

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

Name of foundation BARBARA & GARY BRANDT FAMILY FOUNDATION		A Employer identification number 26-1396548	
Number and street (or P O box number if mail is not delivered to street address) CITRIN COOPERMAN 529 FIFTH AVE		Room/suite	B Telephone number (see instructions) (212) 697-1000
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10017		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,513,639	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	6,622	6,622		
	4 Dividends and interest from securities	82,189	82,189		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	222,968			
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV, line 2)		222,968		
	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)				
	12 Total. Add lines 1 through 11	311,779	311,779		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,164	1,889		275
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	45,457	33,416		12,041
	24 Total operating and administrative expenses. Add lines 13 through 23	47,621	35,305		12,316
	25 Contributions, gifts, grants paid	186,650			186,650
	26 Total expenses and disbursements. Add lines 24 and 25	234,271	35,305		198,966
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	77,508			
	b Net investment income (if negative, enter -0-)		276,474		
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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	24,467	4,335	14,226
	2	Savings and temporary cash investments	92,703	118,380	118,380
	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)	27,545	7,258	7,437
	b	Investments—corporate stock (attach schedule)	3,195,650	3,382,486	4,261,910
	c	Investments—corporate bonds (attach schedule)	75,612	63,848	64,111
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	107,698	40,040	47,575
	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)	3,523,675	3,616,347	4,513,639	
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 ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	3,523,675	3,616,347	
30	Total net assets or fund balances (see instructions)	3,523,675	3,616,347		
31	Total liabilities and net assets/fund balances (see instructions) .	3,523,675	3,616,347		

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	3,523,675
2	Enter amount from Part I, line 27a	2	77,508
3	Other increases not included in line 2 (itemize) ▶ _____	3	15,164
4	Add lines 1, 2, and 3	4	3,616,347
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	3,616,347

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
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) 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 See Additional Data Table			
b			
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	222,968
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	187,622	3,917,603	0 047892
2015	213,206	4,135,906	0 051550
2014	183,552	4,144,985	0 044283
2013	169,042	3,824,519	0 044200
2012	172,217	3,528,345	0 048810
2 Total of line 1, column (d)			2 0 236735
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			3 0 047347
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 4,216,371
5 Multiply line 4 by line 3			5 199,633
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,765
7 Add lines 5 and 6			7 202,398
8 Enter qualifying distributions from Part XII, line 4			8 198,966

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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	5,529
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	5,529
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	5,529
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	10,966
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	0
7	Total credits and payments. Add lines 6a through 6d.	7	12,466
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	6,937
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> 6,937 Refunded <input type="checkbox"/>	11	0

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)? <i>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</i>	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 <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	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)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	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 N/A	13	Yes	
14	The books are in care of CITRIN COOPERMAN CO LLP Telephone no (212) 697-1000			

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15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> 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? <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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" 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)? <input type="checkbox"/> 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? <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/> 2b			
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 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? <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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	5b		
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? <input type="checkbox"/> Yes <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>If "Yes" to 6b, file Form 8870</i>	6b		No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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
BARBARA BRANDT 3 MITTMAN ROAD RYE, NY 10580	TRUSTEE 0 50	0	0	0
GARY BRANDT 3 MITTMAN ROAD RYE, NY 10580	TRUSTEE 0 50	0	0	0

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	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				

Total number of other employees paid over \$50,000. **0**

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
NONE		

Total number of others receiving over \$50,000 for professional services. **0**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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	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	4,136,133
b	Average of monthly cash balances.	1b	144,447
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	4,280,580
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	4,280,580
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	64,209
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	4,216,371
6	Minimum investment return. Enter 5% of line 5.	6	210,819

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	210,819
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	5,529
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	5,529
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	205,290
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	205,290
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	205,290

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	198,966
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	198,966
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	198,966

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				205,290
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			191,917	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 198,966				
a Applied to 2016, but not more than line 2a			191,917	
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.				7,049
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				198,241
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.				

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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.)

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))

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

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 email address of the person to whom applications should be addressed

- b** The form in which applications should be submitted and information and materials they should include

- c** Any submission deadlines

- Form
- 990-PF**
- (2017)

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	186,650
b <i>Approved for future payment</i>				
Total			3b	0

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 (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
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	6,622	
4	Dividends and interest from securities. . . .			14	82,189	
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.					
8	Gain or (loss) from sales of assets other than inventory			18	222,968	
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). . .		0		311,779	0
13	Total. Add line 12, columns (b), (d), and (e).			13		311,779

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

Part XVII

		Yes	No
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1a(1)	No
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1a(2)	No
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1b(1)	No
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1b(2)	No
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1b(3)		No
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1b(4)		No
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1b(5)	No
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1b(6)		No
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1c		No
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value
ue

[illegible]

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

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.

<p>Sign Here</p> <p>*****</p> <hr/> <p>Signature of officer or trustee</p>	<p>2018-11-13</p> <hr/> <p>Date</p>	<p>*****</p> <hr/> <p>Title</p>
---	-------------------------------------	---------------------------------

May the IRS discuss this return with the preparer shown below

(see instr)? ☒ **Yes** ☐ **No**

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 <input type="checkbox"/>	PTIN
	JOHN REPETTI		2018-11-13		P00163823
	Firm's name ▶ CITRIN COOPERMAN & CO LLP				Firm's EIN ▶ 22-2428965
	Firm's address ▶ 529 FIFTH AVENUE NEW YORK, NY 100174683				Phone no (212) 697-1000

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
PUBLICLY TRADED SECURITIES SCH I			
PUBLICLY TRADED SECURITIES SCH I			
PUBLICLY TRADED SECURITIES SCH II			
PUBLICLY TRADED SECURITIES SCH II			
PUBLICLY TRADED SECURITIES SCH III			
PUBLICLY TRADED SECURITIES SCH III			
PUBLICLY TRADED SECURITIES SCH IV			
PUBLICLY TRADED SECURITIES SCH IV			
PUBLICLY TRADED SECURITIES SCH V			
UBS#53760-CREDIT SUISSE GROUP SPON ADR			2017-05-26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
447,906		428,141	19,765
438,725		376,619	62,106
401,330		361,900	39,430
346,169		256,762	89,407
42,939		42,980	-41
117,283		108,695	8,588
147,636		149,526	-1,890
214,375		214,117	258
28,487		26,847	1,640
326			326

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			19,765
			62,106
			39,430
			89,407
			-41
			8,588
			-1,890
			258
			1,640
			326

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
UBS#53764-CREDIT SUISSE GROUP SPON ADR			2017-05-26
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
245			245
3,134			3,134


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			245
			3,134

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 BALLET THEATRE FOUNDATION 890 BROADWAY NEW YORK, NY 10003		PC	GENERAL SUPPORT	20,000
AMERICAN DANCE MACHINE 21ST CENTURY FDN 175 EIGHTH AVENUE NEW YORK, NY 10011		PC	GENERAL SUPPORT	500
BIRTHRIGHT ISRAEL FOUNDATION 33E 33RD ST 7TH FL NEW YORK, NY 10016		PC	GENERAL SUPPORT	2,500
Total ▶ 3a				186,650

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>				
CENTRAL PARK CONSERVANCY 14 E 60TH ST NEW YORK, NY 10022		PC	GENERAL SUPPORT	1,000
DOCTORS WITHOUT BORDERS 333 7TH AVENUE 2ND FLOOR NEW YORK, NY 100015004		PC	GENERAL SUPPORT	10,000
FISHER HOUSE FOUNDATION INC 111 ROCKVILLE PIKE SUITE 420 ROCKVILLE, MD 20850		PC	GENERAL SUPPORT	15,000
Total ▶ 3a				186,650

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>				
FOUNDATION FOR INDEPENDENT ARTIST 246 W 38TH STREET NEW YORK, NY 10018		PC	GENERAL SUPPORT	500
GUGGENHEIM MUSEUM -WORKS & PROCESS 1071 FIFTH AVE NEW YORK, NY 10128		PC	GENERAL SUPPORT	1,000
HARRISON POLICE ASSOCIATION 650 NORTH ST HARRISON, NY 10528		PC	GENERAL SUPPORT	500
Total ▶ 3a				186,650

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>				
JESSICA LANG DANCE 2728 THOMSON AVE UNIT 252 LONG ISLAND CITY NEW YORK, NY 11101		PC	GENERAL SUPPORT	1,000
JOYCE THEATRE FOUNDATION 175 EIGHTH AVENUE NEW YORK, NY 10011		PC	GENERAL SUPPORT	1,000
JUILLIARD SCHOOL 60 LINCOLN CENTER PLAZA NEW YORK, NY 10023		PC	GENERAL SUPPORT	16,300
Total 3a				186,650


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 CITY CENTER131 W 55TH ST NEW YORK, NY 10019		PC	GENERAL SUPPORT	10,000
NEW YORK LIVE ARTS 219 W 19TH STREET NEW YORK, NY 10011		PC	GENERAL SUPPORT	250
NEW YORK UNIVERSITY 70 WASHINGTON SQUARE SOUTH NEW YORK, NY 10012		PC	GENERAL SUPPORT	2,000
Total ▶ 3a				186,650

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 PHILHARMONIC 10 LINCOLN CENTER PLAZA NEW YORK, NY 10023		PC	GENERAL SUPPORT	3,000
PET RESCUEPO BOX 393 LARCHMONT, NY 10538		PC	GENERAL SUPPORT	12,500
SPECIAL OLYMPICS - NY 211 E 43RD ST 802 NEW YORK, NY 10017		PC	GENERAL SUPPORT	100
Total ▶ 3a				186,650

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>				
USA CARES562 N DIXIE BLVD SUITE 3 RADCLIFF, KY 40160		PC	GENERAL SUPPORT	10,000
UJA FEDERATION 130 EAST 59TH STREET NEW YORK, NY 10022		PC	GENERAL SUPPORT	11,000
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BOULEVARD BRONX NEW YORK, NY 10460		PC	GENERAL SUPPORT	26,250
Total ▶ 3a				186,650

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>				
YOUTH AMERICA GRAND PRIX 304 PARK AVENUE SOUTH STE 1004 NEW YORK, NY 10010		PC	GENERAL SUPPORT	10,500
HARRISON EMERGENCY MEDICAL SERVICES 2 PLEASANT RIDGE RD NEW YORK, NY 10528		PC	GENERAL SUPPORT	200
USTA TENNIS & EDUCATION FDN FLUSHING MEADOW PRK FLUSHING, NY 11368		PC	GENERAL SUPPORT	15,000
Total ▶ 3a				186,650

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>				
AMERICARES88 HAMILTON AVENUE STAMFORD, CT 06902		PC	GENERAL SUPPORT	1,500
BEIT TSHUVAH8831 VENICE BLVD LOS ANGELES, CA 90034		PC	GENERAL SUPPORT	10,000
CHILD GUIDANCE CTR OF S CONN 196 GREYROCK PLACE STAMFORD, CT 06901		PC	GENERAL SUPPORT	100
Total ▶ 3a				186,650

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>				
INTERNATIONAL RESCUE COMMITTEE 625 N MARYLAND AVE GLENDALE, CA 91206		PC	GENERAL SUPPORT	1,250
PURCHASE FIRE DEPT 614 ANDERSON HILL RD PURCHASE, NY 10577		PC	GENERAL SUPPORT	100
SO CALIFORNIA DACHSHUND RELIEF INC P O BOX 2634 LA HABRA, CA 90631		PC	GENERAL SUPPORT	1,000
Total 3a				186,650

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				
THE ORPHANED STARFISH FOUNDATION 55 EXCHANGE PL 402 NEW YORK, NY 10005		PC	GENERAL SUPPORT	2,500
WAGGY TAIL RESCUE 170 NORFOLK ST 10 NEW YORK, NY 10009		PC	GENERAL SUPPORT	100
Total ▶ 3a				186,650

TY 2017 Investments Corporate Bonds Schedule**Name:** BARBARA & GARY BRANDT FAMILY FOUNDATION**EIN:** 26-1396548**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CREDIT SUISSE NY BRH NTS	30,783	31,156
MORGAN STANLEY B/E	22,825	22,650
VERIZON COMMUNICATIONS	10,240	10,305

TY 2017 Investments Corporate Stock Schedule

Name: BARBARA & GARY BRANDT FAMILY FOUNDATION
EIN: 26-1396548

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ADIENT PLC	745	1,259
AETNA INC	6,752	8,839
AIA GROUP LTD SPON ADR	7,001	14,105
ALLSTATE CORP SER	49,334	49,875
ALPHABET INC.	102,373	284,624
ALTRIA GROUP INC	7,999	8,641
AMAZON.COM INC.	39,205	68,999
AMEDISYS INC	5,117	5,956
AMERICAN FINANCIAL GROUP INC.	4,057	6,187
APPLE INC.	17,690	156,369
ASSOCIATED BRITISH FOOD PLC	5,747	5,734
BAIDU INC ADS REPSNTG CL A ORD	7,121	10,071
BARCLAYS PLC	12,106	10,257
BARINGS ACTIVE SHORT	206,096	206,070
BAXTER INTL INC	6,652	9,308
BAYER AG	4,765	6,342
BERKSHIRE HATHAWAY INC NEW	20,692	22,795
BERRY PLAS11CS GROUP INC	13,524	17,190
BGEO GROUP PLC GBP	3,844	4,715
BRITISH AMERICAN TOBACCO	6,872	9,111
BROADCOM LTD	13,070	17,983
CBRE CLARION GL REAL ESTATE	19,450	18,335
CELGENE CORP	18,120	16,593
CH ROBINSON WORLDWIDE INC	18,457	23,787
CHARTER COMMUNICATIONS INC NEW	10,650	12,766
CHEVRON CORP	21,346	27,917
CHINA BIOLOGIC PRODUCTS INC	8,508	7,011
CINEMARK HOLDINGS INC	8,473	8,531
COHEN & STEERS LTD DURATION	34,669	35,195
CREDIT SUISSE GROUP SPON	20,384	20,992

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CRH PLC IRELAND SPON ADR	9,184	11,404
DEXUS PPTY GR	4,561	5,574
DIAGEO PLC NEW GB SPON ADR	4,911	6,279
DNB ASA SPON ADR	4,719	6,461
DON QUIJOTE CO LTD.	4,976	11,992
E TRADE FINANCIAL CORP COM NEW	6,560	9,121
EMPIRE STATE REALTY TR	22,914	30,795
EOG RESOURCES INC.	14,060	18,129
EPAM SYSTEMS INC	13,229	19,767
EQUITY RESIDENTIAL SBI	17,362	15,305
EXELON CORP	10,208	6,857
EXXON MOBIL CORP	18,736	18,735
FACEBOOK INC	21,848	36,174
FANUC CORP ADR	5,426	7,573
FIDELITY ADVISOR INTERNATIONAL BOND	90,100	90,407
FIDELTY NATL INFORMATION SVCS	9,492	10,726
GALP ENERGIA SGPS SA ADR	5,150	6,141
GLAXO SMITHKLINE	7,023	5,853
GOODYEAR 11RE & RUBBER CO	5,841	5,913
HALLJBURTON CO	9,633	10,605
HARRIS CORP DELA	5,774	9,349
HDFC BANK LTD ADR REPSTG 3 ORD	5,462	9,049
HELLA KGAA HUECK & CO EUR	7,116	9,791
HOME DEPOT INC	30,949	45,677
INFINEON TECHNOLOGIES ADR	8,528	20,047
INTEL CORP	15,937	22,064
INTERCONTINENTALEXCHANGE GROUP	15,634	20,604
INTL PAPER CO	12,466	14,485
JAPAN AIRLINES CO UNSPONSORED	7,005	8,816
JAPAN TOBACCO INC	12,901	12,893

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JOHNSON & JOHNSON COM	35,942	48,203
JOHNSON CTLS INTL PLC	7,655	6,098
JP MORGAN CHASE	43,253	84,696
JPMORGAN CHASE & CO. 6.100%	29,494	31,016
KEYCORP NEW	14,588	17,084
LAUDER ESTEE COS CL A	3,982	5,980
LEG IMMOBILIEN AG	7,057	9,261
LILLY ELI & CO.	6,949	7,939
LOREAL CO ADR FRANCE ADR	6,661	8,103
MAN WAH HOLDINGS LTD	3,636	6,460
METLIFE FLOATER	25,506	24,840
MICROSOFT CORP	46,208	58,766
MONSTER BEVERAGE CORP NEW COM	8,909	11,582
NEXTERA ENERGY INC.	20,804	27,333
NINTENDO LTD ADR NEW JAPAN I ADR	12,057	16,766
OCEANEERING INTL INC	5,105	3,911
PAYPAL HOLDINGS INC	3,633	6,626
PFIZER INC	23,501	25,535
PRUDENTIAL PLC	7,671	8,480
PUBLIC STORAGE REFL	16,528	16,093
RAYMOND JAMES FINANCIAL CORP	13,305	18,664
RECRUIT HLDGS CO LTD JPY	4,218	9,942
RELX PLC SPON ADR	5,967	8,769
ROCHE HOLDING	11,353	11,653
ROYAL BANK SCOTLAND SPON ADR	17,295	20,315
SALESFORCE.COM INC.	17,658	23,002
SAP AG SPON	6,638	9,551
SCHWAB CHARLES CORP NEW	7,875	10,120
SEMPRA ENERGY	21,150	20,742
SERVICENOW INC	6,244	11,735

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SHWERWIN WILLIAMS CO.	13,287	20,912
SIMON PPTY GR	26,101	24,731
SKYLARK CO LTD	4,006	5,692
SLM CORP VTG	16,173	17,990
SOFTBANK CORP ADR	7,971	9,541
SOUTHERN COMPANY	10,920	10,796
SPIRIT AIRLINES INC	11,758	9,553
SPYGLASS RES CORP	6,636	1
STATE STREET CORP 6.000%	11,290	10,584
SUNTORY BEVARAGE & FOOD LTD	6,741	7,887
TAKE-TWO INTERACTIVE SOFTVVRE	8,122	23,932
TECHNOPRO HLDGS INC JPY	11,744	21,731
TELEFONICA DEUTSCHLAND HLDG GA EUR	7,710	6,980
TENCENT HLDGS LTD ADR	7,090	18,484
TOPCON CORP JPY	4,378	8,653
TOTAL S.A. FRANCE SPON ADR	9,590	10,558
TRANSUNIO N	6,089	9,728
ULTIMATE SOFTWARE GROUP INC	7,933	8,511
UNILEVER NV N Y SHS NEW	6,797	8,561
UNITEDHEALTH GROUP INC	24,752	44,974
UNITS FT RICHARD BERNSTEIN ADV GLBL DVD K	101,337	123,153
US BANCORP DEL (NEW)	14,173	14,842
VAIL RESORTS INC	6,541	9,561
VERIZON COMMUNICATION INC	36,602	40,491
VISA INC CL A	26,308	45,494
VIVENDI SA ADR	7,692	8,609
VODAFONE GR	17,054	12,856
VOLKSWAGEN A G SPON ADR	8,219	10,443
VULCAN MATERIALS CO NEW	17,209	19,769
WASTE CONNEC11ONS INC CAD	19,078	26,106

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WELLS FARGO & CO (WFC)	38,587	40,500
WELLS FARGO & CO.	27,211	31,791
WELLS FARGO DIVERSIFIED FUND	43,475	44,846
WEXINC	15,154	21,608
WINGSTOP INC	6,050	8,225
WOLTERS KLUWER NV	11,348	21,342
WP CAREY INC REIT	18,391	20,670
ZOETIS INC.	6,188	8,789
ACTIVISION BLIZZARD INC	9,168	11,904
ADTALEM GLOBAL ED INC	16,580	18,208
ALLY FINANCIAL INC	6,327	7,611
ALPHA CENTRIC INCOME	41,759	44,410
APTIV PLC	10,992	11,282
AT & T INC	16,173	16,524
BALL CORP	8,298	7,608
BANK OF AMER CORP	31,852	38,376
BARINGS GLOBAL CREDIT	46,880	46,546
BIOVERATIV INC	9,721	9,652
BOSTON PROPER11ES INC	10,512	11,183
BOSTON SCIENTIFIC CORP	12,381	11,726
BOX INC CL A	17,343	18,902
BRIGHT HORIZONS FAMILY	14,368	19,270
BWX TECHNOLOGIES INC	15,376	18,933
CINTAS CORP	15,433	16,050
CMS ENERGY CORP	17,229	16,981
COLGATE PALMOLIVE CO	17,021	17,580
CONOCOPHILLIPS	18,622	20,803
CORE LABORATORIES N V EUR	7,576	8,545
CSX CORPORATION	16,660	18,813
DCT INDUSTRIAL TRUST INC	7,700	8,112

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DEUTSCHE POST AG SPON ADR	6,704	7,756
DEUTSCHE WOHNEN AG UNSPONSORED	5,414	5,674
DISCOVER FINANCIAL SERVICES	8,132	9,923
EBARA CORP ADR	7,993	10,672
EDWARDS LIFESCIENCES CORP	9,818	11,046
EURONET WORLDWIDE INC	18,508	17,360
EVOQUA WATER TECHNOLOGIES CORP	9,190	10,053
EXELIXIS INC	6,551	7,691
FERGUSON PLC SPON ADR	8,400	10,791
FERRARI N V NEW EIJR	13,486	13,336
FIRST REP BANK	11,039	9,790
FLEETCOR TECHNOLOGIES INC	9,918	11,738
FLIR SYSTEMS INC	12,671	15,385
FORD MOTOR CO COM NEW	5,724	6,245
GILEAD SCIENCES INC	13,025	12,465
GREAT WESTN BANCORP INC	7,681	6,965
HEXCEL CORP NEVV	10,222	11,504
HOLOGIC INC	19,305	20,135
INCYTE CORP	5,480	4,167
INFINEON TECHNOLOGIES ADR	8,693	8,455
INVINCIBLE INVT CORP REITJPY	8,082	7,236
ISHARES MSCI JAPAN ELF	6,130	6,712
JOHN BEAN TECHNOLOGIES CORP	7,071	8,642
KAYNE ANDERSON MLP INVESTMENT	19,606	19,050
LEIDOS HLDGS INC	12,397	14,528
LITTELFUSE INC	8,545	9,298
LULULEMON ATHLETICA INC	8,140	11,710
MACROMILL INC JPY	9,603	9,562
MC CORMICK & CO NV	13,227	13,758
MERCADOLIBRE INC	13,604	17,621

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MERCURY SYSTEMS INC	16,126	18,897
MITSUBISHI UFJ FINANCIAL GROUP	7,427	7,830
MON DELEZ INTL INC	23,806	22,941
NCR CORP NEW	20,383	16,179
NETFLIX INC	16,444	16,317
NIKE INC CL B	8,030	9,320
NORDSON CORP	12,200	13,908
PARKER HANNIFIN CORP	5,826	6,985
PEPSICO INC	10,194	10,313
PHILIP MORRIS INTL INC	32,729	30,110
PHILLIPS 66	10,161	12,947
PIONEER NAT RES CO	9,847	8,643
PNC FINANCIAL SERVICES GROUP	11,678	11,543
PUMA BIOTECHNOLOGY INC	6,163	5,931
QUALCOMM INC	19,253	22,599
RIO TINTO PLC SPON ADR	7,555	8,681
ROCKWELL AUTOMATION INC NEW	9,474	11,388
ROYAL DUTCH SHELL PLC ADS	12,640	14,819
RYANAIR HOLDINGS PLC SPON ADR	6,931	6,668
SEVEN & I HLDGS CO LTD ADR	5,141	5,075
SONY CORP ADR NEW JAPAN ADR	11,437	15,193
STARBUCKS CORP	10,281	10,682
SUZUKI MOTOR CORP LTD ADR	3,757	3,959
TERADYNE INC	13,801	18,088
TEXTRON INC	16,746	17,769
TIFFANY & CO NEW	6,146	6,757
TOTAL SYSTEM SERVICES INC	13,638	19,535
UNIVAR INC	19,420	20,000
UNTS AAM UBIQUITOUS STRGY PRTFO SER 2017-1	37,472	45,535
VANECK VECTORS FF0 SECURITIES	9,140	8,867

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VANGUARD VALUE ETF	5,078	5,316
VFCORP	7,862	10,434
WALT DISNEY CO (HOLDING CO)	10,486	11,504
WELLS FARGO CORE PLUS	76,619	77,764
YANDEX NV CL A EUR	9,505	9,465
YOKOGAWA ELEC ADR	7,284	7,868
BNP PARIBAS SA ADR	10,079	10,981
NO VAR11S AG SF0 ADR	10,326	12,510

TY 2017 Investments Government Obligations Schedule**Name:** BARBARA & GARY BRANDT FAMILY FOUNDATION**EIN:** 26-1396548**US Government Securities - End
of Year Book Value:**

7,258

**US Government Securities - End
of Year Fair Market Value:**

7,437

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2017 Investments - Other Schedule**Name:** BARBARA & GARY BRANDT FAMILY FOUNDATION**EIN:** 26-1396548**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
A&Q ALTERNATIVE FIXED INC FKA O'CONNOR FUND OF FUNDS	AT COST	40,040	47,575

TY 2017 Other Expenses Schedule**Name:** BARBARA & GARY BRANDT FAMILY FOUNDATION**EIN:** 26-1396548**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	27,241	27,241		0
PROFESSIONAL FEES	18,061	6,020		12,041
MISC EXP	155	155		0

TY 2017 Other Increases Schedule**Name:** BARBARA & GARY BRANDT FAMILY FOUNDATION**EIN:** 26-1396548

Description	Amount
NONDIVIDEND DISTRIBUTIONS	2,289
PRIOR PERIOD ADJUSTMENT	12,875

TY 2017 Taxes Schedule**Name:** BARBARA & GARY BRANDT FAMILY FOUNDATION**EIN:** 26-1396548

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX PAID	1,889	1,889		0
NYS FILING FEE	275	0		275