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EXTENDED TO NOVEMBER 15, 2019

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning , and ending

Name of foundation: ROBERT AND MERCEDES EICHHOLZ FOUNDATION

A Employer identification number: 45-3670591

Number and street (or P O box number if mail is not delivered to street address): 2A STRONG PLACE | Room/suite:

B Telephone number: (917)-957-8642

City or town, state or province, country, and ZIP or foreign postal code: BROOKLYN, NY 11231

C If exemption application is pending, check here ▶ ☐

6

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: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

04

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) ▶$ 62,392,683.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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

3/4

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1 Contributions, gifts, grants, etc., received				
2 Check ▶ [X] if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	501,536.	501,536.		STATEMENT 1
4 Dividends and interest from securities	946,975.	946,418.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	2,360,335.			
b Gross sales price for all assets on line 6a 10,885,263.				
7 Capital gain net income (from Part IV, line 2)		2,346,893.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	86,834.	104,279.	0.	STATEMENT 3
12 **Total.** Add lines 1 through 11	3,895,680.	3,899,126.	0.	
Operating and Administrative Expenses 13 Compensation of officers, directors, trustees, etc	126,854.	0.	0.	126,854.
14 Other employee salaries and wages				
15 Pension plans, employee benefits	9,732.	0.	0.	9,732.
16a Legal fees STMT 4	3,910.	0.	0.	3,910.
b Accounting fees STMT 5	45,239.	0.	0.	45,239.
c Other professional fees STMT 6	348,275.	337,335.	0.	10,940.
17 Interest	13,538.	13,318.	0.	0.
18 Taxes STMT 7	85,263.	4,489.	0.	0.
19 Depreciation and depletion	744.	0.	0.	
20 Occupancy				
21 Travel, conferences, and meetings	20,138.	0.	0.	20,138.
22 Printing and publications				
23 Other expenses STMT 8	187,023.	134,627.	0.	2,691.
24 **Total operating and administrative expenses.** Add lines 13 through 23	840,716.	489,769.	0.	219,504.
25 Contributions, gifts, grants paid	3,410,000.			3,410,000.
26 **Total expenses and disbursements.** Add lines 24 and 25	4,250,716.	489,769.	0.	3,629,504.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-355,036.			
b **Net investment income** (if negative, enter -0-)		3,409,357.		
c **Adjusted net income** (if negative, enter -0-)			0.	

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Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	117,572.	175,152.	175,152.
	2 Savings and temporary cash investments	2,501,124.	2,844,959.	2,844,959.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	39,492,586.	39,017,188.	39,017,188.
	c Investments - corporate bonds STMT 10	12,749,554.	6,327,541.	6,327,541.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	14,744,013.	14,025,957.	14,025,957.
	14 Land, buildings, and equipment: basis ▶ 3,718.			
	Less accumulated depreciation ▶ 1,832.	2,630.	1,886.	1,886.
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	69,607,479.	62,392,683.	62,392,683.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ [ ] and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	69,607,479.	62,392,683.	
	30 Total net assets or fund balances	69,607,479.	62,392,683.	
	31 Total liabilities and net assets/fund balances	69,607,479.	62,392,683.	

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	69,607,479.
2	Enter amount from Part I, line 27a	2	-355,036.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	69,252,443.
5	Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSS	5	6,859,760.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	62,392,683.

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Part IV **Capital Gains and Losses for Tax on Investment Income** SEE ATTACHED STATEMENT

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a				
b				
c				
d				
e	10,885,263.		9,159,604.	2,346,893.

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

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				2,346,893.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } **2** 2,346,893.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 **3** 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 doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	3,331,454.	68,188,943.	.048856
2016	3,699,761.	64,507,449.	.057354
2015	3,442,591.	68,163,615.	.050505
2014	3,967,074.	71,280,565.	.055654
2013	3,475,643.	65,422,347.	.053126

2	**Total** of line 1, column (d)	2	.265495
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.053099
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	69,691,767.
5	Multiply line 4 by line 3	5	3,700,563.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	34,094.
7	Add lines 5 and 6	7	3,734,657.
8	Enter qualifying distributions from Part XII, line 4	8	3,629,504.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	68,187.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	0.
3	Add lines 1 and 2		3	68,187.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	68,187.
6	Credits/Payments:			
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a 56,195.		
b	Exempt foreign organizations - tax withheld at source	6b 0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c 0.		
d	Backup withholding erroneously withheld	6d 0.		
7	Total credits and payments. Add lines 6a through 6d		7	56,195.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	0.
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	11,992.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be: **Credited to 2019 estimated tax** ▶	**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by *General Instruction T*			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ WWW.EICHHOLZFOUNDATION.ORG

14 The books are in care of ▶ ALEXA DAVIDSON SUSKIN Telephone no. ▶ 917-957-8642

Located at ▶ 2A STRONG PLACE, BROOKLYN, NY ZIP+4 ▶ 11231

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

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

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

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a During the year, did the foundation (either directly or indirectly):			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		X
Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?	1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ No			
If "Yes," list the years ▶ ____, ____, ____, ____			
b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b If "Yes," did it have excess business holdings in 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.) N/A	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		X

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

		Yes	No
5a During the year, did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions N/A	5b		
Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		
8 Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year? ☐ Yes ☒ No			

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		126,854.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
BROWN BROTHER HARRIMAN & CO. 140 BROADWAY, NEW YORK, NY 10005-1001	INVESTMENT ADVISOR	122,849.
NORTHERN TRUST - 206 EAST ANAPAMU STREET, SANTA BARBARA, CA 93101	INVESTMENT ADVISOR	109,590.
CANTERBURY CONSULTING - 660 NEWPORT CENTER DRIVE, SUITE 300, NEWPORT BEACH, CA 92660	INVESTMENT ADVISOR	102,373.
Total number of others receiving over $50,000 for professional services	▶	0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

Form **990-PF** (2018)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	52,955,807.
b	Average of monthly cash balances		1b	2,258,918.
c	Fair market value of all other assets		1c	15,538,338.
d	**Total** (add lines 1a, b, and c)		1d	70,753,063.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	70,753,063.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	1,061,296.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	69,691,767.
6	**Minimum investment return.** Enter 5% of line 5		6	3,484,588.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6		1	3,484,588.
2a	Tax on investment income for 2018 from Part VI, line 5	2a 68,187.		
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	68,187.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	3,416,401.
4	Recoveries of amounts treated as qualifying distributions		4	5,000.
5	Add lines 3 and 4		5	3,421,401.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	3,421,401.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	3,629,504.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	3,629,504.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,629,504.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				3,421,401.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013				
b From 2014 468,695.				
c From 2015 93,837.				
d From 2016 497,673.				
e From 2017				
f Total of lines 3a through e	1,060,205.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ $ 3,629,504.				
a Applied to 2017, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2018 distributable amount				3,421,401.
e Remaining amount distributed out of corpus	208,103.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,268,308.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a	1,268,308.			
10 Analysis of line 9:				
a Excess from 2014 468,695.				
b Excess from 2015 93,837.				
c Excess from 2016 497,673.				
d Excess from 2017				
e Excess from 2018 208,103.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling ▶

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE 13				3,410,000.
Total			▶ 3a	3,410,000.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	501,536.	
4 Dividends and interest from securities		557.	14	946,418.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income		-22,445.	14	103,998.	
8 Gain or (loss) from sales of assets other than inventory		13,442.	18	2,346,893.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a INCOME TAX REFUND		0.			281.
b RETURN OF GRANT					5,000.
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		-8,446.		3,898,845.	5,281.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 3,895,680.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
11A	INCOME TAX REFUND
11B	RETURN OF GRANT

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

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

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 11/7/19 Title: TRUSTEE

May the IRS discuss this return with the preparer shown below? See instr ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Alexander Lazzaruolo	Alex Lazzaruolo			P01775353
Firm's name ▶ CONDON O'MEARA MCGINTY & DONNELLY LLP			Firm's EIN ▶ 13-3628255	
Firm's address ▶ ONE BATTERY PARK PLAZA, 7TH FL. NEW YORK, NY 10004			Phone no. 212-661-7777	

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES			
b	FIR TREE VALUE FUND			
c	HOPLITE OFFSHORE FUND			
d	SALIENT MLP TOTAL RETURN FUND LP			
e	MAKENA CAPITAL SPLITTER X LP			
f	CRESCENT CAPITAL HIGH INCOME FUND LP			
g	MONTAUK TRIGUARD FUND VI LP			
h	OAKTREE PRIVATE INVESTMENT FUND 2012 LP			
i	VISTA EQUITY PARTNERS FUND VI LP			
j	GREENSPRING GLOBAL PARTNERS VIII-B LP			
k	LESS: GAIN ATTRIBUTABLE TO UBI			
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	9,728,849.		8,224,567.	1,504,282.
b	576,397.		339,120.	237,277.
c	580,017.		595,917.	-15,900.
d				-16,164.
e				520,741.
f				-6,925.
g				55,283.
h				6,833.
i				75,585.
j				-677.
k				-13,442.
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				1,504,282.
b				237,277.
c				-15,900.
d				-16,164.
e				520,741.
f				-6,925.
g				55,283.
h				6,833.
i				75,585.
j				-677.
k				-13,442.
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	2,346,893.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	0.

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FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	501,536.	501,536.	0.
TOTAL TO PART I, LINE 3	501,536.	501,536.	0.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME	778,407.	0.	778,407.	778,407.	0.
LESS: PARTNERSHIP DIVIDENDS & INTEREST ATTRIBUTABLE TO UBI	0.	0.	0.	-557.	0.
PARTNERSHIP DIVIDEND & INTEREST INCOME	168,568.	0.	168,568.	168,568.	0.
TO PART I, LINE 4	946,975.	0.	946,975.	946,418.	0.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
LIMITED PARTNERSHIP INCOME	81,553.	81,553.	0.
ADD: OTHER PARTNERSHIP LOSS ATTRIBUTED TO UBI	0.	22,445.	0.
INCOME TAX REFUND	281.	281.	0.
RETURN OF GRANT	5,000.	0.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	86,834.	104,279.	0.

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LOEB & LOEB LLP - LEGAL SERVICES	3,910.	0.	0.	3,910.
TO FM 990-PF, PG 1, LN 16A	3,910.	0.	0.	3,910.

FORM 990-PF	ACCOUNTING FEES	STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	45,239.	0.	0.	45,239.
TO FORM 990-PF, PG 1, LN 16B	45,239.	0.	0.	45,239.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES:	0.	0.	0.	0.
NORTHERN TRUST	109,591.	109,591.	0.	0.
BROWN BROTHERS HARRIMAN	122,849.	122,849.	0.	0.
CANTERBURY	102,373.	102,373.	0.	0.
US BANK	2,522.	2,522.	0.	0.
OTHER DEDUCTIONS	10,940.	0.	0.	10,940.
TO FORM 990-PF, PG 1, LN 16C	348,275.	337,335.	0.	10,940.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE UBI TAXES PAID	10,757.	0.	0.	0.
FEDERAL EXCISE TAXES	70,000.	0.	0.	0.
FOREIGN TAXES PAID	4,506.	4,506.	0.	0.
LESS: FOREIGN TAXES PAID ATTRIBUTED TO UBI	0.	-17.	0.	0.
TO FORM 990-PF, PG 1, LN 18	85,263.	4,489.	0.	0.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK SERVICE CHARGE	60.	0.	0.	60.
POSTAGE AND MAILING SERVICE	705.	0.	0.	705.
SUPPLIES	785.	0.	0.	785.
TELEPHONE	517.	0.	0.	517.
WEBSITE EXPENSE	144.	0.	0.	144.
OTHER COSTS	480.	0.	0.	480.
PARTNERSHIP DEDUCTIONS	184,332.	184,332.	0.	0.
LESS: OTHER PARTNERSHIP DEDUCTIONS ATTRIBUTED TO UBI	0.	-49,705.	0.	0.
TO FORM 990-PF, PG 1, LN 23	187,023.	134,627.	0.	2,691.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BROWN BROTHERS HARRIMAN	16,007,609.	16,007,609.
US BANK	817,179.	817,179.
NORTHERN TRUST	7,933,656.	7,933,656.
US BANK	14,258,744.	14,258,744.
TOTAL TO FORM 990-PF, PART II, LINE 10B	39,017,188.	39,017,188.

FORM 990-PF | CORPORATE BONDS | STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BROWN BROTHERS HARRIMAN	4,901,916.	4,901,916.
NORTHERN TRUST	1,425,625.	1,425,625.
TOTAL TO FORM 990-PF, PART II, LINE 10C	6,327,541.	6,327,541.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MFO DFA INVT DIMENSIONS GROUP INC REAL ESTATE SECS	FMV	481,991.	481,991.
MAKENA ENDOWMENT FUND	FMV	7,122,416.	7,122,416.
MIURA GLOBAL	FMV	575,184.	575,184.
NEWBROOK CAPITAL	FMV	574,319.	574,319.
CANYON BALANCED FUND	FMV	578,966.	578,966.
FIR TREE VALUE FUND	FMV	57,640.	57,640.
TACONIC OPPORTUNITY FUND	FMV	679,366.	679,366.
HOPLITE FUND	FMV	17,401.	17,401.
SALIENT MLP	FMV	236,498.	236,498.
GLOBAL UPSTREAM NAT RES FD	FMV	705,648.	705,648.
CRESCENT CAPITAL	FMV	561,545.	561,545.
MONTAUK TRIGUARD	FMV	309,106.	309,106.
OAKTREE PRIVATE	FMV	337,450.	337,450.
RREF II DOMESTIC	FMV	383,135.	383,135.
VISTA EQUITY PARTNERS	FMV	462,252.	462,252.
GREENSPRING GLOBAL	FMV	152,960.	152,960.
AXIOM INTERNATIONAL OPPORTUNITY FUND	FMV	213,871.	213,871.
THIRD POINT OFFSHORE FUND	FMV	352,050.	352,050.
LAKEWOOD PARTNERS	FMV	224,159.	224,159.
TOTAL TO FORM 990-PF, PART II, LINE 13		14,025,957.	14,025,957.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MICHAEL C. DAVIDSON 2A STRONG PLACE BROOKLYN, NY 11231	TRUSTEE 3.00	0.	0.	0.
JOAN DAVIDSON 2A STRONG PLACE BROOKLYN, NY 11231	TRUSTEE 3.00	0.	0.	0.
LYN E. DUNN 2A STRONG PLACE BROOKLYN, NY 11231	TRUSTEE 3.00	0.	0.	0.
ROGER A. EICHHOLZ 2A STRONG PLACE BROOKLYN, NY 11231	TRUSTEE 3.00	0.	0.	0.
DANIEL DUNN 2A STRONG PLACE BROOKLYN, NY 11231	TRUSTEE 3.00	0.	0.	0.
ALEXA DAVIDSON SUSKIN 2A STRONG PLACE BROOKLYN, NY 11231	TRUSTEE/EXECUTIVE DIRECTOR 25.00	126,854.	0.	0.
PAUL N. FRIMMER 2A STRONG PLACE BROOKLYN, NY 11231	TRUSTEE 3.00	0.	0.	0.
DOUGLAS MCCARTNEY 2A STRONG PLACE BROOKLYN, NY 11231	TRUSTEE 3.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		126,854.	0.	0.

2018 Grant Listing - Robert & Mercedes Eichholz Foundation

Recipient	Address	Status	Purpose of Grant	Amount
Santa Barbara Museum of Art	1128 State Street, Santa Barbara, CA 93101	501c3 (PC)	endowment	500,000
Artist Repertory Theater	1515 SW Morrison, Portland, OR 97205	501c3 (PC)	General	400,000
Phillips Collection	1600 21st Street, NW Washington, DC 20009	501c3 (PC)	Education Programs	275,000
National Gallery of Art	2000B South Club Drive Landover, MD 20785	501c3 (PC)	Exhibitions	250,000
Brooklyn Academy of Music	30 Lafayette Avenue Brooklyn, NY 11217	501c3 (PC)	Programs	200,000
Classical Theater of Harlem	566 W 159th Street, NY 10032	501c3 (PC)	General	200,000
Young People's Chorus of New York	36 West 65th Street, 2nd Floor, New York, NY 10023	501c3 (PC)	Capital Campaign	150,000
Camerata Pacifica	P O Box 30116 Santa Barbara, CA 93130	501c3 (PC)	Endowment	100,000
Harlem School of the Arts	646 St Nicolas Ave, New York, NY 10030	501c3 (PC)	Music program	100,000
Los Angeles City College Foundation	855 North Vermont Ave, Los Angeles, CA 90029	501c3 (PC)	Music Dept	100,000
Scholarship Foundation of Santa Barbara	P O Box 3620, Santa Barbara, CA 93101	501c3 (PC)	general	100,000
Young People's Chorus	36 West 65th Street, 2nd Floor, New York, NY 10023	501c3 (PC)	general	65,000
American Dance Festival	PO Box 90772, Durham, NC 27708-0772	501c3 (PC)	Studios Subsidy & ADF Project Dance	50,000
Asheville Art Museum Association	P O Box 1717 Asheville, NC 28802-1717	501c3 (PC)	Capital Campaign	50,000
Carolina Friends School	2809 Friends School Road, Durham, NC 27705	501c3 (PC)	Art Programs	50,000
New York Historical Society	170 Central Park West, 77th St, New York, NY 10024	501c3 (PC)	Women in the American Story Art	50,000
Santa Barbara Museum of Art	1128 State Street, Santa Barbara, CA 93101	501c3 (PC)	endowment	50,000
Santa Barbara Museum of Art	1128 State Street, Santa Barbara, CA 93101	501c3 (PC)	Contribution	35,000
Geffen Playhouse	10886 Le Conte Ave, Los Angeles, CA 90024	501c3 (PC)	General	25,000
North Carolina School For the Arts	1533 S Main St , Winston-Salem, NC 27127	501c3 (PC)	general	25,000
Saint Ann's School	129 Pierrepont St , Brooklyn, NY 11201	501c3 (PC)	Exhibitions	25,000
Santa Barbara Symphony	1330 State Street Suite 102, Santa Barbara, CA 93101	501c3 (PC)	general	25,000
Whitney Museum of American Art	99 Gansevoort St, NYC 10014	501c3 (PC)	Exhibitions	22,500
Asheville Art Museum Association	P O Box 1717 Asheville, NC 28802-1717	501c3 (PC)	education Programs	20,000
Asheville Community Theater	35 E Walnut, Asheville, NC 28801	501c3 (PC)	General	20,000
Chaminade College Preparatory	7500 Chaminade Ave, West Hills, CA 91304	501c3 (PC)	Art Programs	20,000
Gaspard & Dancers	106 Pathwood LaneDurham, NC 27705	501c3 (PC)	General	20,000
Los Angeles County Museum of Art	5905 Wilshire Boulevard, Los Angeles, CA 90036	501c3 (PC)	endowment	20,000
New York Public Radio	160 Varick Street, New York, NY 10013	501c3 (PC)	general	20,000
Art Transforms	232 E Main St, Jonesborough, TN 37659	501c3 (PC)	Appalachian Clay Camp	15,000
Art Transforms	232 E Main St, Jonesborough, TN 37659	501c3 (PC)	General	15,000
Museum of Modern Art	11 W 53rd St, NYC 10019	501c3 (PC)	endowment	15,000
Partners for Youth	1309 Halley Street, Durham, NC 27707	501c3 (PC)	general	15,000
105th Squad	738 Donlee Dr , Durham, NC 27712	501c3 (PC)	Expansion and programming	10,000
Ackland Art Museum	101 S Columbia Street, Chapel Hill, NC 27599	501c3 (PC)	General	10,000
Arts Outreach	P O Box 755, Los Olivos, Ca 93441	501c3 (PC)	Scholarship	10,000
Asheville Symphony	P O Box 2852 Asheville, NC 28802-2852	501c3 (PC)	General	10,000
Bach, Beethoven and Brahams Society	24 Davis Ave, Suite 3B, Brookline, MA 02445-7610	501c3 (PC)	Mentorship Program	10,000
Ballet Hispanico of New York	167 W 89th Street, New York, NY 10024	501c3 (PC)	General	10,000
Brooklyn Academy of Music	30 Lafayette Avenue Brooklyn, NY 11217	501c3 (PC)	Programs	10,000
Colby-Sawyer College	542 Main Street, New London, NH, 03257	501c3 (PC)	Art Programs	10,000
Cuentas House of Hope	Costa Rica c/o BAC Florida Bank	501c3 (PC)	Dance Program	10,000
Diana Wortham Theater	2 Park Square, Asheville, NC 28801	501c3 (PC)	Scholarship	10,000
Durham Arts Place, Inc	305 E Chapel Hill St , Durham, NC 27701	501c3 (PC)	Gallery improvements	10,000
Everybody Dance Now	2447 Calle Linares, Santa Barbara, CA 93109	501c3 (PC)	General	10,000
Fairfield University	1073 N Benson Road, Fairfield, CT 06824-5195	501c3 (PC)	Exhibitions	10,000
Music Academy of the West	1070 Fairway Road, Santa Barbara, CA 93108	501c3 (PC)	general	10,000
Opera Santa Barbara	1330 State Street, Santa Barbara, CA 93101	501c3 (PC)	general	10,000
Oregon College of Arts & Crafts	8245 SW Barnes Rd, Portland, OR 97225	501c3 (PC)	entreprenureal studies	10,000
Oregon College of Arts & Crafts	8245 SW Barnes Rd, Portland, OR 97225	501c3 (PC)	professional Practices Course	10,000
Oregon Symphony	921 SW Washington, Suite 200	501c3 (PC)	general	10,000
Penland School of Crafts	P O Box 37, Penland, NC 28765	501c3 (PC)	general	10,000
Portland Museum of Art	7 Congress Square Portland, Maine 04101	501c3 (PC)	general	10,000
Portland State University Foundation	2125 SW 4th Ave #510, Portland, OR 97201	501c3 (PC)	Jazz Program	10,000
Portland State University Foundation	2125 SW 4th Ave #510, Portland, OR 97201	501c3 (PC)	Art Dept	10,000
Oregon Volunteer Lawyers for the Arts	Wyse Kadish, LLP 900 SW Fifth Avenue Rm 2000 Portland, OR 97204	501c3 (PC)	arts advocacy	7,500
Actor's Playhouse	280 Miracle Mile, Coral Gables, FL 33134	501c3 (PC)	General	5,000
American Dance & Music	P O Box 90708, Santa Barbara, CA 93190	501c3 (PC)	General	5,000
American Dance Festival	PO Box 90772, Durham, NC 27708-0772	501c3 (PC)	Footprints Program	5,000

Art Without Limits	816 Chelham Way, Santa Barbara, CA 93108	501c3 (PC)	general	5,000
Artist Repertory Theater	1515 SW Morrison, Portland, OR 97205	501c3 (PC)	General	5,000
Central Park School for Children	121 Hunt Street, Durham, NC 27701	501c3 (PC)	theater dept	5,000
City Theater	444 Brickell Ave , Miami, FL 33131	501c3 (PC)	General	5,000
Crows Shadow	48004 St Andrews Road, Pendleton, OR 97801	501c3 (PC)	General	5,000
Dancewave, Inc	45 Fourth Ave, Brooklyn, NY 11217	501c3 (PC)	General	5,000
Disjecta Contemporary Arts Center	8371 N Interstate Ave, Portland, OR 97217	501c3 (PC)	General	5,000
Dorill Initiative	108 Avenue D Ste 10E, New York, NY 10009	501c3 (PC)	Dorill Saturday Program	5,000
Durham Nativity School	1004 N Mangum St , Durham, NC 27701	501c3 (PC)	Art program	5,000
Elverhoj Museum	PO Box 769, Solvang, CA 93464	501c3 (PC)	Exhibitions	5,000
High Desert Museum	59800 South Hwy 97, Bend, OR 97702	501c3 (PC)	Art Programming & Maintenance	5,000
Metropolitan Museum of Art	1000 5th Ave, NYC 10028	501c3 (PC)	General	5,000
Risk/Reward Festival	2344 SE 53rd Ave, Portland, OR 97215	501c3 (PC)	music & art programs	5,000
Santa Barbara Arts Collaborative	PO Box 1414, Santa Barbara, CA 93102-1414	501c3 (PC)	Campaign for Community Arts Workshop	5,000
Santa Barbara Museum of Art	1128 State Street, Santa Barbara, CA 93101	501c3 (PC)	Contribution	5,000
Art Transforms	232 E Main St, Jonesborough, TN 37659	501c3 (PC)	Art projects	5,000
Theater in the Park	107 Pullen Road Raleigh, NC 27607	501c3 (PC)	Capital Campaign	5,000
White Bird	5619 SW Edgemont Pl, Portland, OR 97239	501c3 (PC)	General	5,000
White Bird Dance	5620 SW Edgemont Pl, Portland, OR 97239	501c3 (PC)	General	5,000
Wildling Art Museum	1511-B Mission Drive, Solvang, CA 93463	501c3 (PC)	general	5,000
Works & Process at the Guggenheim	1071 Fifth Avenue, New York, NY 10128	501c3 (PC)	general	5,000
Yale University Art Gallery	PO Box 208271, New Haven, CT 06520	501c3 (PC)	Operating	5,000
Youth Interactive	209 Anacapa St , NYC 93101	501c3 (PC)	general	5,000
Bach Cantana Chior	3570 NE Mathison Pl , Portland, OR 97212	501c3 (PC)	general	2,500
Brooklyn Arts Council	20Jay St #616, Brookly, NY 11201	501c3 (PC)	Programs	2,500
Fordham University	113 W 60th St , NYC 10023	501c3 (PC)	Professional Practices Course	2,500
Ghetto Film School	79 Alexander Ave, 4th Floor Bronx, NY 10454	501c3 (PC)	general	2,500
Julliard School	113 W 60th St , NYC 10023	501c3 (PC)	General	2,500
Performance Works Northwest	4625 SE 67th Avenue Portland, OR 97206	501c3 (PC)	general	2,500
Puppetworks, Inc	338 Sixth Ave, Brooklyn, NY 11215	501c3 (PC)	General	2,500
The Library Foundation	620 SW Fifth Avenue, Ste 1025, Portland,OR 97204	501c3 (PC)	Portland Art Museum "Birthing Kit" Art Insert	2,500
Museum of Modern Art	11 W 53rd St, NYC 10019	501c3 (PC)	endowment	2,000
Boston Symphony Orchestra	301 Massachusetts Avenue, Boston, MA 02115	501c3 (PC)	Tanglewood	1,500
Metropolitan Opera	30 Lincoln Center Plz, New York, NY 10023	501c3 (PC)	General	1,500
			TOTAL	3,410,000

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