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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , and ending

Name of foundation		A Employer identification number
ROTONDA FOUNDATION		36-3866527
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number
191 N. WACKER DRIVE	1500	(312) 621-0590
City or town, state or province, country, and ZIP or foreign postal code		C If exemption application is pending, check here ▶ ☐
CHICAGO, IL 60606-1899		

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) ▶$ 8,466,220.

J Accounting method: ☐ Cash ☒ Accrual ☐ 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 ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received	92,133.		N/A	
2 Check ▶ ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	140,785.	140,785.		STATEMENT 1
5a Gross rents	<6,727.>	<6,727.>		STATEMENT 2
b Net rental income or (loss) <6,727.>				
6a Net gain or (loss) from sale of assets not on line 10	<24,481.>			
b Gross sales price for all assets on line 6a 1,782,251.				
7 Capital gain net income (from Part IV, line 2)		451,724.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	89,819.	71,688.		STATEMENT 3
12 **Total.** Add lines 1 through 11	291,529.	657,470.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 4	9,001.	4,501.		4,500.
c Other professional fees STMT 5	90,863.	90,863.		0.
17 Interest				
18 Taxes STMT 6	2,817.	2,003.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 7	115,571.	113,068.		15.
24 **Total operating and administrative expenses.** Add lines 13 through 23	218,252.	210,435.		4,515.
25 Contributions, gifts, grants paid	703,334.			1,036,334.
26 **Total expenses and disbursements.** Add lines 24 and 25	921,586.	210,435.		1,040,849.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	<630,057.>			
b **Net investment income** (if negative, enter -0-)		447,035.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	539,445.	876,810.	876,810.
	3 Accounts receivable ▶ 284,874.			
	Less: allowance for doubtful accounts ▶	17,971.	284,874.	284,874.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	2,046,974.	2,844,152.	2,980,349.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	9,525,624.	7,144,296.	4,323,673.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ DIVIDENDS RECEIVABL)	778.	514.	514.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	12,130,792.	11,150,646.	8,466,220.
Liabilities	17 Accounts payable and accrued expenses	22,273.		
	18 Grants payable	333,000.		
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	355,273.	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 ▶ [X] 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	10,000.	10,000.	
	29 Retained earnings, accumulated income, endowment, or other funds	11,765,519.	11,140,646.	
	30 **Total net assets or fund balances**	11,775,519.	11,150,646.	
	31 **Total liabilities and net assets/fund balances**	12,130,792.	11,150,646.	

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	11,775,519.
2	Enter amount from Part I, line 27a	2	<630,057.>
3	Other increases not included in line 2 (itemize) ▶ OTHER INCREASE	3	5,184.
4	Add lines 1, 2, and 3	4	11,150,646.
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	11,150,646.

Part IV Capital Gains and Losses for Tax on Investment Income

SEE ATTACHED STATEMENT

	(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
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				
b				
c				
d				
e	1,782,251.		1,611,926.	451,724.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				451,724.

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** 451,724.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 **3** N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	780,380.	9,323,098.	.083704
2015	955,172.	10,450,076.	.091403
2014	436,780.	10,721,567.	.040738
2013	1,647,711.	11,371,401.	.144900
2012	1,615,821.	11,970,369.	.134985

2	**Total** of line 1, column (d)	2	.495730
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.099146
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	8,710,748.
5	Multiply line 4 by line 3	5	863,636.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,470.
7	Add lines 5 and 6	7	868,106.
8	Enter qualifying distributions from Part XII, line 4	8	1,040,849.

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.

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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 ▶ [X] and enter 1% of Part I, line 27b			1	4,470.
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	4,470.
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	4,470.
6	Credits/Payments:				
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	19,490.		
b	Exempt foreign organizations - tax withheld at source	6b	0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.		
d	Backup withholding erroneously withheld	6d	0.		
7	Total credits and payments. Add lines 6a through 6d			7	19,490.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	15,020.
11	Enter the amount of line 10 to be: **Credited to 2018 estimated tax** ▶	15,020.	**Refunded** ▶	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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ IL			
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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WILLIAM HARRIS INVESTORS, INC. Telephone no. ▶ 312-621-0590

Located at ▶ 191 NORTH WACKER DRIVE, SUITE 1500, CHICAGO, IL ZIP+4 ▶ 60606-1899

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

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

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
WILLIAM HARRIS INVESTORS, INC. - 191 N. WACKER DRIVE, SUITE 1500, CHICAGO, IL 60606	ACCOUNTING/ INVESTMENT SERVICES	90,794.
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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	2,412,778.
b	Average of monthly cash balances	1b	687,443.
c	Fair market value of all other assets	1c	5,743,178.
d	**Total** (add lines 1a, b, and c)	1d	8,843,399.
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	8,843,399.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	132,651.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,710,748.
6	**Minimum investment return.** Enter 5% of line 5	6	435,537.

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	435,537.
2a	Tax on investment income for 2017 from Part VI, line 5 — 2a: 4,470.		
b	Income tax for 2017. (This does not include the tax from Part VI.) — 2b: 1,457.		
c	Add lines 2a and 2b	2c	5,927.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	429,610.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	429,610.
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	429,610.

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	1,040,849.
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	1,040,849.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	4,470.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,036,379.

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				429,610.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years: _____ , _____ , _____		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012 1,031,873.				
b From 2013 1,093,480.				
c From 2014				
d From 2015 447,920.				
e From 2016 314,499.				
f **Total** of lines 3a through e	2,887,772.			
4 Qualifying distributions for 2017 from Part XII, line 4. ▶ $ 1,040,849.				
a Applied to 2016, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				429,610.
e Remaining amount distributed out of corpus	611,239.			
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	3,499,011.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016 Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	1,031,873.			
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a	2,467,138.			
10 Analysis of line 9:				
a Excess from 2013 1,093,480.				
b Excess from 2014				
c Excess from 2015 447,920.				
d Excess from 2016 314,499.				
e Excess from 2017 611,239.				

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

1 a 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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 foundation 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))

ROXANNE H. FRANK

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.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ [X] 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., 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:

N/A

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

N/A

c Any submission deadlines:

N/A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.

N/A

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHMENT	N/A	PC	GENERAL OPERATING SUPPORT/ANNUAL GIFT	1,036,334.
Total			▶ **3a**	1,036,334.
b *Approved for future payment*				
NONE				
Total			▶ **3b**	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
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					
4 Dividends and interest from securities			14	140,785.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	<6,727.>	
6 Net rental income or (loss) from personal property					
7 Other investment income	523000	17,932.	18	71,887.	
8 Gain or (loss) from sales of assets other than inventory	523000	<476,205.>	18	451,724.	
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)		<458,273.>		657,669.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 199,396.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

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
		N/A	

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Signature of officer or trustee: [signature] Date: 11/7/2018 Title: Treasurer

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
KRISTINA RASMUSSEN	Kristina Rasmussen	11/5/2018		P00143920

Firm's name ▶ DELOITTE TAX LLP — Firm's EIN ▶ 86-1065772

Firm's address ▶ 50 SOUTH SIXTH STREET MINNEAPOLIS, MN 55402 — Phone no. 612-397-4000

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

Schedule of Contributors

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

OMB No 1545-0047

2017

Name of the organization	Employer identification number
ROTONDA FOUNDATION	36-3866527

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 property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000, or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

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

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

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

Name of organization	Employer identification number
ROTONDA FOUNDATION	36-3866527

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	RWH CLT 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 60606-1899	$ 92,133.	Person [X] 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	Employer identification number
ROTONDA FOUNDATION	36-3866527

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
		$	

(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	Employer identification number
ROTONDA FOUNDATION	36-3866527

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

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(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

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	PUBLICLY TRADED SECURITIES	P		
b	W.H.I. GROWTH FUND, L.P.	P	VARIOUS	VARIOUS
c	WHI FIXED INCOME FUND II, LLC	P	VARIOUS	VARIOUS
d	WHI FIXED INCOME FUND III, L.P.	P	VARIOUS	VARIOUS
e	WHI REAL ESTATE PARTNERS IV-PF, L.P.	P	VARIOUS	VARIOUS
f	WHI NFP FUND, LLC	P	VARIOUS	VARIOUS
g	WHI PRIVATE EQUITY MANAGERS FUND II, L.P.	P	VARIOUS	VARIOUS
h	WHI PRIVATE EQUITY MANAGERS FUND III, L.P.	P	VARIOUS	VARIOUS
i	WHI PRIVATE EQUITY MANAGERS FUND IV, L.P.	P	VARIOUS	VARIOUS
j	WHI PRIVATE EQUITY MANAGERS FUND, LLC	P	VARIOUS	VARIOUS
k	WHI REAL ESTATE PARTNER 1-F, L.P.	P	VARIOUS	VARIOUS
l	WHI REALTY FUND II, L.P.	P	VARIOUS	VARIOUS
m	WHI REALTY FUND III, L.P.	P	VARIOUS	VARIOUS
n	WHI REALTY FUND, LLC	P	VARIOUS	VARIOUS
o	HARRIS VENTURE PARTNER DISTRIBUTION	P	VARIOUS	VARIOUS

	(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	1,782,251.		1,611,926.	170,325.
b				55,942.
c				<7,446.>
d				9,970.
e				2,691.
f				143,854.
g				10,328.
h				56,964.
i				34,530.
j				<70,350.>
k				<1.>
l				2,463.
m				11,698.
n				26,606.
o				4,150.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				170,325.
b				55,942.
c				<7,446.>
d				9,970.
e				2,691.
f				143,854.
g				10,328.
h				56,964.
i				34,530.
j				<70,350.>
k				<1.>
l				2,463.
m				11,698.
n				26,606.
o				4,150.

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	451,724.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS	137,464.	0.	137,464.	137,464.	
INTEREST	3,321.	0.	3,321.	3,321.	
TO PART I, LINE 4	140,785.	0.	140,785.	140,785.	

FORM 990-PF	RENTAL INCOME	STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
NET RENTAL INCOME FROM PASS-THROUGHS	1	<6,727.>
TOTAL TO FORM 990-PF, PART I, LINE 5A		<6,727.>

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NONTAXABLE INCOME	199.	0.	
OTHER INCOME FROM PASSTHROUGH	89,620.	71,688.	
TOTAL TO FORM 990-PF, PART I, LINE 11	89,819.	71,688.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX ADVISORY FEES	9,001.	4,501.		4,500.
TO FORM 990-PF, PG 1, LN 16B	9,001.	4,501.		4,500.

FORM 990-PF | OTHER PROFESSIONAL FEES | STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FINANCIAL SERVICE FEE	71,600.	71,600.		0.
INVESTMENT ADVISORY FEES	19,194.	19,194.		0.
BANK FEES	69.	69.		0.
TO FORM 990-PF, PG 1, LN 16C	90,863.	90,863.		0.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	2,003.	2,003.		0.
STATE TAX PAYMENTS	814.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,817.	2,003.		0.

ROTONDA FOUNDATION 36-3866527

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER EXPENSES FROM PASSTHROUGHS	113,931.	113,058.		0.
FILING FEES	25.	10.		15.
FIDELITY - LOSS ON WASH SALES	1,615.	0.		0.
TO FORM 990-PF, PG 1, LN 23	115,571.	113,068.		15.

FORM 990-PF	CORPORATE STOCK	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MFS CORE EQUITY FUND CLASS I	93,252.	93,341.
OAKMARK INTERNATIONAL FUND	71,009.	92,701.
PEAR TREE POLARIS FGN VAL SM CAP INSTL	69,037.	90,553.
BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	756,151.	773,868.
CS FLOATING RATE HIGH INC INSTL SHS	112,429.	112,849.
DOUBLELINE TOTAL RETURN BOND FUND CL I	148,605.	143,698.
EATON VANCE SHORT DURATION HIGH INC I	92,395.	93,238.
MFS GLOBAL ALTERNATIVE STRATEGY I	54,621.	53,755.
ISHARES CORE S&P 500 ETF	147,174.	157,546.
ABERDEEN US SMALL CAP EQUITY FUND CL I	24,282.	25,311.
COLUMBIA CONTRARIAN CORE FD CL R5	92,487.	92,128.
MORGAN STANLEY INSTL FND CAP GRWH PTF CL I	81,634.	73,747.
VIRTUS KAR SMALL CAP GROWTH FUND I	43,730.	46,607.
WV CONCENTRATED EQUITIES FUND CL I	964,354.	1,048,197.
VIVALDI OPPORTUNITIES FUND	12,702.	12,753.
VIVALDI MERGER ARBITRAGE FUND CL I	67,383.	70,057.
DESIGN WITHIN REACH FR GROWTH FUND	12,907.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,844,152.	2,980,349.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
WHI PRIVATE EQUITY FUND CORPORATION	COST	3,227,235.	0.
WHI FIXED INCOME FUND II, LLC	COST	87,498.	29,219.
WHI FIXED INCOME FUND III, LP	COST	237,692.	155,975.
WHI GROWTH FUND, LP	COST	<16,593.>	0.
WHI MORULA FUND II, LP	COST	275,648.	109,178.
WHI PRIVATE EQUITY MNGRS FUND, LLC	COST	107,432.	135,404.
WHI PRIVATE EQUITY MNGRS FUND II, LLC	COST	130,470.	105,885.
WHI PRIVATE EQUITY MNGRS FUND III, LLC	COST	34,991.	88,220.
WHI PRIVATE EQUITY MNGRS FUND IV, LLC	COST	278,395.	433,551.
WHI REAL ESTATE PARTI 1-F, LP	COST	6,055.	5,707.
WHI REALTY FUND, LLC	COST	128,280.	113,204.
WHI REALTY FUND II, LLC	COST	100,823.	56,815.
WHI REALTY FUND III, LP	COST	80,817.	97,309.
WHI REAL ESTATE PARTNERS IV - PF	COST	161,567.	199,394.
WHI NFP, LLC	COST	2,303,986.	2,793,812.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,144,296.	4,323,673.

FORM 990-PF — OTHER ASSETS — STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDENDS RECEIVABLE	778.	514.	514.
TO FORM 990-PF, PART II, LINE 15	778.	514.	514.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DANIEL H. MEYER 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 60606-1899	VICE PRESIDENT/DIRECTOR 1.00	0.	0.	0.
JACK R. POLSKY 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 60606-1899	VICE PRESIDENT 1.00	0.	0.	0.
LAUREN K. MACDONALD (AS OF 12/29/17) 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 60606-1899	TREASURER 1.00	0.	0.	0.
MARY BETH STEPHENS (THROUGH 12/29/17) 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 60606-1899	TREASURER 1.00	0.	0.	0.
MICHAEL C. MCQUINN 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 60606-1899	VICE PRESIDENT 1.00	0.	0.	0.
NANCY MEYER 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 60606-1899	VICE PRESIDENT/DIRECTOR 1.00	0.	0.	0.
ROXANNE H. FRANK 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 60606-1899	PRESIDENT/SECRETARY/DIRECTOR 1.00	0.	0.	0.
THOMAS W. MEYER 191 N. WACKER DRIVE, SUITE 1500 CHICAGO, IL 60606-1899	VICE PRESIDENT/DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF, PART XV, LINE 3A

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR - 2017

FEIN #36-3866527

Recipient Name	Address	If grantee is individual, show relationship	Foundation Status of Recipient	Purpose of Grant or Contribution	Payment Date	Amount
Rotonda Foundation						
FEIN #36-3866527						
Advancement Project	1220 L Street, NW, Suite 850 Washington, DC 20005	N/A	PC	General Operating Support/Annual Gift	6/20/2017	$2,500
Alzheimer's Association Greater Missouri	9370 Olive Boulevard St Louis, MO 63132	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$1,000
American Jewish Committee	165 East 56th Street New York, NY 10022	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$10,000
American Parkinson Disease Association - Greater St. Louis Chapter	1415 Elbridge Road, Suite 150 Chesterfield, MO 63017	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$1,000
Anti-Defamation League Foundation - Missouri/Southern Illinois Chapter	34 North Brentwood Blvd, # 2 St Louis, MO 63105	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$2,500
Association For Macular Diseases Inc.	210 East 64th Street 8th Floor New York, NY 10065	N/A	PC	General Operating Support/Annual Gift	6/29/2017	$5,680
Astoria Performing Arts Center	3412 36th Street, Suite 1/232, MB 40 Astoria, NY 11106	N/A	PC	General Operating Support/Annual Gift	7/18/2017	$1,500
Astraea Foundation, Inc.	116 E 16th Street, 7th Floor New York, NY 10003-	N/A	PC	General Operating Support/Annual Gift	3/29/2017	$25,000
Brooklyn Public Library	10 Grand Army Plaza Brooklyn, NY 11238	N/A	PC	General Operating Support/Annual Gift	6/20/2017	$6,000
Cancer Support Community of Greater St. Louis	1058 Old Des Peres Road St Louis, MO 63131	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$20,000
Center For Constitutional Rights, Inc.	666 Broadway, 7th Floor New York, NY 10012	N/A	PC	General Operating Support/Annual Gift	3/29/2017	$25,000
City Harvest	6 East 32nd Street, 5th Floor New York, NY 10016	N/A	PC	General Operating Support/Annual Gift	6/29/2017	$2,500
Color of Change Education Fund	1714 Franklin Street Suite 100-136 Oakland, CA 94612	N/A	PC	General Operating Support/Annual Gift	6/20/2017	$10,000
Colorado College	PO Box 1117 Colorado Springs, CO 80901	N/A	PC	General Operating Support/Annual Gift	9/5/2017	$15,000
Community Initiatives - as fiscal sponsor for the Election Verification Network	354 Pine Street, Suite 700 San Francisco, CA 94104	N/A	PC	General Operating Support/Annual Gift	6/20/2017	$5,000
Contemporary Art Museum St. Louis	3750 Washington Boulevard St Louis, MO 63108	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$2,000
Family Focus, Inc.	310 South Peoria Street, Suite 301 Chicago, IL 60607	N/A	PC	General Operating Support/Annual Gift	11/2/2017	$5,000
Family of Woodstock	166 Albany Avenue PO Box 3516 Kingston, NY 12402	N/A	PC	General Operating Support/Annual Gift	6/29/2017	$5,000

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FEIN #36-3866527

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Feminist Press Inc.	The Graduate Center /CUNY 365 Fifth Avenue, Suite 5406 New York, NY 10016	N/A	PC	General Operating Support/Annual Gift	11/2/2017	$5,000
Food Bank of the Hudson Valley	195 Hudson St Cornwall on Hudson, NY 12520	N/A	PC	General Operating Support/Annual Gift	6/29/2017	$7,500
Forest Park Forever	5595 Grand Drive in Forest Park St Louis, MO 63112	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$1,000
Forward Together	300 Frank H Ogawa Plaza Suite 700 San Francisco, CA 94612	N/A	PC	General Operating Support/Annual Gift	6/20/2017	$5,000
Highlander Research and Education Center Inc.	1959 Highlander Way New Market, TN 37820	N/A	PC	General Operating Support/Annual Gift	11/2/2017	$10,577
James Beard Foundation Inc.	167 West 12th Street New York, NY 10011	N/A	PC	General Operating Support/Annual Gift	8/17/2017	$2,500
Jazz Foundation of America	322 West 48th Street, 6th Floor New York, NY 10036	N/A	PC	General Operating Support/Annual Gift	8/24/2017	$5,000
Jazz St. Louis - Jazz at the Bistro	3536 Washington Avenue St Louis, MO 63103	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$10,000
Jewish Federation of St. Louis	12 Millstone Campus Drive St Louis, MO 63146	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$20,000
John Burroughs School	755 South Price Road St Louis, MO 63124	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$1,000
Kartemquin Educational Film	1901 West Wellington Avenue Chicago, IL 60657	N/A	PC	General Operating Support/Annual Gift	9/18/2017	$2,500
Laumeier Sculpture Park	12580 Rott Road St Louis, MO 63127	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$1,000
Madison Square Park Conservancy, Inc.	Eleven Madison Avenue, 28th Floor New York, NY 10010	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$50,000
NARAL Pro-Choice America Foundation	1156 15th Street, NW Suite 700 Washington, DC 20005	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$5,000
National Association for Media Literacy Education	P O Box 343 New York, NY 10024	N/A	PC	General Operating Support/Annual Gift	7/19/2017	$2,500
National Council of Jewish Women-St. Louis Section	295 North Lindbergh Boulevard St Louis, MO 63141	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$1,000
New Venture Fund - Fair Election Legal Network	1201 Connecticut Ave NW, Ste 300 Washington, DC 20006	N/A	PC	General Operating Support/Annual Gift	6/20/2017	$10,000
New York Public Radio WNYC	WNYC Radio 160 Varick St New York, NY 10013	N/A	PC	General Operating Support/Annual Gift	6/20/2017	$2,500

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Opera Theatre of St. Louis	Sally S Levy Opera Center 210 Hazel Avenue St Louis, MO 63119	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$10,000
Planned Parenthood of the Mid-Hudson Valley	178 Church St Poughkeepsie, NY 12601	N/A	PC	General Operating Support/Annual Gift	6/29/2017	$15,000
Planned Parenthood of the St. Louis Region	4251 Forest Park Avenue St Louis, MO 63108	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$16,000
Project ARK/Washington University - The SPOT	4169 Laclede Avenue St Louis, MO 63108	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$25,000
Proteus Fund [as fiscal sponsor for Solidaire]	15 Research Drive, Suite B Amherst, MA 01002	N/A	PC	General Operating Support/Annual Gift	8/24/2017	$15,000
Proteus Fund [as fiscal sponsor for the Third Wave Fund]	15 Research Drive, Suite B Amherst, MA 01002	N/A	PC	General Operating Support/Annual Gift	5/1/2017	$1,000
Queens Galley	254 Washington Avenue Kingston, NY 12401	N/A	PC	General Operating Support/Annual Gift	6/29/2017	$2,500
Regional Food Bank	965 Albany-Shaker Road Latham, NY 12110	N/A	PC	General Operating Support/Annual Gift	6/29/2017	$2,000
Research Foundation of SUNY [as fiscal sponsor for the Hudson Valley Writing Program]	SUNY New Paltz 1 Hawk Drive, Old Main Building, Room 323 New Paltz, NY 12561	N/A	PC	General Operating Support/Annual Gift	7/18/2017	$75,000
Robin Hood Foundation	826 Broadway, 9th Floor New York, NY 10003	N/A	PC	General Operating Support/Annual Gift	5/12/2017	$10,000
Saint Louis Art Museum Foundation	One Fine Arts Drive, Forest Park St Louis, MO 63110-1380	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$5,000
Saint Louis Art Museum Foundation	One Fine Arts Drive, Forest Park St Louis, MO 63110-1380	N/A	PC	General Operating Support/Annual Gift	10/12/2017	$50,000
Saint Louis Symphony Orchestra	Powell Symphony Hall at Grand Center 718 North Grand Boulevard St Louis, MO 63103	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$12,500
Saint Louis Zoo Foundation	One Government Drive, Forest Park St Louis, MO 63110	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$1,000
Scenic Hudson, Inc.	One Civic Center Plaza Suite 200 Poughkeepsie, NY 12601	N/A	PC	General Operating Support/Annual Gift	7/19/2017	$5,000
Scholarship Foundation of St. Louis	6825 Clayton Avenue Suite 100 St Louis, MO 63139	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$5,000
Share Our Strength, Inc.	1030 15th Street NW, Suite 1100 W Washington, DC 20005	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$5,000
Shared Interest, Inc.	121 West 27th Street, Suite 805 New York, NY 10001	N/A	PC	General Operating Support/Annual Gift	8/30/2017	$5,000

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FEIN #36-3866527

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Sheldon Arts Foundation	3648 Washington Blvd St Louis, MO 63108	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$1,000
St. Louis Public Radio - 90.7 KWMU	3651 Olive Street St Louis, MO 63108	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$10,000
St. Louis Regional Educational and Public TV Commission (KETC)	KETC/Channel 9 3655 Olive Street St Louis, MO 63108	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$7,500
State Voices	1625 Massachusetts Ave , NW Suite 308 Washington, DC 20036	N/A	PC	General Operating Support/Annual Gift	6/20/2017	$5,000
StreetSquash, Inc.	40 West 116th Street New York, NY 10026	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$5,000
Studio in a School Association	410 W 59th St New York, NY 10019	N/A	PC	General Operating Support/Annual Gift	3/29/2017	$5,000
The Foundation for Barnes-Jewish Hospital	1001 Highlands Plaza Drive West, Suite 140 St Louis, MO 63110	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$20,000
The HUG Fund	SHAKE SHACK 24 Union Square East, 5th Floor New York, NY 10003	N/A	PC	General Operating Support/Annual Gift	8/30/2017	$5,000
The Moog Center for Deaf Education	12300 South Forty Drive St Louis, MO 63141	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$20,000
The Trust for Public Land	666 Broadway, 9th Floor New York, NY 10012	N/A	PC	General Operating Support/Annual Gift	8/3/2017	$5,000
Theatre for a New Audience, Inc.	154 Christopher St , # 3 D New York, NY 10014	N/A	PC	General Operating Support/Annual Gift	5/1/2017	$20,000
Theatre for a New Audience, Inc.	154 Christopher St , # 3 D New York, NY 10014	N/A	PC	General Operating Support/Annual Gift	6/20/2017	$15,000
Union Square Partnership, Inc.	4 Irving Place, Room 751 New York, NY 10003	N/A	PC	General Operating Support/Annual Gift	5/1/2017	$25,000
Union Square Partnership, Inc.	4 Irving Place, Room 751 New York, NY 10003	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$8,077
Vote Run Lead	1103 Missouri Ave Duluth, MN 55811	N/A	PC	General Operating Support/Annual Gift	6/20/2017	$5,000
Washington University	1 Brookings Drive Box 1082 St Louis, MO 63130	N/A	PC	General Operating Support/Annual Gift	9/28/2017	$333,000

Total Rotonda Foundation (70 items) **$1,036,334**