

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

Name of foundation Henry and Elaine Kaufman Foundation Inc		A Employer identification number 23-7045903	
% HENRY KAUFMAN			
Number and street (or P O box number if mail is not delivered to street address) 590 Madison Avenue 5th Floor		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code New York, NY 10022		B Telephone number (see instructions)	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 32,498,439		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	2,110,955			
	2 Check ▶ ☐ If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	7,973	7,973		
	4 Dividends and interest from securities	413,727	413,727		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,191,832			
	b Gross sales price for all assets on line 6a 8,971,048				
	7 Capital gain net income (from Part IV, line 2)		2,191,832		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	187	187		
	12 Total. Add lines 1 through 11	4,724,674	2,613,719		
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	2,870	0	0	2,870
	b Accounting fees (attach schedule)	51,060	51,060	0	0
	c Other professional fees (attach schedule)	261,628	261,628		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	104,781	29,781		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	2,221	1,316		905
	24 Total operating and administrative expenses. Add lines 13 through 23	422,560	343,785	0	3,775
	25 Contributions, gifts, grants paid	1,672,050			1,672,050
	26 Total expenses and disbursements. Add lines 24 and 25	2,094,610	343,785	0	1,675,825
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	2,630,064			
	b Net investment income (if negative, enter -0-)		2,269,934		
c Adjusted net income(if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	1,369,227	92,342	92,342
	2 Savings and temporary cash investments	592,225	1,864,813	1,864,813
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	19,719,165	21,502,120	29,854,646
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	2,190,672	1,853,464	686,638
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	23,871,289	25,312,739	32,498,439	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	23,871,289	25,312,739	
	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 (see instructions)	23,871,289	25,312,739	
31 Total liabilities and net assets/fund balances (see instructions) .	23,871,289	25,312,739		

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	23,871,289
2 Enter amount from Part I, line 27a	2	2,630,064
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	26,501,353
5 Decreases not included in line 2 (itemize) ▶ _____	5	1,188,614
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	25,312,739

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a PUBLICLY TRADED SECURITIES	P		
b LEEDS EQUITY PARTNERS LP K-1 CAPITAL GAIN	P		
c ELEVATION MSP LP K-1 CAPITAL GAIN	P		
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 8,966,859		6,483,127	2,483,732
b		296,089	-296,089
c 4,189			4,189
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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			2,483,732
b			-296,089
c			4,189
d			
e			

2 Capital gain net income or (net capital loss)	2	2,191,832
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	2,020,371	26,396,886	0 076538
2015	890,030	28,649,497	0 031066
2014	1,711,341	24,825,946	0 068934
2013	1,486,590	20,984,577	0 070842
2012	1,702,834	12,172,197	0 139895
2 Total of line 1, column (d)			0 387275
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			0 077455
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			28,880,364
5 Multiply line 4 by line 3			2,236,929
6 Enter 1% of net investment income (1% of Part I, line 27b)			22,699
7 Add lines 5 and 6			2,259,628
8 Enter qualifying distributions from Part XII, line 4			1,675,825

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	45,399
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	45,399
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	45,399
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	78,926
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	78,926
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	33,527
11	Enter the amount of line 10 to be Credited to 2018 estimated tax 33,527 Refunded	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶	13	Yes	
14	The books are in care of ▶ <u>HENRY KAUFMAN</u> Telephone no ▶ <u>(212) 758-7100</u>			

Located at ▶ 590 MADISON AVENUE 5TH FLOOR New York NY ZIP+4 ▶ 10022

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

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

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

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

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

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

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

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

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation

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

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

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

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

Total. Add lines 1 through 3. ►

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	26,621,116
b	Average of monthly cash balances.	1b	2,012,412
c	Fair market value of all other assets (see instructions).	1c	686,638
d	Total (add lines 1a, b, and c).	1d	29,320,166
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	29,320,166
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	439,802
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	28,880,364
6	Minimum investment return. Enter 5% of line 5.	6	1,444,018

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	1,444,018
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	45,399
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	45,399
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,398,619
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,398,619
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,398,619

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	1,675,825
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	1,675,825
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,675,825

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				1,398,619
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 2015, 2014, 2013		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012. 1,214,484				
b From 2013. 474,897				
c From 2014. 0				
d From 2015. 0				
e From 2016. 731,723				
f Total of lines 3a through e.	2,421,104			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>1,675,825</u>				
a Applied to 2016, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2017 distributable amount.				1,398,619
e Remaining amount distributed out of corpus	277,206			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,698,310			
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	2,110,955			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	587,355			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016. 587,355				
e Excess from 2017.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2)) See Additional Data Table	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d	
a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed DR HENRY ELAINE KAUFMAN 590 MADISON AVENUE NEW YORK, NY 10022 (212) 758-7100	
b The form in which applications should be submitted and information and materials they should include APPLICATIONS SHOULD BE SUBMITTED IN WRITING	
c Any submission deadlines NONE	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors NONE	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	1,672,050
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	*****	2018-10-31	*****
	Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	Daniel J Curran				P00311611
	Firm's name ► Bender Lane Advisory LLC				Firm's EIN ►
Firm's address ► 4 Tower Pl Ste 1001 Albany, NY 122033721					Phone no (518) 218-1218

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Henry Kaufman 590 Madison Avenue 5th Floor New York, NY 10022	Pres/Treas/Dir - AS NEEDED 0	0	0	0
Elaine Kaufman 590 Madison Avenue 5th Floor New York, NY 10022				
Daniel S Kaufman 590 Madison Avenue 5th Floor New York, NY 10022	VP/Dir - AS NEEDED 0	0	0	0
Glenn D Kaufman 590 Madison Avenue 5th Floor New York, NY 10022				
Craig S Kaufman 590 Madison Avenue 5th Floor New York, NY 10022	DIRECTOR - AS NEEDED 0	0	0	0

Form 990PF Part XV Line 1a - List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000).

HENRY KAUFMAN
ELAINE KAUFMAN

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Alliance for Eating Disorders Awareness PO Box 2562 West Palm Beach, FL 33402	None	PC	General Charitable	100
American Academy of Arts & Sciences 136 Irving St Cambridge, MA 02138	None	PC	General Charitable	5,000
American Committee for Shaare Zedek 55 West 39th Street 4th Floor New York, NY 10018	None	PC	General Charitable	500
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
American Friends of the Israel Museum 545 Fifth Ave Ste 920 New York, NY 10017	None	PC	General Charitable	1,000
American Jewish Committee 165 East 65th Street New York, NY 10022	None	PC	General Charitable	3,600
Animal Medical Center510 E 62nd St New York, NY 10065	None	PC	General Charitable	10,000
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Atlanta Jewish Film Festival 1800 Peachtree St NW STE 830 Atlanta, GA 30309	None	PC	General Charitable	1,620
Austen Riggs Center 25 Main St PO Box 962 Stockbridge, MA 01262	None	PC	General Charitable	30,000
Bergen Volunteer Medical Initiative Inc 75 Essex Street Suite 100 Hackensack, NJ 07601	None	PC	General Charitable	3,000
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Camp Sunshine1850 Clairmont Road Decatur, GA 30033	None	PC	General Charitable	2,500
Center for Civil and Human Rights 250 Williams St Suite 2322 Atlanta, GA 30303	None	PC	General Charitable	100
Center for Jewish LifePrinceton Hillel 70 Washington Road Princeton, NJ 08540	None	PC	General Charitable	540
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Chabad719 Eastern Parkway 1 Brooklyn, NY 11213	None	PC	General Charitable	5,000
Chabad - Puerto Rico PMB 122 5900 Isla Verde Ave L-2 Carolina, PR 00979	None	PC	General Charitable	5,000
Congregation Shir Shalom 252 W Spain St Sonoma, CA 95476	None	PC	General Charitable	1,500
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Congregation Shir Shalom 252 W Spain St Sonoma, CA 95476	None	PC	General Charitable	1,800
Connecticut Public Broadcasting 1049 Asylum Ave Hartford, CT 06105	None	PC	General Charitable	20,000
Council for Economic Education 122 East 42nd St Suite 2600 New York, NY 10168	None	PC	General Charitable	1,000
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Council on Foreign Relations58 E 68th St New York, NY 10065	None	PC	General Charitable	25,000
DOROT171 W 85th St New York, NY 10024	None	PC	General Charitable	200
DOROT171 W 85th St New York, NY 10024	None	PC	General Charitable	500
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Dwight-Englewood School 315 E Palisade Ave Englewood, NJ 07631	None	PC	General Charitable	2,500
Education Through Music 122 E 42nd St Ste 1501 New York, NY 10168	None	PC	General Charitable	1,000
Education Through Music 122 E 42nd St Ste 1501 New York, NY 10168	None	PC	General Charitable	1,000
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Environmental Working Group 1436 U St NW Ste 100 Washington, DC 20009	None	PC	General Charitable	1,000
Feltsman Piano Foundation 18 Hawk Hill Rd New Paltz, NY 12561	None	PC	General Charitable	20,000
Franklin Lakes Volunteer Ambulance Corps PO BOX 302 Franklin Lakes, NJ 07417	None	PC	General Charitable	100
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Franklin Lakes Volunteer Fire Department 480 DeKorte Drive Franklin Lakes, NJ 07417	None	PC	General Charitable	100
Friends of Israel Defense Forces 60 East 42nd Street New York, NY 10165	None	PC	General Charitable	7,600
Fund for ReunionPO BOX 1481 Princeton, NJ 08542	None	PC	General Charitable	250
Total 				1,672,050
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Glen Rock Jewish Center 682 Harristown Rd Glen Rock, NJ 07452	None	PC	General Charitable	200
Grassroots Environmental Education 52 Main Street Port Washington, NY 11050	None	PC	General Charitable	10,000
Group of Thirty1701 K St NW Ste 950 Washington, DC 20006	None	PC	General Charitable	2,000
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GW Baseball Fund600 22nd St NW WASHINGTON, DC 20052	None	PC	General Charitable	5,000
Hadassah50 W 58th St New York, NY 10019	None	PC	General Charitable	1,000
Hadassah50 W 58th St New York, NY 10019	None	PC	General Charitable	200
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HealthCare Chaplaincy Network 1480 Fowler St Richland, WA 99352	None	PC	General Charitable	3,000
Hold On To Your Music Inc 2128 Duxbury Cir Los Angeles, CA 90034	None	PC	General Charitable	1,000
Institute of International Education 809 United Nations Plaza New York, NY 10017	None	PC	General Charitable	20,000
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Institute of International Education 809 United Nations Plaza New York, NY 10017	None	PC	General Charitable	20,000
Israeli American Council 5900 Canoga Ave Ste 390 Woodland Hls, CA 91367	None	PC	General Charitable	2,500
Jerusalem Fellowships Inc28 Park Ave Airmont, NY 10952	None	PC	General Charitable	25,000
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Jewish Educational Loan Fund 4549 Chamblee Dunwoody Rd Atlanta, GA 30338	None	PC	General Charitable	10,000
Jewish Federation of Atlanta 1440 Spring St Atlanta, GA 30309	None	PC	General Charitable	3,000
Jewish Federation of Palm Beach 1 Havard Circle Suite 100 West Palm Beach, FL 33409	None	PC	General Charitable	5,000
Total 				1,672,050
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Jewish Federation of Palm Beach County 1 Havard Circle Suite 100 West Palm Beach, FL 33409	None	PC	General Charitable	50,000
Jewish Home Foundation 3150 Howell Mill Rd Atlanta, GA 30327	None	PC	General Charitable	10,000
Jewish Home Foundation of North Jersey 10 Link Dr Rockleigh, NJ 07647	None	PC	General Charitable	10,000
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Johns Hopkins University 3910 Keswick Road Suite N2100 Baltimore, MD 21211	None	PC	General Charitable	2,500
Kaufman Center129 West 67th Street New York, NY 10023	None	PC	General Charitable	200
Kaufman Center129 West 67th Street New York, NY 10023	None	PC	General Charitable	200,000
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Kaufman Music Center Goodman House 129 W 67th St New York, NY 10023	None	PC	General Charitable	8,000
Kol Ami of Boca RatonPO Box 810504 Boca Raton, FL 33481	None	PC	General Charitable	2,500
Kravis Center for the Performing Arts 701 Okeechobee Blvd West Palm Beach, FL 33401	None	PC	General Charitable	12,500
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Leo Baeck Institute15 W 16 St New York, NY 10011	None	PC	General Charitable	5,000
Leo Baeck Institute15 W 16 St New York, NY 10011	None	PC	General Charitable	5,000
Marcus Jewish Community Center 5342 Tilly Mill Rd Dunwoody, GA 30338	None	PC	General Charitable	250
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Montclair Art Museum 3 South Mountain Ave Montclair, NJ 07042	None	PC	General Charitable	500
MorseLife Foundation Inc 4847 Fred Gladstone Dr West Palm Beach, FL 33417	None	PC	General Charitable	3,000
Museum of American Finance 48 Wall Street New York, NY 10005	None	PC	General Charitable	10,000
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
New York Historical Society 170 Central Park West New York, NY 10024	None	PC	General Charitable	1,000
New York Public Radio 160 Varick Street 9th Floor New York, NY 10013	None	PC	General Charitable	1,000
New York-Presbyterian 525 E 68th St Box 156 New York, NY 10065	None	PC	General Charitable	100,000
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Norton Museum of Art1451 S Olive Ave West Palm Beach, FL 33401	None	PC	General Charitable	200,000
Norton Museum of Art1451 S Olive Ave West Palm Beach, FL 33401	None	PC	General Charitable	30,000
Norton Museum of Art1451 S Olive Ave West Palm Beach, FL 33401	None	PC	General Charitable	30,000
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Palm Beach Country Club Foundation 760 N Ocean Blvd Palm Beach, FL 33480	None	PC	General Charitable	1,000
Palm Beach Drama Works 201 Clematis Street West Palm Beach, FL 33401	None	PC	General Charitable	1,000
Palm Beach United Way 44 Cocoanut Row Suite M201 Palm Beach, FL 33480	None	PC	General Charitable	1,500
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Parrish Art Museum 279 Montauk Highway Water Mill, NY 11976	None	PC	General Charitable	5,000
Phelps Memorial Hospital 972 Brush Hollow Rd Westbury, NY 11590	None	PC	General Charitable	5,000
Point Foundation 5055 Wilshire Boulevard Suite 501 Los Angeles, CA 90036	None	PC	General Charitable	1,000
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Princeton AlumniCorps 12 Stockton Street Princeton, NJ 08540	None	PC	General Charitable	500
Reconstructionist Rabbinical College 1299 Church Rd Wyncote, PA 19095	None	PC	General Charitable	10,000
Riverdale Mental Health Association 5676 Riverdale Avenue Bronx, NY 10471	None	PC	General Charitable	7,000
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Riverdale Neighborhood House 5521 Moshul Ave Bronx, NY 10471	None	PC	General Charitable	1,000
Ryan Licht Sang Bipolar Foundation 875 N Michigan Ave Ste 3100 Chicago, IL 60611	None	PC	General Charitable	500
Sigma Phi Epsilon Educational Foundation 310 S Boulevard Richmond, VA 23220	None	PC	General Charitable	2,500
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
T J Martell Foundation 417 Fifth Avenue 8th Floor New York, NY 10016	None	PC	General Charitable	5,000
Temple Beth El of Dunkirk 190 N County Road Palm Beach, FL 33480	None	PC	General Charitable	540
Temple Beth Rishon585 Russell Avenue 9 Church St Wyckoff, NJ 07481	None	PC	General Charitable	18,000
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Temple Emanu-El of Palm Beach 585 Russell Avenue Wyckoff, NJ 07481	None	PC	General Charitable	10,175
Temple Emanu-El of Palm Beach 585 Russell Avenue Wyckoff, NJ 07481	None	PC	General Charitable	1,800
Temple Sinai509 Broadway Saratoga Springs, NY 12866	None	PC	General Charitable	6,000
Total 				1,672,050
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
The 1891 Fredonia Opera House Inc PO Box 384 Fredonia, NY 14063	None	PC	General Charitable	1,000
The Bretton Woods Committee 1701 K St NW Ste 950 Washington, DC 20006	None	PC	General Charitable	500
The Davis Academy8105 Roberts Dr Atlanta, GA 30350	None	PC	General Charitable	150,000
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
The Hoffman Institute Foundation 1299 4th St PH 600 San Rafael, CA 94901	None	PC	General Charitable	250
The Jewish Museum1109 5th Ave New York, NY 10128	None	PC	General Charitable	10,000
The Jewish Museum1109 5th Ave New York, NY 10128	None	PC	General Charitable	10,000
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
The Jewish Museum1109 5th Ave New York, NY 10128	None	PC	General Charitable	10,000
The Jewish Museum1109 5th Ave New York, NY 10128	None	PC	General Charitable	10,000
The Mussar Institute6545 SW 133rd Dr Pinecrest, FL 33156	None	PC	General Charitable	1,000
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
The Society of the Four Arts Four Arts Plaza Palm Beach, FL 33480	None	PC	General Charitable	10,000
The Society of the Four Arts Four Arts Plaza Palm Beach, FL 33480	None	PC	General Charitable	5,000
The Temple1589 Peachtree Street Atlanta, GA 30309	None	PC	General Charitable	2,775
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Thirteen825 Eighth Ave 14th Fl New York, NY 10019	None	PC	General Charitable	150
TriBraining Inc2430 Prairie Ave Evanston, IL 60201	None	PC	General Charitable	5,000
Trustees of the Univ of Pennsylvania 3451 Walnut Street Suite 305 Philadelphia, PA 19104	None	PC	General Charitable	2,500
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Trustees of University of Pennsylvania 3451 Walnut Street Suite 305 Philadelphia, PA 19104	None	PC	General Charitable	2,500
University of Maryland College Park Fdn 4603 Calvert Rd College Park, MD 20740	None	PC	General Charitable	400,000
Valley Hospital Foundation 223 North Van Dien Avenue Ridgewood, NJ 07450	None	PC	General Charitable	10,000
Total 				1,672,050
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Washington University Campus Box 1082 One Brookings Drive Saint Louis, MO 63130	None	PC	General Charitable	20,000
WNEDWBFO3401 S Congress Ave Boynton Beach, FL 33426	None	PC	General Charitable	1,000
WXEL-South Florida PBS 3401 S Congress Ave Boynton Beach, FL 33426	None	PC	General Charitable	1,000
Total ▶ 3a				1,672,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Yeshiva University 500 West 185th Street New York, NY 10033	None	PC	General Charitable	1,000
Total 				1,672,050
3a				

TY 2017 Accounting Fees Schedule**Name:** Henry and Elaine Kaufman Foundation Inc**EIN:** 23-7045903**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BENDER LANE ADVISORY, LLC	51,060	51,060		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2017 Depreciation Schedule

Name: Henry and Elaine Kaufman Foundation Inc

EIN: 23-7045903

TY 2017 Investments Corporate Stock Schedule**Name:** Henry and Elaine Kaufman Foundation Inc**EIN:** 23-7045903

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CHIEFTAIN	2,640,943	3,439,134
JP MORGAN	26,374	324,718
MORGAN STANLEY	5,097,801	6,882,550
GARDNER RUSSO GARDNER	6,955,413	11,131,656
SQ ADVISORS	3,781,589	5,076,588
CAPE ANN DEVELOPING MKTS FD	3,000,000	3,000,000

TY 2017 Investments - Other Schedule**Name:** Henry and Elaine Kaufman Foundation Inc**EIN:** 23-7045903**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AUTONOMY	AT COST	76,582	79,946
CERBERUS ASIA PARTNERS LTD	AT COST	0	0
ELEVATION PARTNERS LP	AT COST	353,780	349
LEEDS EQUITY PARTNERS IV LP	AT COST	1,415,328	603,781
ELEVATION DUNDEE PARTNERS, LP	AT COST	0	316
ELEVATION MSP, LP	AT COST	7,774	2,246

TY 2017 Legal Fees Schedule**Name:** Henry and Elaine Kaufman Foundation Inc**EIN:** 23-7045903

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CLEARY GOTTlieb	2,870			2,870

TY 2017 Other Decreases Schedule**Name:** Henry and Elaine Kaufman Foundation Inc**EIN:** 23-7045903

Description	Amount
ADJ TO CARRY DONATED SECURITIES AT COST	1,182,468
OTHER ADJUSTMENTS	1,501
CERBERUS ASIA BOOK VALUE WRITE-OFF	4,645

TY 2017 Other Expenses Schedule**Name:** Henry and Elaine Kaufman Foundation Inc**EIN:** 23-7045903**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NYS DEPT OF LAW	750			750
ALM	155			155
ELEVATION PARTNERS, LP	26	26		
ELEVATION MSP BLOCKER HOLD LP	325	325		
LEEDS EQUITY PARTNERS IV, LP	965	965		

TY 2017 Other Income Schedule

Name: Henry and Elaine Kaufman Foundation Inc

EIN: 23-7045903

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CERBERUS ASIA PARTNERS, LP	187	187	

TY 2017 Other Professional Fees Schedule**Name:** Henry and Elaine Kaufman Foundation Inc**EIN:** 23-7045903

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CHIEFTAIN MANAGEMENT FEES	109,208	109,208		
GARDNER RUSSO MANAGE/CUST FEES	105,644	105,644		
SQ ADVISORS MANAGEMENT FEES	46,776	46,776		

TY 2017 Taxes Schedule**Name:** Henry and Elaine Kaufman Foundation Inc**EIN:** 23-7045903

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES -GARDNER RUSSO	27,879	27,879		
FOREIGN TAXES - SQ ADVISORS	1,902	1,902		
UNITED STATES TREASURY	75,000	0		

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491310003088	
Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service		Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990			OMB No 1545-0047
					2017
Name of the organization Henry and Elaine Kaufman Foundation Inc				Employer identification number 23-7045903	

Organization type (check one)

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

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

General Rule

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

Special Rules

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

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

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

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

Name of organization Henry and Elaine Kaufman Foundation Inc	Employer identification number 23-7045903
--	---

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	HENRY AND ELAINE KAUFMAN 590 MADISON AVENUE NEW YORK, NY 10022	\$ 2,110,955	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization Henry and Elaine Kaufman Foundation Inc	Employer identification number 23-7045903
--	---

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

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

Name of organization Henry and Elaine Kaufman Foundation Inc	Employer identification number 23-7045903
--	---

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

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

Additional Data

Software ID:
Software Version:
EIN: 23-7045903
Name: Henry and Elaine Kaufman Foundation Inc

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>1</u>	27,280 SHS HANES BRANDS INC	<u>\$ 588,157</u>	<u>2017-12-15</u>
<u>1</u>	5,250 SHS BROWN FORMAN	<u>\$ 347,865</u>	<u>2017-12-15</u>
<u>1</u>	475 SHS BERKSHIRE HATHAWAY CL B	<u>\$ 94,152</u>	<u>2017-12-15</u>
<u>1</u>	1,275 SHS HEINEKEN HOLDINGS NV	<u>\$ 122,043</u>	<u>2017-12-15</u>
<u>1</u>	1,280 SHS MARTIN MARIETTA MATERIALS	<u>\$ 106,660</u>	<u>2017-12-15</u>
<u>1</u>	4,675 SHS ALTRIA GROUP INC	<u>\$ 336,390</u>	<u>2017-12-15</u>
<u>1</u>	3,650 SHS HEINEKEN HOLDINGS NV	<u>\$ 360,328</u>	<u>2017-12-26</u>