

For calendar year 2017, or tax year beginning 12-01-2017, and ending 11-30-2018

Name of foundation THE DOROTHEA AND LEO RABKIN FOUNDATION		A Employer identification number 13-4091650	
Number and street (or P O box number if mail is not delivered to street address) 50 MARKET STREET NO 194		Room/suite	B Telephone number (see instructions) (207) 691-4865
City or town, state or province, country, and ZIP or foreign postal code SOUTH PORTLAND, ME 04106		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 18,882,951	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	451	451		
	4 Dividends and interest from securities	357,697	357,697		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	-11,810			
	b Gross sales price for all assets on line 6a _____ 6,445,303				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	346,338	358,148		
	13 Compensation of officers, directors, trustees, etc	125,000	0		125,000
	14 Other employee salaries and wages	47,833	0		47,833
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	3,364	336		3,028
	b Accounting fees (attach schedule)	7,800	780		7,020
	c Other professional fees (attach schedule)	97,773	76,077		21,696
	17 Interest	25	0		25
	18 Taxes (attach schedule) (see instructions)	69,875	0		16,327
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	19,306	0		19,306
	21 Travel, conferences, and meetings	10,025	0		10,025
	22 Printing and publications	273	0		273
	23 Other expenses (attach schedule)	109,926	12,354		97,572
	24 Total operating and administrative expenses. Add lines 13 through 23	491,200	89,547		348,105
	25 Contributions, gifts, grants paid	463,000			463,000
	26 Total expenses and disbursements. Add lines 24 and 25	954,200	89,547		811,105
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-607,862			
	b Net investment income (if negative, enter -0-)		268,601		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	127,695	95,464	95,464
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	4,434,920	3,592,326	3,592,326
	b	Investments—corporate stock (attach schedule)	7,683,854	7,405,323	7,405,323
	c	Investments—corporate bonds (attach schedule)	240,691	479,842	479,842
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	5,985,692	6,351,079	6,351,079
	14	Land, buildings, and equipment basis ▶ _____ 245,000 Less accumulated depreciation (attach schedule) ▶ _____	245,000	245,000	245,000
15	Other assets (describe ▶ _____)	713,917	713,917	713,917	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	19,431,769	18,882,951	18,882,951	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	19,431,769	18,882,951	
	30	Total net assets or fund balances (see instructions)	19,431,769	18,882,951	
31	Total liabilities and net assets/fund balances (see instructions) .	19,431,769	18,882,951		

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	19,431,769
2	Enter amount from Part I, line 27a	2	-607,862
3	Other increases not included in line 2 (itemize) ▶ _____	3	59,044
4	Add lines 1, 2, and 3	4	18,882,951
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	18,882,951

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 4,241,678		4,355,231	-113,553
b 2,203,625		2,101,882	101,743
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			-113,553
b			101,743
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	-11,810
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	772,135	17,544,660	0 044010
2015	624,157	10,386,559	0 060093
2014	7,950	82,842	0 095966
2013	10,881	91,652	0 118721
2012	10,821	97,022	0 111531
2 Total of line 1, column (d)			0 430321
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			0 086064
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			18,186,305
5 Multiply line 4 by line 3			1,565,186
6 Enter 1% of net investment income (1% of Part I, line 27b)			2,686
7 Add lines 5 and 6			1,567,872
8 Enter qualifying distributions from Part XII, line 4			811,105

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	5,372
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	5,372
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	5,372
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	35,431
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	35,431
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	30,059
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> 16,200 Refunded <input type="checkbox"/>	11	13,859

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.RABKINFUNDATION.ORG</u>	13	Yes	
14	The books are in care of ► <u>SUSAN LARSEN-MARTIN</u> Telephone no ► <u>(207) 691-4865</u>			

Located at ► 13 BROWN STREET PORTLAND ME ZIP+4 ► 04101

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

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

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

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

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

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

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
SUSAN LARSEN-MARTIN 50 MARKET STREET PMB 194 SOUTH PORTLAND, ME 04106	EXECUTIVE DIRECTOR 50 00	125,000	0	0
NANCY KARLINS THOMAN 50 MARKET STREET PMB 194 SOUTH PORTLAND, ME 04106	PRESIDENT 10 00	0	0	0
EDGAR ALLEN BEEM 50 MARKET STREET PMB 194 SOUTH PORTLAND, ME 04106	SECRETARY 5 00	0	0	0
DEBORAH IRMAS 50 MARKET STREET PMB 194 SOUTH PORTLAND, ME 04106	TREASURER 5 00	0	0	0

2

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

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

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

0

3

Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
FL PUTNAM INVESTMENT MNGMT COMPANY 5 WIDGERY WHARF 4TH FLOOR PORTLAND, ME 04101	INVESTMENT MANAGEMENT	73,667

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 VISUAL ARTS JOURNALISM PRIZE PROGRAM IN WHICH A PANEL OF 16 NOMINATORS PUT FORTH CANDIDATES FOR AWARDS BASED ON PAST ACHIEVEMENTS, EACH CANDIDATE SUBMITS WRITING SAMPLES OF PREVIOUSLY PUBLISHED WORK (WITHIN THE LAST 3 YEARS) AND A BRIEF CURRICULUM VITA. RECIPIENTS ARE CHOSEN BY A JURY OF NATIONALLY RECOGNIZED CURATORS, WRITERS, ARTISTS, AND OTHER THOUGHTFUL READERS OF CONTEMPORARY ART CRITICISM	525,996
2 EXPENDITURES RELATING TO CATALOGUING, STORING, CONSERVING AND DISPLAYING THE ABSTRACT AND AMERICAN FOLK ART COLLECTIONS, TO INCLUDE PROMOTING THE VISUAL ARTS THROUGH EXHIBITIONS, CARING FOR AND MAINTAINING THE ART COLLECTION, SHARING THE COLLECTION WITH STUDENTS AND THE GENERAL PUBLIC, AND MAINTAINING AN ARCHIVE OF DATA ABOUT THE COLLECTION AND THE RABKINS' LIVES FOR USE BY SCHOLARS AND RESEARCHERS	237,109
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Total. Add lines 1 through 3

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	15,429,690
b	Average of monthly cash balances.	1b	3,033,564
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	18,463,254
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	18,463,254
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	276,949
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	18,186,305
6	Minimum investment return. Enter 5% of line 5.	6	909,315

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	909,315
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	5,372
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	5,372
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	903,943
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	903,943
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	903,943

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	811,105
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	811,105
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	811,105

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				903,943
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.				
b From 2013.				
c From 2014.				
d From 2015.				39,487
e From 2016.				
f Total of lines 3a through e.	39,487			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>811,105</u>				
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.				811,105
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))	39,487			39,487
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				53,351
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. ▶

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or 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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	463,000
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments			14	451	
4	Dividends and interest from securities. . . .			14	357,697	
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory			18	-11,810	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .		0		346,338	0
13	Total. Add line 12, columns (b), (d), and (e).			13		346,338

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

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

[illegible]

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

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

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

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


b If "Yes," complete the following schedule


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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	*****	2019-01-31	*****
	Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
--

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	DANIEL P DOIRON		2019-01-31		P01206204
	Firm's name ▶ ALBIN RANDALL & BENNETT				Firm's EIN ▶ 01-0448006
	Firm's address ▶ PO BOX 445 130 MIDDLE STREET PORTLAND, ME 041120445				Phone no (207) 772-1981

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BILL O'DRISCOLLPO BOX 99352 PITTSBURGH, PA 15233	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE, SEE PART IX-A FOR MORE INFORMATION	51,000
BRETT EMORY SOKOL 1330 WEST AVENUE 1614 MIAMI BEACH, FL 33139	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE, SEE PART IX-A FOR MORE INFORMATION	51,000
COCO FUSCO54 MONROE ST BROOKLYN, NY 11238	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE, SEE PART IX-A FOR MORE INFORMATION	51,000
Total 				463,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LORI WAXMAN5836 N WAYNE AVE CHICAGO, IL 60660	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE, SEE PART IX-A FOR MORE INFORMATION	51,000
RAY MARK RINALDI1230 IVY ST DENVER, CO 80220	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE, SEE PART IX-A FOR MORE INFORMATION	51,000
SARAH ROSE SHARP2565 SHERIDAN ST DETROIT, MI 48214	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE, SEE PART IX-A FOR MORE INFORMATION	51,000
Total 				463,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEBASTIAN SMEE 46 JOSEPHINE AVE UNIT 2 SOMERVILLE, MA 02144	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE, SEE PART IX-A FOR MORE INFORMATION	51,000
TRAVIS DIEHL 1742 N EDMONT ST 214 LOS ANGELES, CA 90027	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE, SEE PART IX-A FOR MORE INFORMATION	51,000
CARA OBER648 REGESTER AVENUE BALTIMORE, MD 21212	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE, SEE PART IX-A FOR MORE INFORMATION	1,000
Total ► 3a				463,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHRISTINA SCHMID3224 10TH AVE S MINNEAPOLIS, MN 55407	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE, SEE PART IX-A FOR MORE INFORMATION	1,000
GLEN HELFAND311 2ND ST 609 OAKLAND, CA 94607	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE, SEE PART IX-A FOR MORE INFORMATION	1,000
JOHN KELSEY504 GRAND ST APT F31 NEW YORK, NY 10002	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE, SEE PART IX-A FOR MORE INFORMATION	1,000
Total ► 3a				463,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
JORDAN AMIRKHANI 232 EAST 11TH STREET 251 CHATTANOOGA, TN 37402	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE, SEE PART IX-A FOR MORE INFORMATION	1,000
LOGAN LOCKNER104 WYMAN ST SE ATLANTA, GA 30317	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE, SEE PART IX-A FOR MORE INFORMATION	1,000
MARCI SILLMAN1116 NE 106TH ST SEATTLE, WA 98125	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE, SEE PART IX-A FOR MORE INFORMATION	1,000
Total ▶ 3a				463,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE AMERICAN FOLK ART MUSEUM 2 LINCOLN SQUARE NEW YORK, NY 10023	NO RELATIONSHIP	PC	UNRESTRICTED	10,000
THE CENTER FOR INTUITIVE AND OUTSIDER ART 756 N MILWAUKEE AVENUE CHICAGO, IL 60642	NO RELATIONSHIP	PC	UNRESTRICTED	10,000
BATES COLLEGE2 ANDREWS ROAD LEWISTON, ME 04240	NO RELATIONSHIP	PC	UNRESTRICTED	7,500
Total ▶ 3a				463,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN VISIONARY ART MUSEUM 800 KEY HIGHWAY BALTIMORE, MD 21230	NO RELATIONSHIP	PC	UNRESTRICTED	5,000
UNION OF MAINE VISUAL ARTISTS PO BOX 51 WALPOLE, ME 04573	NO RELATIONSHIP	PC	UNRESTRICTED	5,000
PORTLAND PUBLIC SCHOOLS 353 CUMBERLAND AVE PORTLAND, ME 04101	NO RELATIONSHIP	PC	UNRESTRICTED	4,500
Total ▶ 3a				463,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
MAINE COLLEGE OF ART 522 CONGRESS ST PORTLAND, ME 04101	NO RELATIONSHIP	PC	UNRESTRICTED	2,500
THE ASPEN INSTITUTE 2300 N ST NW SUITE 700 WASHINGTON, DC 20037	NO RELATIONSHIP	PC	UNRESTRICTED	2,500
CREATIVE PORTLAND84 FREE STREET PORTLAND, ME 04101	NO RELATIONSHIP	PC	UNRESTRICTED	1,000
Total ▶ 3a				463,000

TY 2017 Accounting Fees Schedule**Name:** THE DOROTHEA AND LEO RABKIN FOUNDATION**EIN:** 13-4091650**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	7,800	780		7,020

TY 2017 Investments Corporate Bonds Schedule**Name:** THE DOROTHEA AND LEO RABKIN FOUNDATION**EIN:** 13-4091650**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GOLDMAN SACHS GROUP INC NOTE	238,344	238,344
HEWLETT PACKARD CO NOTE	241,498	241,498

TY 2017 Investments Corporate Stock Schedule

Name: THE DOROTHEA AND LEO RABKIN FOUNDATION
EIN: 13-4091650

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACCENTURE PLC CLS A USD0.0000225	169,456	169,456
COCA-COLA EUROPEAN PARTNERS PLC COM	199,985	199,985
LINDE PLC COM EUR0.001	92,249	92,249
ABBOTT LABORATORIES	202,157	202,157
ADOBE INC COM	84,048	84,048
BROADCOM INC COM	79,532	79,532
ALPHABET INC CAP STK CL A	244,123	244,123
AMAZON.COM INC	214,652	214,652
AMERICAN WTR WKS CO INC NEW COM	87,300	87,300
AMGEN INC	185,343	185,343
APPLE INC	329,480	329,480
AUTOMATIC DATA PROCESSING INC	105,405	105,405
BECTON DICKINSON CO	87,199	87,199
BLACKROCK INC	82,606	82,606
BOEING CO	166,098	166,098
CBRE GROUP INC COM USD0.01 CLASS A	79,061	79,061
CDW CORP COM USD0.01	186,287	186,287
CVS HEALTH CORP COM	57,102	57,102
CENTENE CORP DEL	111,524	111,524
CISCO SYS INC COM	95,979	95,979
CITIGROUP INC COM NEW	80,016	80,016
COMCAST CORP NEW CL A	170,474	170,474
COSTCO WHOLESALE CORP	104,076	104,076
DARDEN RESTAURANTS	86,774	86,774
EOG RESOURCES INC	169,428	169,428
FEDEX CORP COM	154,575	154,575
HCA HEALTHCARE INC COM	192,227	192,227
HOME DEPOT INC COM	165,894	165,894
JPMORGAN CHASE & CO	175,903	175,903
JOHNSON & JOHNSON	86,671	86,671

Name of Stock	End of Year Book Value	End of Year Fair Market Value
LOCKHEED MARTIN CORP	139,700	139,700
MARATHON PETROLEUM CORP COM	70,047	70,047
MARSH & MCLENNAN COS	93,579	93,579
MICROSOFT CORP	313,708	313,708
MORGAN STANLEY	138,364	138,364
NEXTERA ENERGY INC COM	185,526	185,526
OCCIDENTAL PETROLEUM CORP	78,702	78,702
ONEOK INC	168,011	168,011
PNC FINL SVCS GROUP	155,468	155,468
SALESFORCE COM INC	96,363	96,363
SCHWAB CHARLES CORP NEW	69,888	69,888
SUNTRUST BANKS INC	152,337	152,337
SYSCO CORP	181,643	181,643
TJX COS INC NEW COM	155,343	155,343
TEXAS INSTRUMENTS INC COM USD1.00	133,000	133,000
UNION PACIFIC CORP	191,456	191,456
UNITEDHEALTH GROUP	203,986	203,986
V F CORP	182,903	182,903
VERIZON COMMUNICATIONS	91,053	91,053
VISA INC COM CL A	178,555	178,555
WALMART INC COM	180,067	180,067

TY 2017 Investments Government Obligations Schedule**Name:** THE DOROTHEA AND LEO RABKIN FOUNDATION**EIN:** 13-4091650**US Government Securities - End
of Year Book Value:**

3,592,326

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

3,592,326

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

0

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

0

TY 2017 Investments - Other Schedule

Name: THE DOROTHEA AND LEO RABKIN FOUNDATION

EIN: 13-4091650

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ISHARES CORE S&P MID-CAP ETF	FMV	868,529	868,529
ISHARES CORE S&P SMALL-CAP ETF	FMV	544,395	544,395
ISHARES INC CORE MSCI EMERGING MKTS	FMV	346,290	346,290
SPDR S&P 500 ETF TRUST UNIT SER 1 S&P	FMV	307,901	307,901
VANGUARD INTL EQUITY INDEX FD INC FTSE	FMV	127,450	127,450
VANGUARD INTL EQUITY INDEX FUND INC FTSE	FMV	472,919	472,919
ISHARES CORE U.S. AGGREGATE BOND ETF	FMV	686,964	686,964
ISHARES TR JP MOR EM MK ETF	FMV	105,764	105,764
ISHARES TR INTRM GOV CR ETF	FMV	1,879,567	1,879,567
INVESCO QQQ TR UNIT SER 1	FMV	453,912	453,912
INVESCO EXCHANGE TRADED FD TR S&P500	FMV	278,040	278,040
AMERICAN TOWER CORPORATION	FMV	183,406	183,406
CROWN CASTLE INTL CORP NEW COM	FMV	95,942	95,942

TY 2017 Legal Fees Schedule**Name:** THE DOROTHEA AND LEO RABKIN FOUNDATION**EIN:** 13-4091650

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	3,364	336		3,028

TY 2017 Other Assets Schedule**Name:** THE DOROTHEA AND LEO RABKIN FOUNDATION**EIN:** 13-4091650**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
LEO RABKIN ARTWORK	580,955	580,955	580,955
OTHER ARTWORK	113,950	113,950	113,950
FURNITURE, ANTIQUES, COLLECTIBLES, AND TRIBAL ART	19,012	19,012	19,012

TY 2017 Other Expenses Schedule**Name:** THE DOROTHEA AND LEO RABKIN FOUNDATION**EIN:** 13-4091650**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE CONDOMINIUM REPAIRS & RENOVATIONS	17,041	0		17,041
ARTS JOURNALISM GRANT PROGRAM EXPENSE	16,500	0		16,500
EQUIPMENT & SUPPLIES IN SUPPORT OF ART COLLECTION	26,954	0		26,954
SHIPPING & DELIVERY	2,775	0		2,775
INSURANCE	6,137	0		6,137
DUES & SUBSCRIPTIONS	640	0		640
OFFICE SUPPLIES	1,247	0		1,247
CLEANING SERVICES	5,100	0		5,100
MEALS & ENTERTAINMENT	1,041	0		1,041
UTILITIES	5,264	0		5,264

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GENERAL & ADMINISTRATIVE	2,418	0		2,418
OTHER OPERATING EXPENSES	11,536	0		11,536
NEW YORK STATE FILING FEE	750	0		750
ADVERTISING	169	0		169
BOND AMORTIZATION EXPENSE	12,354	12,354		0

TY 2017 Other Increases Schedule

Name: THE DOROTHEA AND LEO RABKIN FOUNDATION

EIN: 13-4091650

Description	Amount
UNREALIZED GAINS ON INVESTMENTS	59,044

TY 2017 Other Professional Fees Schedule**Name:** THE DOROTHEA AND LEO RABKIN FOUNDATION**EIN:** 13-4091650

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER PROFESSIONAL FEES	24,106	2,410		21,696
PORTFOLIO MANAGEMENT FEES	73,667	73,667		0

TY 2017 Taxes Schedule**Name:** THE DOROTHEA AND LEO RABKIN FOUNDATION**EIN:** 13-4091650

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	13,226	0		13,226
REAL ESTATE TAXES	3,101	0		3,101
NET INVESTMENT INCOME TAX	53,548	0		0