ► <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017.) N/A	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 ☒ Nob 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
Organizations relying on a current notice regarding disaster assistance, check here N/Ac 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? 6b X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A 7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14				

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
KANDY FERREE - 14 MAPLE AVENUE, SUITE 200, MORRISTOWN, NJ 07960	VP , STRATEGIC PARTNERSHIPS 40.00	178,418.	33,364.	0.
STACY BECKER - 14 MAPLE AVENUE, SUITE 200, MORRISTOWN, NJ 07960	VP, PROGRAMS 40.00	153,973.	34,934.	0.
ROBERT MILSTEIN - 678 MASSACHUSETTS AVE, SUITE 400, CAMBRIDGE, MA 02139	DIRECTOR, SYSTEMS STRATEGY 40.00	141,060.	28,743.	0.
PEDJA STOJICIC - 678 MASSACHUSETTS AVE, SUITE 400, CAMBRIDGE, MA 02139	PROJECT DIRECTOR 40.00	104,751.	7,830.	0.
TAMI GOUVEIA - 678 MASSACHUSETTS AVE, SUITE 400, CAMBRIDGE, MA 02139	PROJECT DIRECTOR 40.00	80,047.	8,617.	0.

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

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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
NEW PROVIDENCE ASSET MANAGEMENT - 570 LEXINGTON AVENUE, 5TH FLOOR, NEW YORK, NY ELLA AUCHINCLOSS	INVESTMENT ADVISOR	199,374.
233 THIRD BEACH ROAD, MIDDLETOWN, RI 02842 KIM FARRIS-BERG	PROJECT CONSULTANT	111,613.
22001 TERESA, MISSION VIEJO, CA 92692 JACK B. HOMER	COMMUNICATIONS CONSULTANT	110,903.
72 STATION HILL ROAD, BARRYTOWN, NY 12507 GOTHAM HEDGED FUND VALUE STRATEGIES	PROJECT CONSULTANT	106,563.
80 LAMBERTON ROAD, WINDSOR, CT 06095	INVESTMENT MANAGER	106,359.
Total number of others receiving over \$50,000 for professional services		9

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 SEE ATTACHMENT D	3,779,378.
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.

1		N/A	
2			
All other program-related investments. See instructions.			
3			
Total. Add lines 1 through 3			0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	80,217,751.
b Average of monthly cash balances	1b	764,718.
c 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)	1e	0.
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.

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	2,678,247.
2a Tax on investment income for 2017 from Part VI, line 5	2a	67,540.
b Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c 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.

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	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 qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				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 From 2013				
c From 2014				
d From 2015				
e From 2016				1,251,518.
f Total of lines 3a through e	1,251,518.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ 3,493,561.				
a Applied to 2016, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				2,610,707.
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:				
a 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.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	925,801.	SEE STATEMENT 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:				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016	325,717.			
e Excess from 2017	882,854.			

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHMENT E	SEE ATTACHMENT E	SEE ATTACHMENT E	SEE ATTACHMENT E	96,830.
Total			▶ 3a	96,830.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a CONTRACT INCOME						572,204.
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	1,875.		
4 Dividends and interest from securities			14	407,203.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
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						
c						
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)						4,268,172.

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

[illegible]

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**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

FANNIE E. RIPPEL FOUNDATION

Employer identification number

22-1559427

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet 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. Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

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 space is needed

(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	\$ 1,421,449.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	NEMOURS CHILDREN'S HEALTH SYSTEM 10140 CENTURION PARKWAY N JACKSONVILLE, FL 32256	\$ 40,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
3	BLUE SHIELD FOUNDATION OF CALIFORNIA 50 BEALE STREET, 14TH FLOOR SAN FRANCISCO, CA 94105	\$ 150,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
4	KRESGE FOUNDATION 3215 W. BIG BEAVER ROAD TROY, MI 48084	\$ 25,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5	CDC FOUNDATION 600 PEACHTREE STREET NE, SUITE 1000 ATLANTA, GA 30308	\$ 9,100.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization	Employer identification number
FANNIE E. RIPPEL FOUNDATION	22-1559427

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

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

Name of organization

Employer identification number

FANNIE E. RIPPEL FOUNDATION**22-1559427****Part III**

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

Use duplicate copies of Part III if additional space is needed

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

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 INCOME FROM TEMPORARY CASH INVESTMENTS	1,875.	1,875.	0.
TOTAL TO PART I, LINE 3	1,875.	1,875.	0.

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
DIVIDEND AND INTEREST INCOME FROM SECURITIES	407,203.	0.	407,203.	772,937.	0.
TO PART I, LINE 4	407,203.	0.	407,203.	772,937.	0.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER PARTNERSHIP INCOME	153,657.	111,469.	0.
CONTRACT INCOME	572,204.	0.	572,204.
TOTAL TO FORM 990-PF, PART I, LINE 11	725,861.	111,469.	572,204.

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	11,958.	0.	0.	15,066.
TO FM 990-PF, PG 1, LN 16A	11,958.	0.	0.	15,066.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING & 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 PROFESSIONAL FEES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES-CONSULTING	858,662.	0.	572,204.	313,364.
INVESTMENT MANAGEMENT FEES	512,285.	491,125.	0.	0.
CUSTODY FEES	29,171.	29,171.	0.	0.
CONSULTING: COMMUNICATIONS AND MARKETING	251,069.	0.	0.	264,210.
INVESTMENT COMMITTEE CONSULTING	1,500.	1,500.	0.	0.
CONSULTING: BUSINESS DEVELOPMENT	0.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	1,652,687.	521,796.	572,204.	577,574.

FORM 990-PF

TAXES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	40,876.	62,710.	0.	0.
FEDERAL EXCISE TAX	55,108.	0.	0.	0.
FILING FEES	1,900.	0.	0.	1,900.
TO FORM 990-PF, PG 1, LN 18	97,884.	62,710.	0.	1,900.

FORM 990-PF

OTHER EXPENSES

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	0.	119,603.	0.	0.
OFFICE SERVICES AND EXPENSES	64,035.	4,779.	0.	57,071.
DUES AND MEMBERSHIPS	840.	0.	0.	840.
TECHNOLOGY & SUPPORT	192,186.	9,609.	0.	197,613.
INSURANCE	16,254.	0.	0.	19,160.
PROFESSIONAL DEVELOPMENT AND TRAINING	12,245.	612.	0.	11,130.
TELEPHONE	14,460.	0.	0.	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, 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)	FMV	50,397,123.	50,397,123.
PRIVATE EQUITIES (SEE ATTACHMENT A)	FMV	2,148,495.	2,148,495.
EXCHANGE TRADED FUND (SEE ATTACHMENT A)	FMV	4,183,113.	4,183,113.
505,599.7780 SH. DFA SHORT-TERM EXT QUALITY	FMV	6,243,800.	6,243,800.
240,842.0810 SHENKMAN SHRT DUR HU INC-INS	FMV	2,408,421.	2,408,421.
MUTUAL FUNDS (SEE ATTACHMENT A)	FMV	188,940.	188,940.
TOTAL TO FORM 990-PF, PART II, LINE 13		65,569,892.	65,569,892.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LEASEHOLD IMPROVEMENTS	793,958.	714,023.	79,935.
FURNITURE AND EQUIPMENT	37,903.	21,175.	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	19,550.	32,750.	32,750.
PREPAID FEDERAL EXCISE TAX	21,052.	0.	0.
DUE FROM INVESTMENT	22,588.	565,549.	565,549.
CASH PENDING INVESTMENT	1,700,000.	0.	0.
TO FORM 990-PF, PART II, LINE 15	1,763,190.	598,299.	598,299.

FORM 990-PF OTHER LIABILITIES STATEMENT 13

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED PENSION LIABILITY	269,016.	214,255.
DEFERRED EXCISE TAX	113,000.	177,575.
FEDERAL EXCISE TAX LIABILITY	0.	34,056.
TOTAL TO FORM 990-PF, PART II, LINE 22	382,016.	425,886.

FORM 990-PF

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

STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
EDWARD AHART 14 MAPLE AVENUE, SUITE 200 MORRISTOWN, NJ 07960	CHAIRMAN OF BOARD 6.00	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 40.00	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.