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Form 990-PF

Department of the Treasury  
Internal Revenue Service

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

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

Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018

Name of foundation  
The Skadden Foundation

A Employer identification number  
13-3455231

Number and street (or P O box number if mail is not delivered to street address)  
360 Hamilton Avenue

Room/suite

B Telephone number (see instructions)  
(212) 735-2956

City or town, state or province, country, and ZIP or foreign postal code  
White Plains, NY 106011811

C If exemption application is pending, check here

G Check all that apply  

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

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

H Check type of organization  

Section 501(c)(3) exempt private foundation

Section 4947(a)(1) nonexempt charitable trust

Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 12,750,860

J Accounting method  

Cash

Accrual

Other (specify) Modified Cash Basis

(Part I, column (d) must be on cash basis )

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)                   | 6,667,000                 |                         |                                                             |
|                                            | 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B |                           |                         |                                                             |
|                                            | 3 Interest on savings and temporary cash investments                               | 5,063                     | 5,063                   |                                                             |
|                                            | 4 Dividends and interest from securities                                           | 173,286                   | 173,286                 |                                                             |
|                                            | 5a Gross rents                                                                     |                           |                         |                                                             |
|                                            | b Net rental income or (loss)                                                      |                           |                         |                                                             |
|                                            | 6a Net gain or (loss) from sale of assets not on line 10                           | 152,071                   |                         |                                                             |
|                                            | b Gross sales price for all assets on line 6a                                      |                           |                         |                                                             |
|                                            | 7 Capital gain net income (from Part IV, line 2)                                   |                           | 152,071                 |                                                             |
|                                            | 8 Net short-term capital gain                                                      |                           |                         |                                                             |
|                                            | 9 Income modifications                                                             |                           |                         |                                                             |
|                                            | 10a Gross sales less returns and allowances                                        | 0                         |                         |                                                             |
| b Less Cost of goods sold                  | 0                                                                                  |                           |                         |                                                             |
| c Gross profit or (loss) (attach schedule) | 0                                                                                  |                           |                         |                                                             |
| 11 Other income (attach schedule)          | 11,266                                                                             | 0                         | 0                       |                                                             |
| 12 Total. Add lines 1 through 11           | 7,008,686                                                                          | 330,420                   | 0                       |                                                             |
| Operating and Administrative Expenses      | 13 Compensation of officers, directors, trustees, etc                              | 384,000                   |                         | 384,000                                                     |
|                                            | 14 Other employee salaries and wages                                               | 64,471                    |                         | 64,471                                                      |
|                                            | 15 Pension plans, employee benefits                                                | 2,250                     |                         | 2,250                                                       |
|                                            | 16a Legal fees (attach schedule)                                                   | 0                         | 0                       | 0                                                           |
|                                            | b Accounting fees (attach schedule)                                                | 0                         | 0                       | 0                                                           |
|                                            | c Other professional fees (attach schedule)                                        | 57,932                    | 57,932                  | 0                                                           |
|                                            | 17 Interest                                                                        |                           |                         |                                                             |
|                                            | 18 Taxes (attach schedule) (see instructions)                                      | 32,669                    | 0                       | 0                                                           |
|                                            | 19 Depreciation (attach schedule) and depletion                                    | 0                         | 0                       | 0                                                           |
|                                            | 20 Occupancy                                                                       |                           |                         |                                                             |
|                                            | 21 Travel, conferences, and meetings                                               | 93,507                    |                         | 93,507                                                      |
|                                            | 22 Printing and publications                                                       | 29,568                    |                         | 29,568                                                      |
|                                            | 23 Other expenses (attach schedule)                                                | 20,167                    | 0                       | 0                                                           |
|                                            | 24 Total operating and administrative expenses. Add lines 13 through 23            | 684,564                   | 57,932                  | 0                                                           |
|                                            | 25 Contributions, gifts, grants paid                                               | 3,933,499                 |                         | 3,933,499                                                   |
|                                            | 26 Total expenses and disbursements. Add lines 24 and 25                           | 4,618,063                 | 57,932                  | 0                                                           |
|                                            | 27 Subtract line 26 from line 12                                                   |                           |                         |                                                             |
|                                            | a Excess of revenue over expenses and disbursements                                | 2,390,623                 |                         |                                                             |
|                                            | b Net investment income (if negative, enter -0-)                                   |                           | 272,488                 |                                                             |
|                                            | c Adjusted net income (if negative, enter -0-)                                     |                           |                         | 0                                                           |

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (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 . . . . .                                                                                                                     | 16,579                                                                                                             | 5,815          | 5,815                 |
|                                                                                                      | 2 Savings and temporary cash investments . . . . .                                                                                                        | 3,447,948                                                                                                          | 6,326,674      | 6,326,674             |
|                                                                                                      | 3 Accounts receivable ▶ _____<br>Less allowance for doubtful accounts ▶ _____                                                                             | 0                                                                                                                  | 0              | 0                     |
|                                                                                                      | 4 Pledges receivable ▶ _____<br>Less allowance for doubtful accounts ▶ _____                                                                              | 0                                                                                                                  | 0              | 0                     |
|                                                                                                      | 5 Grants receivable . . . . .                                                                                                                             |                                                                                                                    |                |                       |
|                                                                                                      | 6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .                       | 0                                                                                                                  | 0              | 0                     |
|                                                                                                      | 7 Other notes and loans receivable (attach schedule) ▶ _____ 0<br>Less allowance for doubtful accounts ▶ _____ 0                                          | 0                                                                                                                  | 0              | 0                     |
|                                                                                                      | 8 Inventories for sale or use . . . . .                                                                                                                   |                                                                                                                    |                |                       |
|                                                                                                      | 9 Prepaid expenses and deferred charges . . . . .                                                                                                         |                                                                                                                    |                |                       |
|                                                                                                      | 10a Investments—U S and state government obligations (attach schedule)                                                                                    | 405,386                                                                                                            | 405,448        | 405,448               |
|                                                                                                      | b Investments—corporate stock (attach schedule) . . . . .                                                                                                 | 3,247,283                                                                                                          | 3,089,932      | 3,089,932             |
|                                                                                                      | c Investments—corporate bonds (attach schedule) . . . . .                                                                                                 | 3,712,644                                                                                                          | 2,922,991      | 2,922,991             |
|                                                                                                      | 11 Investments—land, buildings, and equipment basis ▶ _____ 0<br>Less accumulated depreciation (attach schedule) ▶ _____ 0                                | 0                                                                                                                  |                | 0                     |
|                                                                                                      | 12 Investments—mortgage loans . . . . .                                                                                                                   |                                                                                                                    |                |                       |
|                                                                                                      | 13 Investments—other (attach schedule) . . . . .                                                                                                          | 244,881                                                                                                            | 0              | 0                     |
|                                                                                                      | 14 Land, buildings, and equipment basis ▶ _____ 0<br>Less accumulated depreciation (attach schedule) ▶ _____ 0                                            | 0                                                                                                                  |                | 0                     |
| 15 Other assets (describe ▶ _____)                                                                   | 0                                                                                                                                                         | 0                                                                                                                  | 0              |                       |
| 16 <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I) | 11,074,721                                                                                                                                                | 12,750,860                                                                                                         | 12,750,860     |                       |
| Liabilities                                                                                          | 17 Accounts payable and accrued expenses . . . . .                                                                                                        | 0                                                                                                                  |                |                       |
|                                                                                                      | 18 Grants payable . . . . .                                                                                                                               |                                                                                                                    |                |                       |
|                                                                                                      | 19 Deferred revenue . . . . .                                                                                                                             |                                                                                                                    |                |                       |
|                                                                                                      | 20 Loans from officers, directors, trustees, and other disqualified persons                                                                               | 0                                                                                                                  | 0              |                       |
|                                                                                                      | 21 Mortgages and other notes payable (attach schedule) . . . . .                                                                                          | 0                                                                                                                  | 0              |                       |
|                                                                                                      | 22 Other liabilities (describe ▶ _____)                                                                                                                   |                                                                                                                    |                |                       |
|                                                                                                      | 23 <b>Total liabilities</b> (add lines 17 through 22) . . . . .                                                                                           | 0                                                                                                                  | 0              |                       |
| Net Assets or Fund Balances                                                                          | <b>Foundations that follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/><br><b>and complete lines 24 through 26 and lines 30 and 31.</b> |                                                                                                                    |                |                       |
|                                                                                                      | 24 Unrestricted . . . . .                                                                                                                                 | 9,421,653                                                                                                          | 11,264,623     |                       |
|                                                                                                      | 25 Temporarily restricted . . . . .                                                                                                                       | 1,653,068                                                                                                          | 1,486,237      |                       |
|                                                                                                      | 26 Permanently restricted . . . . .                                                                                                                       |                                                                                                                    |                |                       |
|                                                                                                      | <b>Foundations that do not follow SFAS 117, check here</b> ▶ <input type="checkbox"/><br><b>and complete lines 27 through 31.</b>                         |                                                                                                                    |                |                       |
|                                                                                                      | 27 Capital stock, trust principal, or current funds . . . . .                                                                                             |                                                                                                                    |                |                       |
|                                                                                                      | 28 Paid-in or capital surplus, or land, bldg , and equipment fund                                                                                         |                                                                                                                    |                |                       |
|                                                                                                      | 29 Retained earnings, accumulated income, endowment, or other funds                                                                                       |                                                                                                                    |                |                       |
| 30 <b>Total net assets or fund balances</b> (see instructions) . . . . .                             | 11,074,721                                                                                                                                                | 12,750,860                                                                                                         |                |                       |
| 31 <b>Total liabilities and net assets/fund balances</b> (see instructions) .                        | 11,074,721                                                                                                                                                | 12,750,860                                                                                                         |                |                       |

**Part III Analysis of Changes in Net Assets or Fund Balances**

|                                                                                                                                                                      |   |            |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|------------|
| 1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . . | 1 | 11,074,721 |
| 2 Enter amount from Part I, line 27a . . . . .                                                                                                                       | 2 | 2,390,623  |
| 3 Other increases not included in line 2 (itemize) ▶ _____                                                                                                           | 3 | 0          |
| 4 Add lines 1, 2, and 3 . . . . .                                                                                                                                    | 4 | 13,465,344 |
| 5 Decreases not included in line 2 (itemize) ▶ _____                                                                                                                 | 5 | 714,484    |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .                                                              | 6 | 12,750,860 |

**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,<br>2-story brick warehouse, or common stock, 200 shs MLC Co ) | (b)<br>How acquired<br>P—Purchase<br>D—Donation | (c)<br>Date acquired<br>(mo , day, yr ) | (d)<br>Date sold<br>(mo , day, yr ) |
|--------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------|-----------------------------------------|-------------------------------------|
| <b>1 a</b> Securities                                                                                                                | P                                               |                                         |                                     |
| <b>b</b> Capital Gain Distribution                                                                                                   | P                                               |                                         |                                     |
| <b>c</b>                                                                                                                             |                                                 |                                         |                                     |
| <b>d</b>                                                                                                                             |                                                 |                                         |                                     |
| <b>e</b>                                                                                                                             |                                                 |                                         |                                     |

  

| (e)<br>Gross sales price | (f)<br>Depreciation allowed<br>(or allowable) | (g)<br>Cost or other basis<br>plus expense of sale | (h)<br>Gain or (loss)<br>(e) plus (f) minus (g) |
|--------------------------|-----------------------------------------------|----------------------------------------------------|-------------------------------------------------|
| <b>a</b> 660,000         |                                               | 539,779                                            | 120,221                                         |
| <b>b</b> 31,850          |                                               |                                                    | 31,850                                          |
| <b>c</b>                 |                                               |                                                    |                                                 |
| <b>d</b>                 |                                               |                                                    |                                                 |
| <b>e</b>                 |                                               |                                                    |                                                 |

  

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                         |                                                  | (l)<br>Gains (Col (h) gain minus<br>col (k), but not less than -0-) or<br>Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|-----------------------------------------|--------------------------------------------------|-------------------------------------------------------------------------------------------------|
| (i)<br>F M V as of 12/31/69                                                                 | (j)<br>Adjusted basis<br>as of 12/31/69 | (k)<br>Excess of col (i)<br>over col (j), if any |                                                                                                 |
| <b>a</b>                                                                                    |                                         | 0                                                | 120,221                                                                                         |
| <b>b</b>                                                                                    |                                         | 0                                                | 31,850                                                                                          |
| <b>c</b>                                                                                    |                                         |                                                  |                                                                                                 |
| <b>d</b>                                                                                    |                                         |                                                  |                                                                                                 |
| <b>e</b>                                                                                    |                                         |                                                  |                                                                                                 |

  

|                                                                                                                                                                                                                                               |          |         |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|---------|
| <b>2</b> Capital gain net income or (net capital loss) <span style="float:right;">{ If gain, also enter in Part I, line 7<br/>If (loss), enter -0- in Part I, line 7 }</span>                                                                 | <b>2</b> | 152,071 |
| <b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0-<br>in Part I, line 8 <span style="float:right;">{ }</span> | <b>3</b> | 0       |

**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)<br>Base period years Calendar<br>year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col (b) divided by col (c)) |
|----------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-----------------------------------------------------------|
| 2017                                                                 | 4,307,026                                | 9,265,034                                    | 0.464869                                                  |
| 2016                                                                 | 4,256,823                                | 8,762,422                                    | 0.485804                                                  |
| 2015                                                                 | 4,172,732                                | 8,744,748                                    | 0.477170                                                  |
| 2014                                                                 | 4,011,813                                | 10,605,828                                   | 0.378265                                                  |
| 2013                                                                 | 4,117,725                                | 8,318,268                                    | 0.495022                                                  |

  

|                                                                                                                                                                                          |          |           |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|-----------|
| <b>2</b> Total of line 1, column (d)                                                                                                                                                     | <b>2</b> | 2.301130  |
| <b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5 0, or by the<br>number of years the foundation has been in existence if less than 5 years | <b>3</b> | 0.460226  |
| <b>4</b> Enter the net value of noncharitable-use assets for 2018 from Part X, line 5                                                                                                    | <b>4</b> | 9,552,875 |
| <b>5</b> Multiply line 4 by line 3                                                                                                                                                       | <b>5</b> | 4,396,481 |
| <b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)                                                                                                                      | <b>6</b> | 2,725     |
| <b>7</b> Add lines 5 and 6                                                                                                                                                               | <b>7</b> | 4,399,206 |
| <b>8</b> Enter qualifying distributions from Part XII, line 4                                                                                                                            | <b>8</b> | 4,587,258 |

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)**

|           |                                                                                                                                                                                                                                   |           |        |
|-----------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|--------|
| <b>1a</b> | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1<br>Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions) |           |        |
| <b>b</b>  | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .                                                              | <b>1</b>  | 2,725  |
| <b>c</b>  | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)                                                                                                            |           |        |
| <b>2</b>  | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                         | <b>2</b>  |        |
| <b>3</b>  | Add lines 1 and 2. . . . .                                                                                                                                                                                                        | <b>3</b>  | 2,725  |
| <b>4</b>  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                       | <b>4</b>  |        |
| <b>5</b>  | <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .                                                                                                                          | <b>5</b>  | 2,725  |
| <b>6</b>  | Credits/Payments                                                                                                                                                                                                                  |           |        |
| <b>a</b>  | 2018 estimated tax payments and 2017 overpayment credited to 2018                                                                                                                                                                 | <b>6a</b> | 10,509 |
| <b>b</b>  | Exempt foreign organizations—tax withheld at source . . . . .                                                                                                                                                                     | <b>6b</b> |        |
| <b>c</b>  | Tax paid with application for extension of time to file (Form 8868) . . . . .                                                                                                                                                     | <b>6c</b> | 1,000  |
| <b>d</b>  | Backup withholding erroneously withheld . . . . .                                                                                                                                                                                 | <b>6d</b> |        |
| <b>7</b>  | Total credits and payments. Add lines 6a through 6d. . . . .                                                                                                                                                                      | <b>7</b>  | 11,509 |
| <b>8</b>  | Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached                                                                                                          | <b>8</b>  |        |
| <b>9</b>  | <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . <b>▶</b>                                                                                                                    | <b>9</b>  |        |
| <b>10</b> | <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . . <b>▶</b>                                                                                                        | <b>10</b> | 8,784  |
| <b>11</b> | Enter the amount of line 10 to be <b>Credited to 2019 estimated tax</b> <b>▶</b> 8,784 <b>Refunded</b> <b>▶</b>                                                                                                                   | <b>11</b> | 0      |

**Part VII-A Statements Regarding Activities**

|                                                                                                                                                                                                                                                                                                                                                                 | Yes       | No  |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----|
| <b>1a</b> 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? . . . . .                                                                                                                                                                        | <b>1a</b> | No  |
| <b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). . . . .<br><i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i> | <b>1b</b> | No  |
| <b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .                                                                                                                                                                                                                                                                                  | <b>1c</b> | No  |
| <b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year<br><b>(1)</b> On the foundation <b>▶</b> \$ _____ <b>(2)</b> On foundation managers <b>▶</b> \$ _____                                                                                                                                                |           |     |
| <b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>▶</b> \$ _____                                                                                                                                                                                                 |           |     |
| <b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .<br><i>If "Yes," attach a detailed description of the activities</i>                                                                                                                                                                          | <b>2</b>  | No  |
| <b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .                                                                                                            | <b>3</b>  | No  |
| <b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .                                                                                                                                                                                                                                                 | <b>4a</b> | No  |
| <b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .                                                                                                                                                                                                                                                                      | <b>4b</b> |     |
| <b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .<br><i>If "Yes," attach the statement required by General Instruction T</i>                                                                                                                                                                    | <b>5</b>  | No  |
| <b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either<br>• By language in the governing instrument, or<br>• 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? . . . . .            | <b>6</b>  | Yes |
| <b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i> . . . . .                                                                                                                                                                                                      | <b>7</b>  | Yes |
| <b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions)<br><b>▶</b> NY _____                                                                                                                                                                                                                               |           |     |
| <b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .                                                                                                                                   | <b>8b</b> | Yes |
| <b>9</b> 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 2018 or the taxable year beginning in 2018? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i> . . . . .                                                                               | <b>9</b>  | No  |
| <b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .                                                                                                                                                                                                   | <b>10</b> | No  |

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

|           |                                                                                                                                                                                                  |           |            |           |
|-----------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|------------|-----------|
| <b>11</b> | 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. . . . .  | <b>11</b> |            | <b>No</b> |
| <b>12</b> | 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. . . . . | <b>12</b> |            | <b>No</b> |
| <b>13</b> | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>WWW.SKADDENFELLOWSHIPS.ORG</b>                            | <b>13</b> | <b>Yes</b> |           |
| <b>14</b> | The books are in care of <b>Yael Margalit</b> Telephone no <b>(914) 750-3460</b>                                                                                                                 |           |            |           |

Located at **360 HAMILTON AVENUE WHITE PLAINS NY** ZIP+4 **106011811**

|           |                                                                                                                                                                                                                                                                                                                                               |           |            |           |
|-----------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|------------|-----------|
| <b>15</b> | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —check here . . . . . <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . <b>15</b>                                                                                              |           |            |           |
| <b>16</b> | At any time during calendar year 2018, 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 <b>▶</b> | <b>16</b> | <b>Yes</b> | <b>No</b> |

**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.**

|           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |           |            |           |
|-----------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|------------|-----------|
| <b>1a</b> | During the year did the foundation (either directly or indirectly)                                                                                                                                                                                                                                                                                                                                                                                                                                      |           | <b>Yes</b> | <b>No</b> |
|           | (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? ( <b>Exception.</b> 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>b</b>  | If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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"/>                                                                                                                                                         | <b>1b</b> |            | <b>No</b> |
| <b>c</b>  | 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 2018? . . . . .                                                                                                                                                                                                                                                                                                       | <b>1c</b> |            | <b>No</b> |
| <b>2</b>  | 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))                                                                                                                                                                                                                                                                                                                           |           |            |           |
| <b>a</b>  | At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? . . . . . If "Yes," list the years <b>▶</b> 20____, 20____, 20____, 20____ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                        |           |            |           |
| <b>b</b>  | Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions). . . . .                                                                                                                                                                           | <b>2b</b> |            |           |
| <b>c</b>  | If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>▶</b> 20____, 20____, 20____, 20____                                                                                                                                                                                                                                                                                                                                          |           |            |           |
| <b>3a</b> | 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>b</b>  | If "Yes," did it have excess business holdings in 2018 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 2018). . . . . | <b>3b</b> |            |           |
| <b>4a</b> | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?                                                                                                                                                                                                                                                                                                                                                                                         | <b>4a</b> |            | <b>No</b> |
| <b>b</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 2018?                                                                                                                                                                                                                                                                       | <b>4b</b> |            | <b>No</b> |

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

|           |                                                                                                                                                                                                                                           | Yes                                     | No                                     |
|-----------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|----------------------------------------|
| <b>5a</b> | 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 checked="" type="checkbox"/> Yes | <input 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>b</b>  | If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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.             | <b>5b</b>                               | <b>No</b>                              |
|           | Organizations relying on a current notice regarding disaster assistance check here.                                                                                                                                                       | <input checked="" type="checkbox"/>     |                                        |
| <b>c</b>  | 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?<br>If "Yes," attach the statement required by Regulations section 53.4945–5(d) | <input type="checkbox"/> Yes            | <input type="checkbox"/> No            |
| <b>6a</b> | 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>b</b>  | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?<br>If "Yes" to 6b, file Form 8870                                                                                              | <b>6b</b>                               | <b>No</b>                              |
| <b>7a</b> | 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>b</b>  | If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?                                                                                                                                   | <b>7b</b>                               |                                        |
| <b>8</b>  | Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?                                                                                     | <input type="checkbox"/> Yes            | <input type="checkbox"/> No            |

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

| <b>1 List all officers, directors, trustees, foundation managers and their compensation. See instructions</b>                       |                                                           |                                           |                                                                       |                                       |
|-------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| (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 Additional Data Table                                                                                                           |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
| <b>2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."</b> |                                                           |                                           |                                                                       |                                       |
| (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 |
| Kathleen Rubenstein<br>360 Hamilton Avenue<br>White Plains, NY 106011811                                                            | Assistant Director<br>40 000                              | 64,471                                    |                                                                       | 0                                     |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
| <b>Total</b> number of other employees paid over \$50,000.                                                                          |                                                           |                                           |                                                                       | <b>2</b>                              |

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

|                  |                                                |
|------------------|------------------------------------------------|
| <b>Part IX-A</b> | <b>Summary of Direct Charitable Activities</b> |
|------------------|------------------------------------------------|

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

|   |  |
|---|--|
| 1 |  |
| 2 |  |
| 3 |  |
| 4 |  |

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

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|------------------------------------------------------------------------------------------------------------------|--------|
| <b>1</b>                                                                                                         |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| <b>2</b>                                                                                                         |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| All other program-related investments See instructions                                                           |        |
| <b>3</b>                                                                                                         |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| <b>Total.</b> Add lines 1 through 3                                                                              |        |

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

|          |                                                                                                              |           |           |
|----------|--------------------------------------------------------------------------------------------------------------|-----------|-----------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes   |           |           |
| <b>a</b> | Average monthly fair market value of securities.                                                             | <b>1a</b> | 7,496,767 |
| <b>b</b> | Average of monthly cash balances.                                                                            | <b>1b</b> | 2,201,583 |
| <b>c</b> | Fair market value of all other assets (see instructions).                                                    | <b>1c</b> | 0         |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c).                                                                       | <b>1d</b> | 9,698,350 |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).   | <b>1e</b> | 0         |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets.                                                        | <b>2</b>  |           |
| <b>3</b> | Subtract line 2 from line 1d.                                                                                | <b>3</b>  | 9,698,350 |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).   | <b>4</b>  | 145,475   |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4. | <b>5</b>  | 9,552,875 |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5.                                                        | <b>6</b>  | 477,644   |

**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.)

|           |                                                                                                            |           |         |
|-----------|------------------------------------------------------------------------------------------------------------|-----------|---------|
| <b>1</b>  | Minimum investment return from Part X, line 6.                                                             | <b>1</b>  | 477,644 |
| <b>2a</b> | Tax on investment income for 2018 from Part VI, line 5.                                                    | <b>2a</b> | 2,725   |
| <b>b</b>  | Income tax for 2018 (This does not include the tax from Part VI).                                          | <b>2b</b> |         |
| <b>c</b>  | Add lines 2a and 2b.                                                                                       | <b>2c</b> | 2,725   |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1.                                     | <b>3</b>  | 474,919 |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions.                                                 | <b>4</b>  |         |
| <b>5</b>  | Add lines 3 and 4.                                                                                         | <b>5</b>  | 474,919 |
| <b>6</b>  | Deduction from distributable amount (see instructions).                                                    | <b>6</b>  |         |
| <b>7</b>  | <b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. | <b>7</b>  | 474,919 |

**Part XII Qualifying Distributions** (see instructions)

|          |                                                                                                                                                      |           |           |
|----------|------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes                                                            |           |           |
| <b>a</b> | Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.                                                                         | <b>1a</b> | 4,587,258 |
| <b>b</b> | Program-related investments—total from Part IX-B.                                                                                                    | <b>1b</b> | 0         |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.                                           | <b>2</b>  |           |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the                                                                                  |           |           |
| <b>a</b> | Suitability test (prior IRS approval required).                                                                                                      | <b>3a</b> |           |
| <b>b</b> | Cash distribution test (attach the required schedule).                                                                                               | <b>3b</b> | 0         |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.                                   | <b>4</b>  | 4,587,258 |
| <b>5</b> | 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. | <b>5</b>  | 2,725     |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.                                                                               | <b>6</b>  | 4,584,533 |

**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)<br>Corpus | (b)<br>Years prior to 2017 | (c)<br>2017 | (d)<br>2018 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2018 from Part XI, line 7                                                                                                                                |               |                            |             | 474,919     |
| <b>2</b> Undistributed income, if any, as of the end of 2018                                                                                                                               |               |                            |             |             |
| <b>a</b> Enter amount for 2017 only. . . . .                                                                                                                                               |               |                            | 0           |             |
| <b>b</b> Total for prior years 20____, 20____, 2014                                                                                                                                        |               | 0                          |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2018                                                                                                                                   |               |                            |             |             |
| <b>a</b> From 2013. . . . .                                                                                                                                                                | 3,703,985     |                            |             |             |
| <b>b</b> From 2014. . . . .                                                                                                                                                                | 3,484,537     |                            |             |             |
| <b>c</b> From 2015. . . . .                                                                                                                                                                | 3,713,877     |                            |             |             |
| <b>d</b> From 2016. . . . .                                                                                                                                                                | 3,821,261     |                            |             |             |
| <b>e</b> From 2017. . . . .                                                                                                                                                                | 3,852,177     |                            |             |             |
| <b>f</b> <b>Total</b> of lines 3a through e. . . . .                                                                                                                                       | 18,575,837    |                            |             |             |
| <b>4</b> Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>4,587,258</u>                                                                                                     |               |                            |             |             |
| <b>a</b> Applied to 2017, but not more than line 2a                                                                                                                                        |               |                            | 0           |             |
| <b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .                                                                                      |               | 0                          |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .                                                                                              | 0             |                            |             |             |
| <b>d</b> Applied to 2018 distributable amount. . . . .                                                                                                                                     |               |                            |             | 474,919     |
| <b>e</b> Remaining amount distributed out of corpus                                                                                                                                        | 4,112,339     |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2018<br>(If an amount appears in column (d), the same amount must be shown in column (a) )                                              |               |                            |             | 0           |
| <b>6</b> <b>Enter the net total of each column as indicated below:</b>                                                                                                                     |               |                            |             |             |
| <b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5                                                                                                                                   | 22,688,176    |                            |             |             |
| <b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .                                                                                                         |               | 0                          |             |             |
| <b>c</b> 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                          |             |             |
| <b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .                                                                                                           |               | 0                          |             |             |
| <b>e</b> Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .                                                                             |               |                            | 0           |             |
| <b>f</b> Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019 . . . . .                                                               |               |                            |             | 0           |
| <b>7</b> 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             |                            |             |             |
| <b>8</b> Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions). . . . .                                                                              | 3,703,985     |                            |             |             |
| <b>9</b> <b>Excess distributions carryover to 2019.</b><br>Subtract lines 7 and 8 from line 6a . . . . .                                                                                   | 18,984,191    |                            |             |             |
| <b>10</b> Analysis of line 9                                                                                                                                                               |               |                            |             |             |
| <b>a</b> Excess from 2014. . . . .                                                                                                                                                         | 3,484,537     |                            |             |             |
| <b>b</b> Excess from 2015. . . . .                                                                                                                                                         | 3,713,877     |                            |             |             |
| <b>c</b> Excess from 2016. . . . .                                                                                                                                                         | 3,821,261     |                            |             |             |
| <b>d</b> Excess from 2017. . . . .                                                                                                                                                         | 3,852,177     |                            |             |             |
| <b>e</b> Excess from 2018. . . . .                                                                                                                                                         | 4,112,339     |                            |             |             |

**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 2018, 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) 2018 | (b) 2017      | (c) 2016 | (d) 2015 |           |
| <b>b</b> 85% of line 2a . . . . .                                                                                                                                  |          |               |          |          |           |
| <b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .                                                                             |          |               |          |          |           |
| <b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .                                                           |          |               |          |          |           |
| <b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .                                   |          |               |          |          |           |
| <b>3</b> Complete 3a, b, or c for the alternative test relied upon                                                                                                 |          |               |          |          |           |
| <b>a</b> "Assets" alternative test—enter                                                                                                                           |          |               |          |          |           |
| <b>(1)</b> Value of all assets . . . . .                                                                                                                           |          |               |          |          |           |
| <b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)                                                                                               |          |               |          |          |           |
| <b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .                                |          |               |          |          |           |
| <b>c</b> "Support" alternative test—enter                                                                                                                          |          |               |          |          |           |
| <b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . . |          |               |          |          |           |
| <b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .                                       |          |               |          |          |           |
| <b>(3)</b> Largest amount of support from an exempt organization                                                                                                   |          |               |          |          |           |
| <b>(4)</b> 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) )  
Robert Sheehan Trustee

**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. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

**a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed  
SUSAN B PLUM  
4 TIMES SQUARE  
NEW YORK, NY 10036  
(212) 735-2956

**b** The form in which applications should be submitted and information and materials they should include  
SEE ATTACHED APPLICATION

**c** Any submission deadlines  
FELLOWSHIP APPLICATION DUE ANNUALLY IN SEPTEMBER, FLOM INCUBATOR GRANTS DUE JANUARY 15 AND JULY 15

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

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

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

Enter gross amounts unless otherwise indicated

**Part XVI-B Relationship of Activities to the Account**

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

Form **990-PF** (2018)

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

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

**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 |
|-------------|---------------------|-----------------------------------------------|----------------------------------------------------------------------|
|             |                     |                                               |                                                                      |
|             |                     |                                               |                                                                      |
|             |                     |                                               |                                                                      |
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|             |                     |                                               |                                                                      |

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

**b** If "Yes," complete the following schedule

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

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.

|                  |                                 |            |       |                                                                                                                                                     |
|------------------|---------------------------------|------------|-------|-----------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Sign Here</b> | *****                           | 2019-11-13 | ***** | May the IRS discuss this return with the preparer shown below?<br>(see instr )? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |
|                  | Signature of officer or trustee | Date       | Title |                                                                                                                                                     |

|                                                                                            |                                |                      |      |                                                 |                                |
|--------------------------------------------------------------------------------------------|--------------------------------|----------------------|------|-------------------------------------------------|--------------------------------|
| <b>Paid Preparer Use Only</b>                                                              | Print/Type preparer's name     | Preparer's Signature | Date | Check if self-employed <input type="checkbox"/> | PTIN                           |
|                                                                                            | Brittney Kocaj                 |                      |      |                                                 | P01320603                      |
|                                                                                            | Firm's name <b>►</b> CROWE LLP |                      |      |                                                 | Firm's EIN <b>►</b> 35-0921680 |
| Firm's address <b>►</b> 401 East Las Olas Blvd Suite 1100<br>Fort Lauderdale, FL 333014230 |                                |                      |      |                                                 | Phone no (954) 202-8600        |

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

| (a) Name and address                              | Title, and average hours per week (b) devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | Expense account, (e) other allowances |
|---------------------------------------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| BARRY H GARFINKEL                                 | TRUSTEE<br>1 000                                          | 0                                         | 0                                                                     | 0                                     |
| 360 Hamilton Avenue<br>White Plains, NY 106011811 |                                                           |                                           |                                                                       |                                       |
| ERIC J FRIEDMAN                                   | TRUSTEE<br>1 000                                          | 0                                         | 0                                                                     | 0                                     |
| 360 Hamilton Avenue<br>White Plains, NY 106011811 |                                                           |                                           |                                                                       |                                       |
| Judith Browne Dianis                              | TRUSTEE<br>1 000                                          | 0                                         | 0                                                                     | 0                                     |
| 360 Hamilton Avenue<br>White Plains, NY 106011811 |                                                           |                                           |                                                                       |                                       |
| MARTHA MINOW                                      | TRUSTEE<br>1 000                                          | 0                                         | 0                                                                     | 0                                     |
| 360 Hamilton Avenue<br>White Plains, NY 106011811 |                                                           |                                           |                                                                       |                                       |
| Raymond J McGuire                                 | TRUSTEE<br>1 000                                          | 0                                         | 0                                                                     | 0                                     |
| 360 Hamilton Avenue<br>White Plains, NY 106011811 |                                                           |                                           |                                                                       |                                       |
| SUZANNE M KLAHR                                   | TRUSTEE<br>1 000                                          | 0                                         | 0                                                                     | 0                                     |
| 360 Hamilton Avenue<br>White Plains, NY 106011811 |                                                           |                                           |                                                                       |                                       |
| ROBERT C SHEEHAN                                  | TRUSTEE<br>1 000                                          | 0                                         | 0                                                                     | 0                                     |
| 360 Hamilton Avenue<br>White Plains, NY 106011811 |                                                           |                                           |                                                                       |                                       |
| LAUREN E AGUIAR                                   | PRESIDENT<br>1 000                                        | 0                                         | 0                                                                     | 0                                     |
| 360 Hamilton Avenue<br>White Plains, NY 106011811 |                                                           |                                           |                                                                       |                                       |
| Emily M Lam                                       | VICE PRESIDENT<br>1 000                                   | 0                                         | 0                                                                     | 0                                     |
| 360 Hamilton Avenue<br>White Plains, NY 106011811 |                                                           |                                           |                                                                       |                                       |
| Mark A McDermott                                  | VICE PRESIDENT<br>1 000                                   | 0                                         | 0                                                                     | 0                                     |
| 360 Hamilton Avenue<br>White Plains, NY 106011811 |                                                           |                                           |                                                                       |                                       |
| SEAN C DOYLE                                      | VICE PRESIDENT<br>1 000                                   | 0                                         | 0                                                                     | 0                                     |
| 360 Hamilton Avenue<br>White Plains, NY 106011811 |                                                           |                                           |                                                                       |                                       |
| Yael Y Margalit                                   | TREASURER<br>1 000                                        | 0                                         | 0                                                                     | 0                                     |
| 360 Hamilton Avenue<br>White Plains, NY 106011811 |                                                           |                                           |                                                                       |                                       |
| SUSAN BUTLER PLUM                                 | EXECUTIVE DIRECTOR<br>& SECRETARY<br>40 000               | 330,000                                   | 54,000                                                                | 0                                     |
| 360 Hamilton Avenue<br>White Plains, NY 106011811 |                                                           |                                           |                                                                       |                                       |
| Solomon Watson IV                                 | Trustee<br>1 000                                          | 0                                         | 0                                                                     | 0                                     |
| 360 Hamilton Avenue<br>White Plains, NY 106011811 |                                                           |                                           |                                                                       |                                       |
| Pedro spivakovsky-gonzalez                        | trustee<br>1 000                                          | 0                                         | 0                                                                     | 0                                     |
| 360 Hamilton Avenue<br>White Plains, NY 106011811 |                                                           |                                           |                                                                       |                                       |

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

| (a) Name and address                                                                                                                         | Title, and average hours per week<br>(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      |
|----------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------|--------------------------------------------|-----------------------------------------------------------------------|--------------------------------------------|
| <div data-bbox="59 626 473 688">Derek Douglas</div> <div data-bbox="59 761 996 906">360 Hamilton Avenue<br/>White Plains, NY 106011811</div> | <div data-bbox="1520 631 1769 694">Trustee</div> <div data-bbox="1520 709 1719 771">1 000</div> | <div data-bbox="3115 637 3164 688">0</div> | <div data-bbox="3962 637 4012 688">0</div>                            | <div data-bbox="4809 637 4859 688">0</div> |
|                                                                                                                                              |                                                                                                 |                                            |                                                                       |                                            |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> Paid during the year                                                                            |                                                                                                           |                                |                                  |           |
| ALBANY LAW SCHOOL<br>20 NEW SCOTLAND AVENUE<br>ALBANY, NY 12208                                          | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 10,000    |
| FOSTER CARE ADVOCACY CENTER<br>2429 BISSONNET 767<br>HOUSTON, TX 77005                                   | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 10,000    |
| LEGAL AID AT WORK<br>180 MONTGOMERY ST SUITE 600<br>SAN FRANCISCO, CA 94104                              | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 10,000    |
| <b>Total . . . . .</b> ▶ <b>3a</b>                                                                       |                                                                                                           |                                |                                  | 3,933,504 |



| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment |                                                                                                                    |                                      |                                     |           |
|----------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|-----------|
| Recipient                                                                                                | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount    |
| Name and address (home or business)                                                                      |                                                                                                                    |                                      |                                     |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                                    |                                      |                                     |           |
| THE FAMILY DEFENSE CENTER<br>70 E LAKE STREET SUITE 1100<br>CHICAGO, IL 60601                            | NONE                                                                                                               | PC                                   | PAYMENTS FOR FELLOWS                | 10,000    |
| MILK WITH DIGNITY STANDARDS<br>COUNCIL<br>1 MILL STREET RIVER LEVEL G<br>BURLINGTON, VT 05401            | NONE                                                                                                               | PC                                   | PAYMENTS FOR FELLOWS                | 10,000    |
| MISSISSIPPI WORKERS CENTER FOR<br>HUMAN RIGHTS<br>819 MAIN STREET<br>GREENVILLE, MS 38701                | NONE                                                                                                               | PC                                   | PAYMENTS FOR FELLOWS                | 10,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                                    |                                      |                                     | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| CAMPAIGN LEGAL CENTER<br>1411 K STREET SUITE 1400<br>WASHINGTON, DC 20005                                | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 10,000    |
| LEGAL AID AT WORK<br>180 MONTGOMERY STREET SUITE 600<br>SAN FRANCISCO, CA 94104                          | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 10,000    |
| A Better Place80 Maiden Lane Suite 606<br>New York, NY 10038                                             | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 34,407    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| ACLU Foundation<br>125 Broad Street 18th Floor<br>New York, NY 10004                                     | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 32,295    |
| ACLU Foundation<br>125 Broad Street 18th Floor<br>New York, NY 10004                                     | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 32,331    |
| ACLU Foundation<br>125 Broad Street 18th Floor<br>New York, NY 10004                                     | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 32,305    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| ACLU Foundation<br>125 Broad Street 18th Floor<br>New York, NY 10004                                     | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 33,771    |
| ACLU Foundation<br>125 Broad Street 18th Floor<br>New York, NY 10004                                     | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 66,533    |
| ACLU Foundation<br>125 Broad Street 18th Floor<br>New York, NY 10004                                     | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 75,361    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| ACLU Foundation of San Diego & Imperial Counties<br>PO Box 87131<br>San Diego, CA 92138                  | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 5,000     |
| ACLU Foundation of Texas<br>5225 Katy Freeway Suite 350<br>Houston, TX 77007                             | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 32,054    |
| ACLU of Michigan<br>2966 Woodward Avenue<br>Detroit, MI 48201                                            | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 60,613    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Advancement Project1220 L Street NW<br>Washington, DC 20005                                              | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 72,497    |
| Advancement Project1220 L Street NW<br>Washington, DC 20005                                              | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 31,656    |
| Advancement Project1220 L Street NW<br>Washington, DC 20005                                              | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 5,926     |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Advocates for Basic Legal Equality<br>525 Jefferson Aveune Suite 300<br>Toledo, OH 43604                 | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 39,944    |
| Akiva Freidlin<br>433 Highland Avenue NE Apt 1232<br>Atlanta, GA 30312                                   | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 388       |
| Alexandra Brodsky<br>400 Laguna Street 456<br>San Francisco, CA 94102                                    | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 359       |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Alexis Bailey2527 Devonshire Road<br>Ann Arbor, MI 48104                                                 | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 2,485     |
| Allyson Bain436 Fairhaven Lane<br>Mundelein, IL 60060                                                    | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 328       |
| Amanda Merkwae<br>2339 N Oakland Avenue<br>Milwaukee, WI 53211                                           | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 384       |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |



| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Asian American Legal Defense and Education Fund<br>99 Hudson Street 12 Floor Left<br>New York, NY 10013  | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 36,579    |
| Asian Americans Advancing Justice<br>1145 Wilshire Boulevard<br>Los Angeles, CA 90004                    | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 27,989    |
| Aubrey Sparks1413 Quarrier Street<br>Charleston, WV 25301                                                | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 650       |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Audrey Winn888 Oak Grove Road<br>Pine Grove, PA 17963                                                    | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 294       |
| Ayuda6925 B Willow Street NW<br>Washington, DC 20012                                                     | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 30,456    |
| Bet Tzedek Legal Services<br>3250 Wilshire Boulevard Suite 1300<br>Los Angeles, CA 90010                 | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 59,838    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Bet Tzedek Legal Services<br>3250 Wilshire Boulevard 13th Floor<br>Los Angeles, CA 90010                 | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 29,974    |
| Blair Bowie5012 Lowell Street NW<br>Washington, DC 20016                                                 | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 369       |
| Brian Klosterboer3550 Main St Apt 7421<br>Houston, TX 77002                                              | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 428       |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Brooklyn Defender Services<br>177 Livingston Street<br>Brooklyn, NY 11201                                | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 33,688    |
| Brooklyn Legal Services Corporation A<br>260 Broadway<br>Brooklyn, NY 11211                              | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 34,655    |
| Brooklyn Legal Services Corporation A<br>260 Broadway<br>Brooklyn, NY 11211                              | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 35,291    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Cabrini Green Legal Aid<br>740 N Milwaukee Avenue<br>Chicago, IL 60642                                   | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 28,037    |
| California Rural Legal Assistance Inc<br>1430 Franklin Street Suite 103<br>Oakland, CA 94612             | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 30,129    |
| Campaign Legal Center<br>1411 K St NW Suite 1400<br>Washington, DC 20005                                 | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 62,526    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Carl Carson<br>4800 University Drive Apt 1K<br>Durham, NC 27707                                          | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 414       |
| Casey Raymond<br>1749 N Serrano Avenue Apt 220<br>Los Angeles, CA 90027                                  | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 433       |
| Cassie Chambers<br>1049 Cherokee Road Apt 12<br>Louisville, KY 40204                                     | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 465       |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                            |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                           |                                                                                                           |                                |                                  |           |
| Charles Gerstein209 14th Street NE<br>Washington, DC 20002                                                     | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 426       |
| Charlotte Tsui1910 Essex Street<br>Berkeley, CA 94703                                                          | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 536       |
| Chicago Lawyers' Committee for Civil Rights Under Law Inc<br>100 N LaSalle Street Ste 600<br>Chicago, IL 60602 | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 30,872    |
| <b>Total . . . . . ▶ 3a</b>                                                                                    |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Civil Rights Corps<br>910 17th Street NW Fifth Floor<br>Washington, DC 20006                             | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 28,927    |
| Colleen Shea<br>235 Dorchester Street Unit 1<br>Boston, MA 02127                                         | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 349       |
| Community Activism Law Alliance<br>17 North State Street Suite 1380<br>Chicago, IL 60602                 | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 60,835    |
| <b>Total . . . . .</b> ► <b>3a</b>                                                                       |                                                                                                           |                                |                                  | 3,933,504 |



| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Community Justice Project Inc<br>3000 Biscayne Boulevard Suite 106<br>Miami, FL 33137                    | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 60,978    |
| Conchita Cruz5420 Orduna Drive<br>Coral Gables, FL 33146                                                 | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 446       |
| Connor Cory1115 Branch Avenue SE<br>Washington, DC 20019                                                 | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 426       |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Cory Sagduyu<br>2111 Jefferson Davis Highway Apt 92<br>2N<br>Arlington, VA 22202                         | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 409       |
| Delaware Community Legal Aid Society<br>100 West 10th Street Suite 801<br>Wilmington, DE 19801           | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 63,502    |
| Derecka Purnell<br>450 Condon Ter SE Apt 102<br>Washington, DC 20032                                     | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 751       |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Disability Law Center<br>11 Beacon Street Suite 925<br>Boston, MA 02108                                  | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 42,270    |
| Donna Harati1970 Rodney Drive Unit 2<br>Los Angeles, CA 90027                                            | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 661       |
| Eleanor Kittilstad<br>5440 N Winthrop Avenue Unit 3W<br>Chicago, IL 60640                                | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 268       |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Elizabeth Bixby1833 Filbert Street 2<br>San Francisco, CA 94123                                          | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 591       |
| Elizabeth Hadaway<br>910 W Heights Hollow Ln<br>Houston, TX 77007                                        | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 631       |
| Emily Brown1288 Highland Street<br>Columbus, OH 43201                                                    | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 430       |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Emily Wilkinson<br>8 Chauncey Street Apt 33<br>Cambridge, MA 02138                                       | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 1,272     |
| Equip for Equality<br>20 N Michigan Ave Suite 300<br>Chicago, IL 60602                                   | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 37,367    |
| Galen Ages340 Lenox Avenue 6A<br>Oakland, CA 94610                                                       | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 562       |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Her Justice100 Broadway 10th Floor<br>New York, NY 10005                                                 | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 33,552    |
| Homeboy Industries130 W Bruno Street<br>Los Angeles, CA 90012                                            | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 31,632    |
| Hong Jiang2105 5th Avenue 1711<br>Seattle, WA 98121                                                      | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 654       |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Inner City Law Center<br>1309 East 7th Street<br>Los Angeles, CA 90021                                   | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 29,975    |
| International Refugee Assistance Project<br>40 Rector Street 9th Floor<br>New York, NY 10006             | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 29,480    |
| Iowa Legal Aid<br>1111 9th Street Suite 230<br>Des Moines, IA 50314                                      | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 38,164    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Jayme Wiebold4311 Wendy Lee Ln NW<br>Cedar Rapids, IA 52405                                              | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 2,652     |
| Jennifer Terrell<br>1323 W 19th Street Apt 3<br>Chicago, IL 60608                                        | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 306       |
| Jessica Alcantara60 L Street NE Apt 421<br>Washington, DC 20002                                          | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 426       |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |



| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Jessica Hanson5073 1/2 W 20th Street<br>Los Angeles, CA 90016                                            | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 687       |
| Jessica Perry597 Prospect Place Apt B1<br>Brooklyn, NY 11238                                             | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 736       |
| Jonathan Topaz39 Sidney Place Apt 3<br>Brooklyn, NY 11201                                                | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 512       |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Julia Solorzano<br>150 East Ponce de Leon Avenue Suite 340<br>Dacatur, GA 30030                          | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 360       |
| Julie Veroff1485 Waller Street 103<br>San Francisco, CA 94117                                            | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 1,758     |
| Justice at Work90 Canal Street<br>Boston, MA 02114                                                       | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 55,978    |
| <b>Total . . . . .</b> ▶ <b>3a</b>                                                                       |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Katherine Peccerillo426 State Street<br>New Haven, CT 06510                                              | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 2,986     |
| Katherine Wutchiett<br>5463 Lawton Avenue Apt A<br>Oakland, CA 94618                                     | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 524       |
| Kentucky Equal Justice Center<br>201 W Short Street Suite 310<br>Lexington, KY 40507                     | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 16,456    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Kinjal Patel559 E Woodbridge Avenue<br>Avenel, NJ 07001                                                  | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 401       |
| LAF120 S LaSalle Street Suite 900<br>Chicago, IL 60603                                                   | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 31,811    |
| Larken Yackulic223 Strand Street Unit H<br>Santa Monica, CA 90405                                        | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 558       |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                        |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                       |                                                                                                           |                                |                                  |           |
| Lawyers' Committee for Civil Rights Under Law<br>1401 New York Avenue NW Suite 400<br>Washington, DC 20005 | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 63,052    |
| Lawyers for Children<br>110 Lafayette Street 8th Floor<br>New York, NY 10013                               | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 33,671    |
| Learning Rights Law Center<br>205 S Broadway Suite 808<br>Los Angeles, CA 90012                            | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 59,417    |
| <b>Total . . . . . ▶ 3a</b>                                                                                |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Legal Action Center of the City of NY<br>INC<br>225 Varick Street Suite 402<br>New York, NY 10014        | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 27,989    |
| Legal Action of Wisconsin<br>230 W Wells Street Room 800<br>Milwaukee, WI 53203                          | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 10,794    |
| Legal Aid at Work<br>180 Montgomery Street Suite 600<br>San Francisco, CA 94104                          | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 68,981    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Legal Aid at Work<br>180 Montgomery Street Suite 600<br>San Francisco, CA 94104                          | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 27,989    |
| Legal Aid of North Carolina<br>224 S Dawson St<br>Raleigh, NC 27601                                      | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 32,528    |
| Legal Aid Society Employment Law Center<br>180 Montgomery Street Suite 600<br>San Francisco, CA 94104    | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 31,512    |
| <b>Total . . . . .</b> ► <b>3a</b>                                                                       |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> Paid during the year                                                                            |                                                                                                           |                                |                                  |           |
| Legal Aid Society of the District of Columbia<br>1331 H Street NW Suite 350<br>Washington, DC 20005      | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 33,149    |
| Legal Aid Society of Cleveland<br>1223 W Sixth Street<br>Cleveland, OH 44113                             | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 16,827    |
| Linda Morris519 8th Street Apt 3R<br>Brooklyn, NY 11215                                                  | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 567       |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |



| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Maggie Gribben92 Knoll Street<br>Roslindale, MA 02131                                                    | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 170       |
| Main Street Legal Services Inc<br>2 Court Square<br>Long Island City, NY 11101                           | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 73,149    |
| Main Street Legal Services Inc<br>2 Court Square<br>Long Island City, NY 11101                           | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 5,000     |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Michelle Cho<br>1602 Raymond Hill Road Apt 1<br>South Pasadena, CA 91030                                 | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 582       |
| Michigan Community Resources<br>615 Griswold Street Suite 805<br>Detroit, MI 48226                       | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 30,247    |
| Michigan Protection & Advocacy Service<br>4095 Legacy Pkwy Suite 500<br>Lansing, MI 48911                | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 39,763    |
| <b>Total . . . . .</b> ► <b>3a</b>                                                                       |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Militza Pagan<br>4141 N Hamlin Avenue Apt 3<br>Chicago, IL 60618                                         | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 393       |
| Monica Andrade2966 Woodard Avenue<br>Detroit, MI 48201                                                   | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 13,111    |
| Mountain State Justice Inc<br>1217 Quarrier Street<br>Charleston, WV 25301                               | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 30,627    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| NAACP Legal Defense and Educational Fund Inc<br>40 Rector Street 5th Floor<br>New York, NY 10006         | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 71,882    |
| NAACP Legal Defense and Educational Fund Inc<br>40 Rector Street 5th Floor<br>New York, NY 10006         | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 28,358    |
| Natasha Baker1007 D Street NE Apt B<br>Washington, DC 20002                                              | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 369       |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| National Consumer Law Center Inc<br>7 Winthrop Square 4th Floor<br>Boston, MA 02110                      | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 65,266    |
| National Immigration Law Center<br>3435 Wilshire Boulevard Suite 1600<br>Los Angeles, CA 90010           | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 30,833    |
| National Women's Law Center<br>11 Dupont Circle NW Suite 800<br>Washington, DC 20036                     | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 33,608    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Neighborhood Defender Service of Halem Inc<br>317 Lenox Avenue 10th Floor<br>New York, NY 10027          | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 70,396    |
| New Haven Legal Assistance Association<br>426 State Street<br>New Haven, CT 06510                        | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 15,246    |
| New York Civil Liberties Union<br>125 Broad Street<br>New York, NY 10004                                 | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 35,114    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Nolan Downey<br>400 East Randolph Street Unit 3216<br>Chicago, IL 60601                                  | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 340       |
| Olivia Cole601 William St Apt 520<br>Oakland, CA 94612                                                   | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 582       |
| Open City Advocates<br>4202 Benning Road NE 2<br>Washington, DC 20019                                    | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 58,714    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Oscar Londono871 NW 133 Avenue<br>Miami, FL 33182                                                        | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 351       |
| Pedro Spivakovsky-Gonzalez<br>23 Howard Street Apt1<br>Cambridge, MA 02139                               | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 575       |
| Public Counsel<br>610 South Ardmore Avenue<br>Los Angeles, CA 90005                                      | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 30,380    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |



| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Public Defender Association<br>110 Prefontaine Place South Suite 502<br>Seattle, WA 98104                | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 83,436    |
| Roger Baldwin Foundation of ACLU Inc<br>150 North Michigan Avenue Suite 600<br>Chicago, IL 60601         | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 62,313    |
| Rose Goldberg<br>1 Lakeside Drive Apt 1110<br>Oakland, CA 94612                                          | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 737       |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Sancuary for Families Inc<br>PO Box 1406 Wall Street Station<br>New York, NY 10268                       | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 34,144    |
| Sargent Shriver National Center on Proverty Law<br>67 E Madison St Ste 2000<br>Chicago, IL 60603         | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 65,828    |
| Sargent Shriver National Center on Proverty Law<br>67 E Madison St Ste 2000<br>Chicago, IL 60603         | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 28,366    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Satcha Robinson<br>8621 Georgia Avenue Apt 606<br>Silver Spring, MD 20910                                | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 426       |
| Shane Crary-Ross717 Monroe Street<br>Santa Rosa, CA 95404                                                | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 544       |
| Sophie Elsner1306 Cloverleaf Drive<br>Austin, TX 78723                                                   | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 458       |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Southern Center for Human Rights<br>83 Poplar Street NW<br>Atlanta, GA 30303                             | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 36,548    |
| Southern Poverty Law Center Inc<br>400 Washington Avenue<br>Montgomery, AL 36104                         | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 76,859    |
| Staten Island Legal Services<br>36 Richmond Terrace Ste 205<br>Staten Island, NY 10301                   | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 36,132    |
| <b>Total . . . . .</b> ► <b>3a</b>                                                                       |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Steven Salcedo142 23rd Street Apt 709<br>Toledo, OH 43604                                                | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 524       |
| Sue Lee Pak2810 Wildflower Court<br>Glenview, IL 60026                                                   | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 2,204     |
| Sustainable Economies Law Center<br>2323 Broadway Suite 203<br>Oakland, CA 94612                         | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 30,389    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Swords to Plowshares<br>1060 Howard Street<br>San Francisco, CA 94103                                    | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 62,772    |
| Swords to Plowshares<br>1060 Howard Street<br>San Francisco, CA 94103                                    | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 29,365    |
| Tarra Simmons6852 Troy Lane NE<br>Bremerton, WA 98311                                                    | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 455       |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Team Child1225 S Weller Street 420<br>Seattle, WA 98144                                                  | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 31,972    |
| Texas Riogrande Legal Aid Inc<br>301 S Texas Avenue<br>Mercedes, TX 78570                                | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 66,699    |
| The Bronx Defenders<br>360 East 161st Street<br>Bronx, NY 10451                                          | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 64,466    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> Paid during the year                                                                            |                                                                                                           |                                |                                  |           |
| The EdLaw Project<br>44 Bromfield Street Second Floor<br>Boston, MA 02108                                | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 48,770    |
| The Legal Aid society of Cleveland<br>1223 W Sixth Street<br>Cleveland, OH 44113                         | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 16,827    |
| The Legal Servies Center<br>1033 Massachusetts Avenue<br>Cambridge, MA 02138                             | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 34,593    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |



| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Tiffany Yang<br>440 4th Street NE Basement Unit<br>Washington, DC 20002                                  | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 426       |
| Urban Justice Center40 Rector Street<br>New York, NY 10006                                               | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 27,989    |
| Urban Justice Center40 Rector Street<br>New York, NY 10006                                               | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 66,025    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Urban Justice Center40 Rector Street<br>New York, NY 10006                                               | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 66,310    |
| Veryl Pow908 N Calvert Street 2<br>Baltimore, MD 21202                                                   | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 321       |
| Veterans Legal ServicesPO Box 8457<br>Boston, MA 02114                                                   | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 65,160    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Victoria W Yee19472 Salmon Lane<br>Huntington Beach, CA 92646                                            | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 679       |
| Vivian Wong<br>1221 Venice Boulevard Apt 12<br>Venice, CA 90291                                          | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 590       |
| Wage Justice Center3250 Wilshire Blvd<br>Los Angeles, CA 90010                                           | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 29,593    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                                  |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                                 |                                                                                                           |                                |                                  |           |
| Washington Lawyers' Comm For Civil Rights and Urban Affairs<br>11 Dupont Circle NW Suite 400<br>Washington, DC 20036 | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 63,324    |
| Western New York Law Center<br>237 Main Street Suite 1130<br>Buffalo, NY 14203                                       | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 31,713    |
| Whitman Walker Health<br>1701 14th Street NW<br>Washington, DC 20009                                                 | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 45,275    |
| <b>Total . . . . . ▶ 3a</b>                                                                                          |                                                                                                           |                                |                                  | 3,933,504 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| Will Bloom2649 N Kedzie Apt 4B<br>Chicago, IL 60647                                                      | NONE                                                                                                      | I                              | PAYMENTS FOR FELLOWS             | 265       |
| Youth Advocacy Foundation<br>44 Bromfield Street 2nd Floor<br>Boston, MA 02108                           | NONE                                                                                                      | PC                             | PAYMENTS FOR FELLOWS             | 16,506    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 3,933,504 |

**TY 2018 Investments Corporate Bonds Schedule****Name:** The Skadden Foundation**EIN:** 13-3455231**Software ID:** 18007697**Software Version:** 2018v3.1**Investments Corporate Bonds Schedule**

| <b>Name of Bond</b> | <b>End of Year Book Value</b> | <b>End of Year Fair Market Value</b> |
|---------------------|-------------------------------|--------------------------------------|
| BOND FUNDS          | 2,922,991                     | 2,922,991                            |

**TY 2018 Investments Corporate Stock Schedule****Name:** The Skadden Foundation**EIN:** 13-3455231**Software ID:** 18007697**Software Version:** 2018v3.1**Investments Corporation Stock Schedule**

| <b>Name of Stock</b> | <b>End of Year Book Value</b> | <b>End of Year Fair Market Value</b> |
|----------------------|-------------------------------|--------------------------------------|
| CORPORATE STOCK      | 3,089,932                     | 3,089,932                            |

**TY 2018 Investments Government Obligations Schedule****Name:** The Skadden Foundation**EIN:** 13-3455231**Software ID:** 18007697**Software Version:** 2018v3.1**US Government Securities - End  
of Year Book Value:**

405,448

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

405,448

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

0

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

0



**TY 2018 Investments - Other Schedule****Name:** The Skadden Foundation**EIN:** 13-3455231**Software ID:** 18007697**Software Version:** 2018v3.1**Investments Other Schedule 2**

| Category/ Item                | Listed at Cost or<br>FMV | Book Value | End of Year Fair<br>Market Value |
|-------------------------------|--------------------------|------------|----------------------------------|
| REAL ESTATE INVESTMENT TRUSTS | FMV                      |            |                                  |
| REAL ASSET FUNDS              | FMV                      |            |                                  |

**TY 2018 Other Decreases Schedule****Name:** The Skadden Foundation**EIN:** 13-3455231**Software ID:** 18007697**Software Version:** 2018v3.1

| Description     | Amount  |
|-----------------|---------|
| Unrealized loss | 714,484 |

**TY 2018 Other Expenses Schedule****Name:** The Skadden Foundation**EIN:** 13-3455231**Software ID:** 18007697**Software Version:** 2018v3.1**Other Expenses Schedule**

| Description            | Revenue and<br>Expenses per<br>Books | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|------------------------|--------------------------------------|--------------------------|------------------------|---------------------------------------------|
| Moving                 | 9,619                                |                          |                        | 45,114                                      |
| Insurance              | 3,385                                |                          |                        | 9,619                                       |
| Miscellaneous Expenses | 2,947                                |                          |                        | 2,947                                       |
| Entertainment          | 1,965                                |                          |                        | 1,965                                       |
| Office Expenses        | 1,576                                |                          |                        | 1,576                                       |
| Dues & Memberships     | 675                                  |                          |                        | 675                                         |

**TY 2018 Other Income Schedule****Name:** The Skadden Foundation**EIN:** 13-3455231**Software ID:** 18007697**Software Version:** 2018v3.1**Other Income Schedule**

| Description              | Revenue And<br>Expenses Per Books | Net Investment<br>Income | Adjusted Net Income |
|--------------------------|-----------------------------------|--------------------------|---------------------|
| Partnership Distribution | 11,246                            |                          |                     |
| Miscellaneous            | 20                                |                          |                     |

**TY 2018 Other Professional Fees Schedule****Name:** The Skadden Foundation**EIN:** 13-3455231**Software ID:** 18007697**Software Version:** 2018v3.1

| Category      | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements<br>for Charitable<br>Purposes |
|---------------|--------|--------------------------|------------------------|---------------------------------------------|
| Advisory Fees | 57,932 | 57,932                   |                        |                                             |

**TY 2018 Taxes Schedule****Name:** The Skadden Foundation**EIN:** 13-3455231**Software ID:** 18007697**Software Version:** 2018v3.1

| Category            | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements<br>for Charitable<br>Purposes |
|---------------------|--------|--------------------------|------------------------|---------------------------------------------|
| Payroll Taxes       | 17,317 |                          |                        | 17,317                                      |
| Taxes               | 14,602 |                          |                        |                                             |
| NY State Filing Fee | 750    |                          |                        | 750                                         |

|                                                                                                                              |                                                                                                                                                                                                 |                                                     |
|------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------|
| <b>Schedule B</b><br>(Form 990, 990-EZ, or 990-PF)<br><small>Department of the Treasury<br/>Internal Revenue Service</small> | <b>Schedule of Contributors</b><br><br>▶ <b>Attach to Form 990, 990-EZ, or 990-PF</b><br>▶ Go to <u><a href="http://www.irs.gov/Form990">www.irs.gov/Form990</a></u> for the latest information | OMB No 1545-0047<br><br><b>2018</b>                 |
| <b>Name of the organization</b><br>The Skadden Foundation                                                                    |                                                                                                                                                                                                 | <b>Employer identification number</b><br>13-3455231 |

Organization type (check one)

|                    |                                                                                                           |
|--------------------|-----------------------------------------------------------------------------------------------------------|
| <b>Filers of:</b>  | <b>Section:</b>                                                                                           |
| Form 990 or 990-EZ | <input type="checkbox"/> 501(c)( ) (enter number) organization                                            |
|                    | <input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation |
|                    | <input type="checkbox"/> 527 political organization                                                       |
| Form 990-PF        | <input checked="" type="checkbox"/> 501(c)(3) exempt private foundation                                   |
|                    | <input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation            |
|                    | <input type="checkbox"/> 501(c)(3) taxable private foundation                                             |

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

General Rule

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

Special Rules

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

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

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

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

|                                                       |                                                     |
|-------------------------------------------------------|-----------------------------------------------------|
| <b>Name of organization</b><br>The Skadden Foundation | <b>Employer identification number</b><br>13-3455231 |
|-------------------------------------------------------|-----------------------------------------------------|

| <b>Part I</b> <b>Contributors</b> (See instructions) Use duplicate copies of Part I if additional space is needed |                                       |                            |                                            |
|-------------------------------------------------------------------------------------------------------------------|---------------------------------------|----------------------------|--------------------------------------------|
| (a)<br>No.                                                                                                        | (b)<br>Name, address, and ZIP + 4     | (c)<br>Total contributions | (d)<br>Type of contribution                |
| 1                                                                                                                 | SKADDEN ARPS SLATE MEAGHER & FLOM LLP | \$ 6,600,000               | Person <input checked="" type="checkbox"/> |
|                                                                                                                   | 4 TIMES SQAURE                        |                            | Payroll <input type="checkbox"/>           |
|                                                                                                                   | NEW YORK, NY 100366522                |                            | Noncash <input type="checkbox"/>           |
| (Complete Part II for noncash contributions )                                                                     |                                       |                            |                                            |
| (a)<br>No.                                                                                                        | (b)<br>Name, address, and ZIP + 4     | (c)<br>Total contributions | (d)<br>Type of contribution                |
| 2                                                                                                                 | THE JOSEPH H FLOM FOUNDATION          | \$ 67,000                  | Person <input checked="" type="checkbox"/> |
|                                                                                                                   | 4 TIMES SQUARE                        |                            | Payroll <input type="checkbox"/>           |
|                                                                                                                   | NEW YORK, NY 100366522                |                            | Noncash <input type="checkbox"/>           |
| (Complete Part II for noncash contributions )                                                                     |                                       |                            |                                            |
| (a)<br>No.                                                                                                        | (b)<br>Name, address, and ZIP + 4     | (c)<br>Total contributions | (d)<br>Type of contribution                |
| .                                                                                                                 |                                       | \$                         | Person <input type="checkbox"/>            |
|                                                                                                                   |                                       |                            | Payroll <input type="checkbox"/>           |
|                                                                                                                   |                                       |                            | Noncash <input type="checkbox"/>           |
| (Complete Part II for noncash contributions )                                                                     |                                       |                            |                                            |
| (a)<br>No.                                                                                                        | (b)<br>Name, address, and ZIP + 4     | (c)<br>Total contributions | (d)<br>Type of contribution                |
| .                                                                                                                 |                                       | \$                         | Person <input type="checkbox"/>            |
|                                                                                                                   |                                       |                            | Payroll <input type="checkbox"/>           |
|                                                                                                                   |                                       |                            | Noncash <input type="checkbox"/>           |
| (Complete Part II for noncash contributions )                                                                     |                                       |                            |                                            |
| (a)<br>No.                                                                                                        | (b)<br>Name, address, and ZIP + 4     | (c)<br>Total contributions | (d)<br>Type of contribution                |
| .                                                                                                                 |                                       | \$                         | Person <input type="checkbox"/>            |
|                                                                                                                   |                                       |                            | Payroll <input type="checkbox"/>           |
|                                                                                                                   |                                       |                            | Noncash <input type="checkbox"/>           |
| (Complete Part II for noncash contributions )                                                                     |                                       |                            |                                            |
| (a)<br>No.                                                                                                        | (b)<br>Name, address, and ZIP + 4     | (c)<br>Total contributions | (d)<br>Type of contribution                |
| .                                                                                                                 |                                       | \$                         | Person <input type="checkbox"/>            |
|                                                                                                                   |                                       |                            | Payroll <input type="checkbox"/>           |
|                                                                                                                   |                                       |                            | Noncash <input type="checkbox"/>           |
| (Complete Part II for noncash contributions )                                                                     |                                       |                            |                                            |



Employer identification number

13-3455231

|                |                         |
|----------------|-------------------------|
| <b>Part II</b> | <b>Noncash Property</b> |
|----------------|-------------------------|

[illegible]

|                                                       |                                                     |
|-------------------------------------------------------|-----------------------------------------------------|
| <b>Name of organization</b><br>The Skadden Foundation | <b>Employer identification number</b><br>13-3455231 |
|-------------------------------------------------------|-----------------------------------------------------|

|                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
|-----------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Part III</b> | <b>Exclusively</b> 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 <b>exclusively</b> religious, charitable, etc., contributions of <b>\$1,000 or less</b> for the year. (Enter this information once. See instructions.) ► \$ _____<br>Use duplicate copies of Part III if additional space is needed |
|-----------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

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