

Form **990-PF**

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

OMB No 1545 0052

2017

Department of the Treasury
Internal Revenue Service

▶ 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

Open to Public Inspection

For calendar year 2017 or tax year beginning , 2017, and ending

THE RIFKIN FOUNDATION
55 MADISON ST, STE 635
DENVER, CO 80206

A Employer identification number
74-2557691

B Telephone number (see instructions)
(303) 333-1215

C If exemption application is pending, check here

D 1 Foreign organizations, check here
2 Foreign organizations meeting the 85% test, check here and attach computation

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

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

G Check all that apply.

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

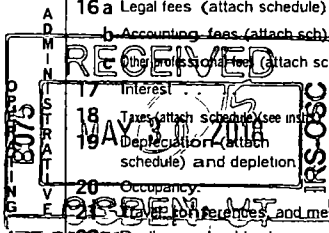
H Check type of organization. Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
▶ \$ 23,087,217.

J Accounting method: Cash Accrual
 Other (specify) _____
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	13,218.			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	73,145.	73,145.	73,145.	
4	Dividends and interest from securities	176,650.	176,650.	176,650.	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	216,357.			
b	Gross sales price for all assets on line 6a 293,544.				
7	Capital gain net income (from Part IV, line 2)		216,357.		
8	Net short-term capital gain			1.	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold.				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) SEE STATEMENT 1	-1,044,708.		-1,044,708.	
12	Total Add lines 1 through 11	-565,338.	466,152.	-794,912.	
13	Compensation of officers, directors, trustees, etc	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach sch)				
17	Other professional fees (attach sch) SEE ST 2	3,428.	3,428.		
18	Interest SEE STM 3	27.	27.		
19	Taxes (attach schedule) (see instructions)	6,956.	5,031.		
20	Depreciation (attach schedule) and depletion				
21	Occupancy				
22	Travel, conferences, and meetings				
23	Printing and publications				
24	Other expenses (attach schedule) SEE STATEMENT 4	16,904.	16,769.		
25	Total operating and administrative expenses. Add lines 13 through 23	27,315.	25,255.		
26	Contributions, gifts, grants paid PART XV	427,949.			427,949.
27	Total expenses and disbursements. Add lines 24 and 25	455,264.	25,255.	0.	427,949.
28	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-1,020,602.			
b	Net investment income (if negative, enter -0)		440,897.		
c	Adjusted net income (if negative, enter 0)			0.	

SCANNED JUL 19 2018



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
ASSETS	1	Cash -- non-interest-bearing			
	2	Savings and temporary cash investments	1,183,218.	715,773.	715,773.
	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 sch)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments -- U.S. and state government obligations (attach schedule)			
		b Investments -- corporate stock (attach schedule)	257,533.	266,122.	10,258,769.
		c Investments -- corporate bonds (attach schedule)			
	11	Investments -- land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments -- mortgage loans				
13	Investments -- other (attach schedule)				
14	Land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe SEE STATEMENT 5)	4,678,814.	5,117,068.	12,112,675.	
16	Total assets (to be completed by all filers -- see the instructions. Also, see page 1, item I)	6,119,565.	6,098,963.	23,087,217.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe SEE STATEMENT 6)		1,000,000.	
	23	Total liabilities (add lines 17 through 22)	0.	1,000,000.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	7,000,000.	7,000,000.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	-880,435.	-1,901,037.	
30	Total net assets or fund balances (see instructions)	6,119,565.	5,098,963.		
31	Total liabilities and net assets/fund balances (see instructions)	6,119,565.	6,098,963.		

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	6,119,565.
2	Enter amount from Part I, line 27a	2	-1,020,602.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	5,098,963.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) -- Part II, column (b), line 30	6	5,098,963.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a PASS THROUGH K-1'S - 1231 LOSS	P	VARIOUS	VARIOUS
b PASS THROUGH K-1'S - CAP GAIN	P	VARIOUS	VARIOUS
c 2,000 TIME WARNER INC.	P	1/01/81	11/01/17
d PASS THROUGH K-1'S - CAP GAIN	P	VARIOUS	VARIOUS
e PASS THROUGH K-1'S - CAP GAIN	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		77,030.	-77,030.
b 1.			1.
c 197,217.		157.	197,060.
d 1,325.			1,325.
e 95,001.			95,001.

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			-77,030.
b			1.
c			197,060.
d			1,325.
e			95,001.

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	216,357.
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	1.

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	442,607.	4,963,394.	0.089174
2015	360,666.	3,654,582.	0.098689
2014	365,465.	3,741,724.	0.097673
2013	822,553.	3,023,513.	0.272052
2012	300,314.	3,012,557.	0.099687

2 Total of line 1, column (d)	2	0.657275
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	0.131455
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	12,020,285.
5 Multiply line 4 by line 3	5	1,580,127.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,409.
7 Add lines 5 and 6	7	1,584,536.
8 Enter qualifying distributions from Part XII, line 4	8	427,949.

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)

1 a 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	8,818.
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	8,818.
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	8,818.
6 Credits/Payments			
a 2017 estimated tax pmts and 2016 overpayment credited to 2017		6 a	2,468.
b Exempt foreign organizations – tax withheld at source		6 b	
c Tax paid with application for extension of time to file (Form 8868)		6 c	
d Backup withholding erroneously withheld		6 d	
7 Total credits and payments. Add lines 6a through 6d		7	2,468.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	6,350.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax		11	
			Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1 c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4 b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered. See instructions. CO		
8 b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

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.	Yes	No
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.		X
12			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>NONE</u>	X	
13		X	
14	The books are in care of <u>MONROE RIFKIN</u> Telephone no <u>(303) 333-1215</u> Located at <u>55 MADISON ST, SUITE 635 DENVER CO</u> ZIP + 4 <u>80206</u>		
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	N/A	N/A
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 the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country	Yes	No
16			X

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

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

	Yes	No
1 a During the year, did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input 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. Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>	1 b	N/A
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?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>		
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)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__ , 20__ , 20__ , 20__</u>		
3 a 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)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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

		Yes	No
5 a 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		5 b	N/A
Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>		
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? If 'Yes,' attach the statement required by Regulations section 53.4945–5(d)	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
6 a 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? If 'Yes' to 6b, file Form 8870		6 b	X
7 a 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?	N/A	7 b	

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. See instructions.

(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 7		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	(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. 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 N/A	

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 N/A	

2	

All other program-related investments See instructions	
3	

Total. Add lines 1 through 3	0.

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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	1 a	11,173,950.
b	Average of monthly cash balances	1 b	1,029,385.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	12,203,335.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	12,203,335.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	183,050.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,020,285.
6	Minimum investment return. Enter 5% of line 5	6	601,014.

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	601,014.
2a	Tax on investment income for 2017 from Part VI, line 5	2 a	8,818.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	8,818.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	592,196.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	592,196.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	592,196.

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	1 a	427,949.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	427,949.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b See instructions	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	427,949.

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				592,196.
2 Undistributed income, if any, as of the end of 2017:				
a Enter amount for 2016 only			0.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012	151,942.			
b From 2013	673,651.			
c From 2014	181,841.			
d From 2015	180,704.			
e From 2016	196,904.			
f Total of lines 3a through e	1,385,042.			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 427,949.				
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				427,949.
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))	164,247.			164,247.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,220,795.			
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.				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 (see instructions)	0.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	1,220,795.			
10 Analysis of line 9				
a Excess from 2013	661,346.			
b Excess from 2014	181,841.			
c Excess from 2015	180,704.			
d Excess from 2016	196,904.			
e Excess from 2017				

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)

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

Tax year	Prior 3 years			(e) Total
(a) 2017	(b) 2016	(c) 2015	(d) 2014	
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.				
3 Complete 3a, b, or c for the alternative test relied upon				
a 'Assets' alternative test - enter:				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b 'Endowment' alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
c 'Support' alternative test - enter:				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

Part XV Supplementary Information (Complete this part only if the 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))
 MONROE M RIFKIN

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 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. See instructions.

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:

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

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

THE RIFKIN FOUNDATION

Employer identification number

74-2557691

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Form 990-PF

Section:

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

- 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).

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

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

Name of organization

Employer identification number

THE RIFKIN FOUNDATION

74-2557691

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MONROE M RIFKIN ----- 55 MADISON ST, STE 635 ----- DENVER, CO 80206 -----	\$ 17,314,080.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

THE RIFKIN FOUNDATION

Employer identification number

74-2557691

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
1	168,000 SHARES OF TIME WARNER INC ----- ----- -----	\$ 17,314,080.	9/26/17
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----

BAA

Name of organization

THE RIFKIN FOUNDATION

Employer identification number

74-2557691

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

(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

CLIENT 16-KP04

THE RIFKIN FOUNDATION

74-2557691

5/11/18

12 25PM

**STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME**

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
104-39 STAY LLC	\$ -1,045,859.		\$ -1,045,859.
SEMPER VIC PARTNERS (QP)	1,151.		1,151.
TOTAL	<u>\$ -1,044,708.</u>	<u>\$ 0.</u>	<u>\$ -1,044,708.</u>

**STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	\$ 3,428.	\$ 3,428.		
TOTAL	<u>\$ 3,428.</u>	<u>\$ 3,428.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	\$ 1,925.			
FOREIGN TAXES	5,031.	\$ 5,031.		
TOTAL	<u>\$ 6,956.</u>	<u>\$ 5,031.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE FEES	\$ 16,734.	\$ 16,734.		
ANNUAL REPORT FEE	10.	10.		
BANK FEES	25.	25.		
NON-DEDUCTIBLE EXPENSES	135.			
TOTAL	<u>\$ 16,904.</u>	<u>\$ 16,769.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

CLIENT 16-KP04

THE RIFKIN FOUNDATION

74-2557691

5/15/18

01:51PM

**STATEMENT 5
FORM 990-PF, PART II, LINE 15
OTHER ASSETS**

	BOOK VALUE	FAIR MARKET VALUE
104-39 STAY LLC	\$ -123,018.	\$ 1,000,000.
BNY MELLON	4,471.	5,198,240.
DEBT-FIRST WESTERN TRUST	1,000,000.	1,000,000.
EQUITY FUNDS - CAPITAL GUARDIAN	262,239.	278,918.
EQUITY FUNDS - OAKMARK	826,183.	1,005,418.
EQUITY FUNDS - SCHWAB	2,124,140.	2,370,563.
SEMPER VIC PARTNERS	1,023,053.	1,259,536.
TOTAL	\$ 5,117,068.	\$ 12,112,675.

**STATEMENT 6
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES**

DUE TO RFIC	\$ 1,000,000.
TOTAL	\$ 1,000,000.

**STATEMENT 7
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES**

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
MONROE M RIFKIN 55 MADISON ST, STE 635 DENVER, CO 80206	PRESIDENT 0	\$ 0.	\$ 0.	\$ 0.
RELLA S RIFKIN 55 MADISON ST, STE 635 DENVER, CO 80206	VICE PRESIDENT 0	0.	0.	0.
STUART G RIFKIN 55 MADISON ST, STE 635 DENVER, CO 80206	SECRETARY 0	0.	0.	0.
BRUCE A RIFKIN 55 MADISON ST, STE 635 DENVER, CO 80206	VICE PRESIDENT 0	0.	0.	0.
RUTH RIFKIN BENNIS 55 MADISON ST, STE 635 DENVER, CO 80206	TREASURER 0	0.	0.	0.
TOTAL		\$ 0.	\$ 0.	\$ 0.

FORM 990-PF, PART XV LINE 3a
THE RIFKIN FOUNDATION 74-2557691

ΣⓈ \$427,854.50 TOTAL CONTRIBUTIONS PAID

01/24/18

FOUNDATION – small contributions 2017

United American Patriots PO Box 96565 Washington, DC 20090-6565	100
Capital Research Center 1513 16 th St., NW Washington, DC 20036	200
Desert Aids Project 1695 North Sunrise Way Palm Springs, CA 92262	200
Fellowship of Catholic University Students Memory of Courtney Saeman PO Box 18710 Golden, CO 80402-9809	100
National Patrolmen's Foundation PO Box 44200 West Allis, WI 43214-7200	50
Multiple Sclerosis Foundation 6520 N. Andrews Ave. Ft. Lauderdale, FL 33309-2132	100
National Law Enforcement Memorial Fund PO Box 97071 Washington, DC 20090-7071	25
State Policy Network 1655 North Fort Myer Dr., Suite 360 Arlington, VA 22209	100
Breast Cancer Relief Network PO Box 250897 Milwaukee, WI 53225-6516	50
TOTAL	925 Ⓢ

FORM 990-PF, PART XV LINE 3a
THE RIFKIN FOUNDATION 74-2557691

01/24/18

THE RIFKIN FOUNDATION - CONTRIBUTIONS - 2017

American Foundation for Suicide Prevention Attn: Community Walks 120 Wall Street, 29 th Floor New York, NY 10005	2,500
Annenberg Center for Health Sciences Eisenhower Medical Center Foundation 39000 Bob Hope Drive Rancho Mirage, CA 92270-9989	2,500
Anti-Defamation League 1120 Lincoln St., Suite 1301 Denver, CO 80203-2140	20,000
Barbara Sinatra Children's Center 39000 Bob Hope Dr. Rancho Mirage, CA 92270	2,000
Big City Mountaineers 710 10 th Street, Suite 120 Denver, CO 80421	5,000
Birthright Israel Foundation PO Box 5892 Hicksville, NY 11802-5892	500
Catholic Charities PO Box 100728 Denver, CO 80250-0728	3,000
Children's Hospital Colorado Foundation PO Box 5585 Denver, CO 80217-9142	1,000
Coachella Valley Rescue Mission PO Box 10660 Indio, CA 92202-2564	350
Coalition to Salute America's Heroes PO Box 96440 Washington, DC 20090-6440	2,000
Colorado College 14 E. Cache LaPoudre St. Colorado Springs, CO 80903	1,874

FORM 990-PF, PART XV LINE 3a
THE RIFKIN FOUNDATION 74-2557691

01/24/18

Colorado Public Television PO Box 1740 Denver, CO 80201-1740	100
Covenant House Times Square Station PO Box 731 New York, NY 10108-0900	2,750
Craig Hospital Foundation 3425 S. Clarkson St. Englewood, CO 80113	2,000
Denver Active 20-30 Children's Foundation 764 S. Pearl St. Denver, CO 80209	4,500
Denver Art Museum 100 W. 14th Ave. Parkway Denver, CO 80204	5,000
Denver Rescue Mission PO Box 17992 Denver, CO 80217-0992	1,000
Desert Community Foundation 75-105 Merle Dr., Suite 300 Palm Desert, CA 92211	1,000
Doctors Without Borders PO Box 5023 Hagerstown, MD 21741-5023	1,000
Eagle Valley Land Trust PO Box 3016 Edwards, CO 81632	500
Eisenhower Medical Center Foundation 39000 Bob Hope Drive Rancho Mirage, CA 92270	1,000
Escuela de Guadalupe 660 Julian Street Denver, CO 80204	7,000
Guardian Angels Medical Service Dogs National Support Center PO Box 1569 Merrifield, VA 22116-1569	500

FORM 990-PF, PART XV LINE 3a
THE RIFKIN FOUNDATION 74-2557691

01/24/18

Guide Dogs of the Desert PO Box 1692 Palm Springs, CA 92263	500
Habitat for Humanity PO Box 1167 Americus, GA 31709-9951	500
International Rescue Committee PO Box 6068 Albert Lea, MN 56007-9847	500
Israel Tennis Centers Foundation 57 West 38 th St., Suite 605 New York, NY 10018-1917	1,000
Jack A. Vickers Fund for Prostate Cancer 7009 S. Potomac Street, Suite 125 Centennial, CO 80112	10,000
Jastreboff Hearing Disorders Foundation 10127 Frost Way Ellicott City, MD 21042-1608	10,000
Jewish Colorado 300 S. Dahlia St., Suite 300 Denver, CO 80246	125,000
Jewish Community Centers of Denver 350 South Dahlia Street Denver, CO 80246	75,000
Jewish Family Service 3201 S. Tamarac Dr. Denver, CO 80231-4394	2,000
Jewish Federation of the Desert 69-710 Highway 111 Rancho Mirage, CA 92270	52,400
Jewish National Fund 7120 Hayvenhurst Ave., Suite 200 Van Nuys, CA 91406	500
Judicial Watch PO Box 96234 Washington, DC 20077-7480	500

FORM 990-PF, PART XV LINE 3a
THE RIFKIN FOUNDATION 74-2557691

01/24/18

Judy Kerns Pence Cancer Fund Aurora Health Care Foundation 950 N. 12 th St., Suite A511 PO Box 342 Milwaukee, WI 53201-9409	1,000
LaQuinta Arts Foundation PO Box 777 LaQuinta, CA 92253	250
Leadership Institute Steven P.J. Wood Building 1101 North Highland Street Arlington, VA 22201-9895	200
Mayo Clinic Department of Development PO Box 450 Albert Lea, MN 56007-0450	1,000
McCallum Theatre 73000 Fred Waring Drive Palm Desert, CA 92260	6,000
Mizel Institute 4350 S. Monaco St., Suite 500 Denver, CO 80237	3,000
Museum of Contemporary Art 1485 Delgany St. Denver, CO 80202	500
National Center for Public Policy Research 501 Capitol Court, NE, Suite 200 Washington, DC 20002	250
National Jewish Health 1400 Jackson St. Denver, CO 80206	3,000
National Legal & Policy Center PO Box 486 Front Royal, VA 22630-0010	300
National Multiple Sclerosis PO Box 4594 New York, NY 10163-4594	500

FORM 990-PF, PART XV LINE 3a
THE RIFKIN FOUNDATION 74-2557691

01/24/18

Operation Smile PO Box 5017 Hagerstown, MD 21741-9716	500
Palm Springs Art Museum PO Box 2310 101 Museum Dr. Palm Springs, CA 92263-2310	7,650
Palm Springs Friends of the Philharmonic PO Box 12770 Palm Desert, CA 92255-2770	2,580
PCD Foundation c/o Amy Kovler 540 West Stratford Place Chicago, IL 60657	5,000
PGA Reach 100 Avenue of the Champions Palm Beach Gardens, FL 33418	1,000
Smile Train PO Box 96208 Washington, DC 20090-6208	500
Stand With Us 6505 Wilshire Blvd., Suite 500 Los Angeles, CA 90048-4933	500
Teach for America 1391 Speer Blvd., Suite 710 Denver, CO 80204	10,000
Temple Emanuel 51 Grape Street Denver, CO 80220	7,140.50
The Actors Fund 729 Seventh Avenue, 10 th floor New York, NY 10019	2,500
The Joshua School 2303 E. Dartmouth Ave. Englewood, CO 80113	2,500
The Living Desert 47900 Portola Ave. Palm Desert, CA 92260-6156	500

FORM 990-PF, PART XV LINE 3a
THE RIFKIN FOUNDATION 74-2557691

01/24/18

The Museum of Modern Art PO Box 3948 New York, NY 10008-3948	85
United States Holocaust Memorial Museum PO Box 1852 Highland Park, IL 60035-7852	1,000
University of Denver –Center for Judaic Studies 2000 E. Asbury Ave., Suite 157 Denver, CO 80208-0911	1,000
University of Notre Dame Attn: Bruce Danielson 1251 N. Eddy Street, Suite 300 South Bend, IN 46617	10,000
Vail Valley Foundation 90 Benchmark Rd., Suite 300 Avon, CO 81620	10,000
Vista Del Mar 3200 Motor Ave. Los Angeles, CA 90034	1,000
Young Americans Center for Financial Education 3550 East First Avenue Denver, Co 80206	2,500

TOTAL - \$426,929.50 ①