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Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

► Do not enter social security numbers on this form as it may be made public.
► Go to www.irs.gov/Form990PF for instructions and the latest information.

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning

Aug 1, 2018, and ending

Jul 31, 2019

Name of foundation

Fan Fox & Leslie R. Samuels Foundation, Inc.

A Employer identification number

13-3124818

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

Room/suite

B Telephone number (see instructions)

275 Madison Avenue

31st Floor

(212) 239-3030

City or town, state or province, country, and ZIP or foreign postal code

New York NY 10016

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 179,625,184.
J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I****Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)	7,500.			
2 Check ☐ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	176,220.	176,220.		
4 Dividends and interest from securities	497,433.	497,433.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	2,291,006.			
b Gross sales price for all assets on line 6a		L-6a Stmt.		
7 Capital gain net income (from Part IV, line 2)		9,872,305.		
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) (attach schedule)				
11 Other income (attach schedule) See Stmt	8,112,195.	1,407,510.		
12 Total. Add lines 1 through 11	11,084,354.	11,953,468.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	979,324.	284,031.		695,293.
14 Other employee salaries and wages	307,502.	59,563.		247,940.
15 Pension plans, employee benefits	346,801.	72,183.		274,618.
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) L-16b Stmt	46,485.	4,648.		41,837.
c Other professional fees (attach schedule) L-16c Stmt	687,361.	687,361.		
17 Interest				
18 Taxes (attach schedule) (see instructions) See Stmt	135,563.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy	265,928.	26,593.		239,335.
21 Travel, conferences, and meetings	8,213.	821.		7,392.
22 Printing and publications				
23 Other expenses (attach schedule) See Stmt	93,116.	9,312.		83,804.
24 Total operating and administrative expenses. Add lines 13 through 23	2,870,293.	1,144,512.		1,590,219.
25 Contributions, gifts, grants paid	5,149,207.			5,149,207.
26 Total expenses and disbursements. Add lines 24 and 25	8,019,500.	1,144,512.		6,739,426.
27 Subtract line 26 from line 12.				
a Excess of revenue over expenses and disbursements	3,064,854.			
b Net investment income (if negative, enter -0-)		10,808,956.		
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form **990-PF** (2018)

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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	20,940.	19,133.	19,133.
	2 Savings and temporary cash investments	4,902,606.	14,453,104.	14,453,104.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	21,289,655.	14,571,888.	15,103,212.
	c Investments—corporate bonds (attach schedule)	320,207.	320,207.	320,205.
	11 Investments—land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	78,008,614.	75,099,862.	90,021,340.
	14 Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ Other private investment funds)	37,670,643.	40,862,440.	59,708,190.
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	142,212,665.	145,326,634.	179,625,184.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
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 ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	142,212,665.	145,326,634.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	142,212,665.	145,326,634.	
	31 Total liabilities and net assets/fund balances (see instructions)	142,212,665.	145,326,634.	

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	142,212,665.
2 Enter amount from Part I, line 27a	2	3,064,854.
3 Other increases not included in line 2 (itemize) ▶ See Statement	3	49,119.
4 Add lines 1, 2, and 3	4	145,326,638.
5 Decreases not included in line 2 (itemize) ▶ See Statement	5	4.
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	145,326,634.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Securities - See schedule attached	P	Various	Various
b Capital Gains Distributions			
c Class Action Suit Payments			
d Capital Gain/Loss from stock distribution from Partnership			
e Share of Partnerships			

(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 13,143,306.		11,213,723.	1,929,583.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(j) FMV as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (j) over col. (k), if any	
a			1,929,583.
b			29,277.
c			7,331.
d			324,815.
e			7,581,299.

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	9,872,305.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8	3	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.

(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	8,891,313.	184,179,923.	0.048275
2016	8,713,256.	173,693,149.	0.050165
2015	8,569,000.	166,828,081.	0.051364
2014	9,248,844.	177,980,388.	0.051966
2013	7,633,198.	177,793,751.	0.042933

2 Total of line 1, column (d)	2	0.244703
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 50, or by the number of years the foundation has been in existence if less than 5 years	3	0.048941
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	179,149,532.
5 Multiply line 4 by line 3	5	8,767,757.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	108,090.
7 Add lines 5 and 6	7	8,875,847.
8 Enter qualifying distributions from Part XII, line 4. 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.	8	6,739,426.

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	216,179.	
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	216,179.	
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	216,179.	
6	Credits/Payments			
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	276,137.	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	276,137.	
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	59,958.	
11	Enter the amount of line 10 to be Credited to 2019 estimated tax 59,958. 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?		☒
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		☒
1c Did the foundation file Form 1120-POL for this year?		☒
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		☒
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		☒
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	☒	
4b If "Yes," has it filed a tax return on Form 990-T for this year?	☒	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i>		☒
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?	☒	
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	☒	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. ► NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? If "No," attach explanation	☒	
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		☒
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	☒	

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		x
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions		x
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>www.samuels.org</u>	x	
14 The books are in care of ▶ <u>Alexandra Francis</u> Telephone no. ▶ <u>(212) 239-3030</u> Located at ▶ <u>275 Madison Avenue New York, NY</u> ZIP+4 ▶ <u>10016</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15		
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? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶		x

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

	Yes	No
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 Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐	1b	x
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 ▶ 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	x
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☒ 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)	3b	x
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	x
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b	x

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

5a	During the year, did the foundation pay or incur any amount to		Yes	No
(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		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?	☐ 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?		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. See instructions.**

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

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Lauren Weisenfeld 169 E. 69th Street, New York NY 10021	Deputy Director, Educational Programs 30.00	150,276.	34,719.	0.
Alexandra Francis 733 Bryant St, Rahway NJ 07065	Controller 40.00	109,600.	47,121.	0.

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services. See instructions. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Landseer Advisors LLC 489 5TH AVE FL 31 New York NY 10016	Investment Consulting	676,000.

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 NONE	0.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 None	0.
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	174,531,201.
b	Average of monthly cash balances	1b	7,346,496.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	181,877,697.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	181,877,697.
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	2,728,165.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	179,149,532.
6	Minimum investment return. Enter 5% of line 5	6	8,957,477.

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	8,957,477.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	216,179.
b	Income tax for 2018 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	216,179.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	8,741,298.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	8,741,298.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	8,741,298.

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	6,739,426.
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	6,739,426.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b See instructions	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,739,426.

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				8,741,298.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			6,128,522.	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2018				
a From 2013	0.			
b From 2014	0.			
c From 2015	0.			
d From 2016	0.			
e From 2017	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2018 from Part XII, line 4. ► \$ 6,739,426.				
a Applied to 2017, but not more than line 2a			6,128,522.	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2018 distributable amount				610,904.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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 instructions			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				8,130,394.
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)				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9.				
a Excess from 2014	0.			
b Excess from 2015	0.			
c Excess from 2016	0.			
d Excess from 2017	0.			
e Excess from 2018	0.			

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

N/A

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

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
2a 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 $\frac{2}{3}$ 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 ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions

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

See Supplementary Information Statement

- 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 Schedule Attached	NONE	All Public	Various	5,149,207.
Total			3a	5,149,207.
b Approved for future payment See Schedule Attached		All Public	Various	6,035,073.
Total			3b	6,035,073.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue.						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments . . .						
3 Interest on savings and temporary cash investments			14	176,220.		
4 Dividends and interest from securities			14	497,433.		
5 Net rental income or (loss) from real estate.						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	2,291,006.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue. a <u>Partnership Income</u>		-1,003,065.	14	8,988,809.		
b <u>Income Adjustment by Partnership</u>			14	126,451.		
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		-1,003,065.		12,079,919.		
13 Total. Add line 12, columns (b), (d), and (e)				13	11,076,854.	

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

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

[illegible]

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

- | | | | |
|----------|--|--------------|-----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | Yes | No |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | 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. | | |

[illegible]

- 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

**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

7/7/20
Date

Chairman
Title

May the IRS discuss this return with the preparer shown below?
See instructions. ☐ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if
self-employed

PTIN

Firm's name ▶

Self-Prepared

Firm's EIN ►

Firm's address ►

Phone no.

BAA

Form 990-PF (2018)

Schedule of Contributors

OMB No 1545-0047

2018

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

Name of the organization

Fan Fox & Leslie R. Samuels Foundation, Inc.

Employer identification number

13-3124818

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$

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

Name of organization Fan Fox & Leslie R. Samuels Foundation, Inc.	Employer identification number 13-3124818
--	--

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Landseer Advisors LLC 489 5th Avenue, 31st Floor New York NY 10017	\$ 7,500.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
Fan Fox & Leslie R. Samuels Foundation, Inc.	13-3124818

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----

Name of organization

Employer identification number

Fan Fox & Leslie R. Samuels Foundation, Inc.

13-3124818

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

Use duplicate copies of Part III if additional space is needed.

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

Name
Fan Fox & Leslie R. Samuels Foundation, Inc.

Employer Identification No
13-3124818

Asset Information:

Description of Property Securities - See schedule attached
Business Code Exclusion Code
Date Acquired Various How Acquired . Purchased
Date Sold Various Name of Buyer .
Check Box, if Buyer is a Business . ☐
Sales Price . 13, 143, 306 . Cost or other basis (do not reduce by depreciation). 11, 213, 723 .
Sales Expense Valuation Method
Total Gain (Loss) 1,929,583 . Accumulated Depreciation

Description of Property Capital Gains Distributions
Business Code Exclusion Code
Date Acquired How Acquired
Date Sold Name of Buyer
Check Box, if Buyer is a Business . ☐
Sales Price Cost or other basis (do not reduce by depreciation)
Sales Expense Valuation Method
Total Gain (Loss) 29,277 . Accumulated Depreciation

Description of Property Class Action Lawsuit Payments
Business Code Exclusion Code
Date Acquired How Acquired
Date Sold Name of Buyer
Check Box, if Buyer is a Business . ☐
Sales Price Cost or other basis (do not reduce by depreciation).
Sales Expense Valuation Method
Total Gain (Loss) 7,331 . Accumulated Depreciation

Description of Property Capital Gain/Loss from Stock Distribution from Partnership
Business Code Exclusion Code
Date Acquired How Acquired
Date Sold Name of Buyer
Check Box, if Buyer is a Business . ☐
Sales Price Cost or other basis (do not reduce by depreciation).
Sales Expense Valuation Method
Total Gain (Loss) 324,815 . Accumulated Depreciation

Description of Property
Business Code Exclusion Code
Date Acquired How Acquired
Date Sold Name of Buyer
Check Box, if Buyer is a Business . ☐
Sales Price Cost or other basis (do not reduce by depreciation).
Sales Expense Valuation Method
Total Gain (Loss) Accumulated Depreciation

Totals:

Total Gain (Loss) of all assets 2,291,006 .
Gross Sales Price of all assets 13,143,306 .
Unrelated Business Income Business Code
Excluded by section 512, 513, 514 2,291,006 . Exclusion Code . 18
Related/Exempt Function Income

QuickZoom here to Form 990-PF, Page 1 ▶
QuickZoom here to Form 990-PF, Page 12 ▶

Samuels Foundation, Inc

Form 990PF

Y/E 7/31/19

ID# 13-3124818

Other Income (Page 1, line 11)

	(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(J)
	Total	Ordinary	Business	Capital	Book-Tax	Non Taxable	Foreign	Foreign	Non Taxable
ID#	Income	Income	Income	Gain	Differences	Unrealized	Tax Paid	Exchange	Adjustments
			Subject to UBIT	Income		Income		Difference	
Share of Partnership income -									
J H Whitney VI LP	20-2485972	287,794	185,535	-5,072	859	106,472			
J H Whitney VII LP	27-1720042	388,449	-1,484	3,559		723			
J H Whitney VII AIV, LP	45-5548038	-80,002	-944	-17,209	17,184	-79,033			
American Securities Partners V LP	26-2113348	53,552	-20,285	657,996	187,409	-771,568			
ASP V Alternative Investment LP	26-4823099	63	119	0	-1	-55			
American Securities Partners VI, LP	27-3798431	295,355	139,034	315,209	56,711	-215,590			
Sterling American Property V-C, LP	20-4526947	537,234	10,818	526,416					
Congruent Credit Opportunities Fund II LP	45-4094937	49,216	-2,642	-347	9,556	42,649			
Creador III, LP	98-1254654	803,566	380,972	-1,745	-9,649	-321	434,832	-523	
Creador IV	98-1445844	-51,864	-42,565	-58		-9,241			
CrossHarbor Institutional Partners II, LP	27-4335021	253,598	156,437	52,799	44,535	-173			
Davidson Kempner Institutional Partners	13-3597020	111,081	191,198	-451	228,315	271	-306,285	-1,967	
Davidson Kempner LTDO IV AIV	82-4078199	6,578	15,055	1		-8,478			
Fir Tree International Value Fund (USTE) L P	98-1074179	-191,389	-4,592	15,726		-202,523			
Highbrook Income Property Fund, LP	45-3180625	231,664	-10,265	241,929					
Highbrook Income Property Fund II, LP	46-4876647	598,729	134,894	461,746	-11				
Highbrook Income Property Fund III LP	82-2573963	97,393	97,608		-215				
Highbrook III Investment B LP	82-5428714	16,026	16,217					-191	
Holt Distressed Property Fund, 2010 LP	27-3301572	109,196	32,661	-495	9,357	67,673			
Holt Distressed Property Fund (Parallel 1) 2010 LP	27-3301621	-195,140	1	150,644	-345,785				
Holt Opportunity Fund, 2013 LP	37-1739728	31,903	-15,533	6,181	41,255				
Kane Street Long	80-0926241	-437,717	49,671	40,477	417,589	-941,190	-4,264		
Kane Street Long 2019 short YE 5/31/2019	80-0926241	1,178,273	10,970	33,353	1,135,452	3,835	-5,337		
Level Equity Growth Partners I LP (c)	45-1030152	864,575	-47,648	-43,904	385,701	570,481	-55		
LEGP I AIV (B) LP	80-0877348	17,057	4,508	2,371	-39,597	49,775			
Mavenck Lien Fund IV	81-4300017	920,178	272,867		-265,292	912,603			
Mavenck Lien Fund V	83-1657740	-4,723	-1,117	-657	-2,949				
Merced Partners III LP	27-2122861	62,931	-11,000	34,507	-221,739	238,238			
Merced Partners III (Cayman) LP	27-4335879	24,669	-227			24,896			
Kuempner Holdings LLC - Merced	30-0788816	39,785	8	113,203	-73,426				
Ment Energy Partners H, LP	45-0826721	42,883	40,841	-1	2,043				
Modern Energy (b)	82-1328475	-113,936	-113,936						
Navitas Fund LP	20-2267080	-2,722,659	-22,947	-376,643	95,846	-72	-2,418,667	-176	
Perry Creek	47-1233748	-268,403	-13,037	-8,562	294,283	50,185	-588,543	-729	
Perry Creek II	82-5072819	-56,996	-16,767	-180		-2,311	-37,738		
Poplar Point	46-0773601	-231,239	-101,530	17,036	243,003	-47	-388,464	-1,237	
Rosemawr Municipal Partners	61-1592771	-22,282	10,539		-2,467	-33,890	3,536		
Rosemawr II	47-1746112	218,463	25,146	115,529	30,707	45,081			
Rosemawr III	81-3682187	202,187	37,468	661	28,752	69,146			
Roundshield Co-Invest	98-1185395	234,086	448,366		278	-214,558			
Roundshield Candon Co-Invest	98-1314404	44,404	49,988		31,453	-37,037			
Roundshield II	98-1281948	43,336	147,045	16,067	-3,826	-115,950			
Snow Lake China Fund	27-1489483	631,025	-17,481	2,230,732	-194	-1,582,057	-189		
Stockbridge Fund, LP	20-8051601	-21,985	-98,643	-50,966	128,689		-871		
United Composites	82-4166998	-20,537	-11,114		-9,423				
Valinor Private Capital Partners, LP	47-3252241	-415,069	-550,889	-33,655	-2,631	175,680	-3,574		
Vortus Investments, LP	46-1194063	-741,092	-40,389	-618,527	-10,660	-71,292			
Vortus - NPR Co-Investment LP	47-5544293	-12,889	-555	-234,551	-8,583	-1	231,801		
	0								
	0								
Partnership increase per K-1's	2,805,327								
Reverse temporary items									
Unrealized Income (F)	5,306,677								
Foreign Exchange Differences (H)	191								
(A) Net Partnership Income (Loss) - to Part 1, line 11a	8,112,195								
(B) Total Ordinary Income		1,426,412							
(C) Total UBIT Income (Loss) - to Form 990-T			-1,003,065						
(D) Total Capital Gain Income (Loss) - to Part IV, line 1b				7,581,299					
(E) Reversal of amounts included in Ordinary Income (Col B) but not on books					126,451				
(F) Total Non-Taxable Unrealized Income (Mark-to-Market)						-5,306,677			
(G) Total Foreign Tax Paid - Deduct from Ordinary Income		-18,902					-18,902		
(H) Foreign Exchange Differences								-191	
(J) Non-taxable adjustments									0
(B) Total Other Income subject to excise tax - to Part 1, line 11b		1,407,510							

Additional information from your Form 990-PF: Return of Private Foundation

Form 990-PF: Return of Private Foundation

Other Income

Continuation Statement

Description	Revenue and Expense per Book	Net Investment Income	Adjusted Net Income
Share of Partnership Inc-See Sched	8,112,195.	1,407,510.	
Total	8,112,195.	1,407,510.	

Form 990-PF: Return of Private Foundation

Taxes

Continuation Statement

Description	Revenue and Expense per Book	Net Investment Income	Adjusted Net Income	Disbursement for charitable purpose
Federal Excise Taxes	100,000.			
State Taxes	35,505.			
UBTI Taxes	58.			
Total	135,563.			

Form 990-PF: Return of Private Foundation

Other Expenses

Continuation Statement

Description	Revenue and Expense per Book	Net Investment Income	Adjusted Net Income	Disbursement for charitable purpose
Insurance	14,506.	1,451.		13,055.
Computers, Incl. Maint.	28,576.	2,858.		25,718.
Telephone	8,437.	844.		7,593.
Dues, Subscriptions & Books	6,793.	679.		6,114.
Postage	2,964.	296.		2,668.
Miscellaneous	31,840.	3,184.		28,656.
Total	93,116.	9,312.		83,804.

Form 990-PF: Return of Private Foundation

Other Increases

Continuation Statement

Description	Amount
rounding	
Partnership adjustment on sale	4,834.
Partnership adjustment on reorg	44,285.
Total	49,119.

Form 990-PF: Return of Private Foundation

Other Decreases

Continuation Statement

Description	Amount
Rounding	4.
Partnership adjustment	

Form 990-PF: Return of Private Foundation

Other Decreases

Continuation Statement

Description	Amount
Total	4.

Name	Employer Identification No
Fan Fox & Leslie R. Samuels Foundation, Inc.	13-3124818

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Total to Form 990-PF, Part I, Line 16a					

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BDO Seidman	Annual Audit	25,191.	2,519.		22,672.
Withum Smith + Brown	Tax Return Preparation and Review	21,294.	2,129.		19,165.
Total to Form 990-PF, Part I, Line 16b		46,485.	4,648.		41,837.

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Deutsche Bank	Custody Fees	8,846.	8,846.		
Landseer Advisors LLC	Investment Consulting	676,000.	676,000.		
Creador IV LP	Late Entry fee	2,515.	2,515.		
Total to Form 990-PF, Part I, Line 16c		687,361.	687,361.		

Samuels Foundation, Inc

Form 990PF

Y/E 7/31/19

ID# 13-3124818

Other Investments (Page 2, line 13)	Beg of year Book Value	End of year Book Value	F M V
Limited Partnership Interests			
Whitney VI, LP	1,228,046	1,218,893	1,075,867
Whitney VII, LP	950,266	970,757	1,806,480
Whitney VII, LP - AIV	44,070	43,101	-3,455
American Securities Partners V, LP	961,063	198,582	95,803
ASP V Alternative Investment, LP	167,347	166,503	124
American Securities Partners VI, LP	1,040,724	1,167,766	2,457,560
Sterling American Property V-C, LP	2,150,495	2,576,447	933,721
Davidson Kempner Institutional Partners LP	4,919,879	3,637,245	3,914,705
Davidson Kempner LTDO I AIV	0	1,115,056	1,118,097
Les Bordes, LP - Roundshield 1	0	1,264,326	1,255,067
Roundshield 1 Co-Invest 1, LP	1,296,065	1,744,709	1,460,678
Roundshield Caridon Co-Invest, LP	581,028	748,362	649,606
RS Fund II, LP	1,756,591	2,886,788	2,925,822
Merit Energy Partners H, LP	3,805,058	3,576,433	3,384,116
Level Equity Growth Partners I, LP	2,434,933	2,847,631	3,682,564
LEGP I AIV (B) LP	105,064	97,439	1,494
Modern Energy Group Fund III LP	2,541,127	0	0
Stockbridge Fund, LP	4,092,324	3,070,339	7,542,057
Highbrook Income Property Fund, LP	1,287,514	1,082,801	969,287
Highbrook Income Property Fund II, LP	2,684,716	619,760	976,670
Highbrook Income Property Fund III, LP	2,292,791	1,382,436	1,450,581
Highbrook III Investment B, LP	0	621,279	813,837
Allegiance Partners B, LP	0	286,461	272,116
Hain Capital Investors, LLC	0	4,250,000	4,302,289
Holt Distressed Property Fund, 2010, LP	187,804	297,000	1,134,218
Holt Distressed Property Fund (Parallel 1) 2010, LP	2,388,411	2,193,271	1,825,155
Holt Opportunity Fund, 2013, LP	832,092	863,995	882,511
Merced Partners III, LP	1,734,033	-267,816	770,859
Merced Partners III (Cayman), LP	119,134	140,907	included above
Kuemper Holdings, LLC - Merced	765,782	622,109	included above
Snow Lake China Fund, Ltd	5,278,725	5,891,807	6,178,191
Fir Tree International Value Fund (USTE), LP	3,378,916	-920,888	147,265
Navitas Fund, LP	1,874,164	1,060,707	1,110,347
Rosemawr Capital II LP	1,385,079	902,060	1,037,078
Rosemawr Capital III LP	1,632,482	4,378,160	4,920,599
Rosemawr Capital IV LP	0	900,000	888,253
Rosemawr Municipal Partners LP	0	3,163,410	3,331,729
Congruent Credit Opportunities Fund II, LP	81,396	130,612	111,420
Creador III, LP	3,339,186	4,461,812	5,522,276
Creador IV, LP	0	495,301	320,823
CrossHarbor Institutional Partners II, LP	644,736	-680,631	415,312
Kane Street Long	6,453,111	0	0
Maverick Lien Fund IV LP	3,992,331	3,071,542	4,309,086
Maverick Lien Fund V LP	0	1,032,255	1,128,799
Perry Creek Capital Fund I LP	172,792	347,913	320,072
Perry Creek Capital Fund II LP	0	851,756	875,037
Poplar Point Capital Partners LP	5,446,931	5,604,156	6,641,256
Sunridge Agribusiness	0	1,100,823	1,016,883
United Composites Holdings, LLC	574,996	779,459	851,655
Valinor Private Capital Partners, LP	1,360,671	1,982,618	2,772,662
Vortus Investments, LP	1,834,238	1,196,822	2,054,124
Vortus - NPR Co-Investment, LP	162,504	-80,412	370,643
	78,008,614	75,099,862	90,021,340

THE FAN FOX AND LESLIE R. SAMUELS FOUNDATION, INC

Form 990PF

Y/E 7/31/19

ID# 13-3124818

List of Officers and Directors

Name and Address	Title and Time	Compensation	Contrib. to Employee Benefit Plans	Expense Account
Joseph C Mitchell 194 Whitehall Boulevard Garden City, NY 11530	Managing Director Chairman 48 Hours per Week	\$414,922	\$55,495	None
Robert Marx 35 West 92nd Street, PHC New York, NY 10025	Director President 48 Hours per Week	\$301,702	\$51,884	None
Julio Urbina 19 Hillcrest Road Bronxville, NY 10708	Vice President Healthy Aging Program Director 40 Hours per Week	\$182,700	\$69,411	None
Michael L. Ziegler, Esq 70 Haven Ave, Apt 4 C NY NY 10032	Director Secretary 75 Hours per Year	\$16,000	None	None
Jacqueline M. Taylor 13415 Shaker Blvd, #12-K3 Cleveland, OH 44120	Director 48 Hours per Year	\$16,000	None	None
Joseph W. Polisi 42 Fairway Avenue Rye, NY 10580	Director 48 Hours per Year	\$16,000	None	None
Mikki Shepard 681 Putnam Avenue Brooklyn, NY 11221	Director 68 Hours per Year	\$16,000	None	None
Martin Kelly 16 Halifax Street N. Andover, MA 01845	Director 47 Hours per Year	\$16,000	None	None
		\$979,324	\$176,790	None

Form 990-PF: Return of Private Foundation

Part XV, Line 2: Supplementary Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc.

Continuation Statement

Name and Address Information	Form Information	Submission Information	Restrictions
Joseph C. Mitchell 275 Madison Avenue, 31st Floor New York,, NY 10016 212-239-3030	No prescribed form	The Performing Arts Program has quarterly deadlines the first business day of March, June, September and December. The Healthy Aging Program has no deadlines.	Restricted to NYC performing arts and social service and healthcare programs for the elderly of NYC

Name	Address	Project Name	Amount
10 Hary Legs	P O Box 4452 Highland Park, NJ 08904	General funding	\$ 1,500
Aaron Davis Hall, Inc	Harlem Stage Gatehouse 150 Convent Avenue New York, NY 10031	Support of the FY19 season	\$ 20,000
Afro Latin Jazz Alliance of New York Inc	Minisink Townhouse 645 Malcom X Boulevard New York, NY 10037	Support of the 2018-2019 New York City season	\$ 15,000
Albert Einstein College of Medicine	111 East 210th Street Bronx, NY 10467	Advanced Care Planning and Problem Adaptation Therapy for Older Adults Focusing on Frail patients with Depression /Cognitive Impairment	\$ 81,000
Albert Einstein College of Medicine	111 East 210th Street Bronx, NY 10467	Post-doctoral Cognitive Neurology and Neuropsychology Fellowships	\$ 138,000
Alliance of Resident Theatres/New York, Inc	520 Eighth Avenue, Suite 319 New York, NY 10018	Support for the FY2019 season	\$ 30,000
Alzheimers Disease and Related Disorders New York City Inc	360 Lexington Avenue, 4th Floor New York, NY 10017	Train-the-Trainer Home Care for Dementia	\$ 7,000
Alzheimers Disease and Related Disorders New York City Inc	360 Lexington Avenue, 4th Floor New York, NY 10017	Train-the-Trainer Home Care for Dementia	\$ 20,000
American Academy of Arts and Sciences	136 Irving Street Cambridge, MA 02138-1996	General funding	\$ 1,000
American Composers Orchestra Inc	494 Eighth Avenue, Suite 503 New York, NY 10001	General operating support for the 2018 New York City season	\$ 10,000
American Composers Orchestra Inc	494 Eighth Avenue, Suite 503 New York, NY 10001	Support for the debt reduction plan	\$ 3,500
Anti-Defamation League	605 Third Avenue New York, NY 10158	General operating support	\$ 280
Apollo Theater Foundation, Inc	253 West 125th Street New York, NY 10027	Support of the 2018-2019 performing arts season	\$ 35,000
Anzozna State University Foundation for a New American University	Attn Financial Services P O Box 2260 Tempe, AZ 85280-2260	In support of Alberto Rios' work at the Piper Center	\$ 3,000
Artists Striving to End Poverty Inc	165 W 46th Street, Suite 1303 New York, NY 10036	General funding	\$ 2,000
Arts in the Armed Forces Inc	220 36th Street, B520, Unit 21 Brooklyn, NY 11232	General funding	\$ 2,500
Asia Society	725 Park Avenue New York, NY 10021-5088	Support of the 2018-2019 Performing Arts season	\$ 10,000
Atlantic Theater Company	76 Ninth Avenue, Suite 537 New York, NY 10011	Support of the 2018-2019 season	\$ 25,000
Ballet Hispanico of New York	167 West 89th Street New York, NY 10024	Support of the FY19 New York City season	\$ 15,000
Ballet Theatre Foundation Inc	The Petere R Joseph Studios at the Lawrence A Wien Center for Dance & Theatre 890 Broadway New York, NY 10003-1278	General operating support for the 2019 New York City season	\$ 70,000
Bang on a Can, Inc	80 Hanson Place, Suite 701 Brooklyn, NY 11217	Support of the FY2019 season	\$ 17,500

Bargemusic, Ltd	P O Box 2280 322 West 52nd Street New York, NY 10019-9998	Support for the 2018-2019 season	\$ 20,000
Baryshnikov Arts Center Inc	450 West 37th Street, Suite 501 New York, NY 10018	Support of the 2018 season	\$ 15,000
Beth Morrison Projects	666 Ocean Avenue, Suite D1 Brooklyn, NY 11226	Support of the 2018-2019 season	\$ 10,000
Billie Holiday Theatre	1368 Fulton Street Brooklyn, NY 11216	Support of the 2019 season at The Billie Holiday Theatre	\$ 10,000
BloomAgainBklyn Inc	380 Clinton Street Brooklyn, New York 11231	Restricted General Operating Support	\$ 2,000
Brandeis University	415 South Street Waltham, MA 02453	Heller School Annual Fund	\$ 250
Breaking Ground Housing Development Fund Corporation	505 Eighth Avenue, 15th Floor New York, NY 10018	Expanding Aging Services	\$ 93,000
Bridge Street Development Corporation	460 Nostrand Avenue Brooklyn, NY 11216	Assistant Director Position at Quincy Senior Residence	\$ 27,000
Bridge, Inc., The	290 Lenox Avenue New York, NY 10027	Mobile Treatment and Nursing Team	\$ 59,000
Bridgehampton Chamber Music Associates, Inc	850 Seventh Avenue, Suite 700 New York, NY 10019	General funding	\$ 2,000
Bronx Documentary Center	614 Courtlandt Avenue Bronx, NY 10451	Bronx Senior Photo League	\$ 15,000
Bronx Opera Company, Inc	5 Minerva Place, 2J Bronx, NY 10468	General operating support for the 2019 NYC season	\$ 10,000
Brooklyn Arts Council	20 Jay Street, Suite 616 Brooklyn, NY 11201	In support of the Gender Express Project internship	\$ 2,500
Brooklyn Arts Exchange, Inc	421 5th Avenue Brooklyn, NY 11215	FY19 general operating	\$ 5,000
CABD, Inc	PO Box 340600 Jamaica, NY 11434	General funding	\$ 2,500
Calpulli Mexican Dance Company, Inc	2512 77th Street East Elmhurst, NY 11370	In honor of Julio Urbina	\$ 250
Calpulli Mexican Dance Company, Inc	2512 77th Street East Elmhurst, NY 11370	General funding	\$ 500
Cancer Couch Foundation, Inc	P O Box 1145 Southport, CT 06890	In honor of Shan Brooks and the Bake It Happen Effort	\$ 250
Catholic Managed Long Term Care, Inc	1435 Fifth Avenue New York, NY 10035	PACE Expansion Incorporating Community Based Physicians into the PACE team	\$ 59,000
Center for Hearing and Communication	Center for Hearing and Communication 50 Broadway New York, NY 10004	Hearing Health Days	\$ 20,000
Center for Traditional Music and Dance Inc	32 Broadway, Suite 1314 New York, NY 10004	Support for the 2019 New York City season	\$ 15,000
Chamber Music Society of Lincoln Center, Inc	70 Lincoln Center Plaza New York, NY 10023-6582	Support for the 2018-2019 season	\$ 120,000

City Futures, Inc	120 Wall Street 20th Floor New York, NY 10005	Rethinking New York City's Senior Services A Blueprint for Improving Services for New York's Fast- Growing and Increasingly Diverse Senior Population	\$ 15,000
Columbia University in the City of New York, Trustees of	2960 Broadway Mail Code 1801 New York, NY 10027	Support of the 2018-2019 season	\$ 15,000
Concert Artists Guild Inc	850 Seventh Avenue, PH-A New York, NY 10019	General operating support for the 2018-2019 NYC season	\$ 12,500
Cornell University	525 East 68th Street New York, NY 10065	Implementing and Evaluating the Vulnerable Elder Protection Team	\$ 23,000
Corporation for Supportive Housing	61 Broadway, Suite 2300 New York, NY 10006	Serving a More Complex & Vulnerable Senior Population in Supportive Housing	\$ 40,000
Council of Senior Centers and Services of NYC, Inc	49 West 45th Street, 7th Floor New York, NY 10036	Restricted General Operating Support	\$ 5,000
Council of Senior Centers and Services of NYC, Inc	49 West 45th Street, 7th Floor New York, NY 10036	Affordable Senior Housing Initiative	\$ 65,000
Council of Senior Centers and Services of NYC, Inc	49 West 45th Street, 7th Floor New York, NY 10036	Senior Housing Initiative	\$ 15,000
Council on Foundations, Inc	1255 23rd Street, NW, Suite 200 Washington, DC 20037	General funding, FY2019	\$ 5,000
CSC Repertory Ltd	136 East 13th Street New York, NY 10003	Support of the 2018-2019 season	\$ 12,500
Da Capo Chamber Players, Inc	215 West 90th Street, 1G New York, NY 10024	Support of the 2018-2019 season	\$ 10,000
Dance Continuum, Inc	348 West 57th Street, #256 New York, NY 10019	Support for the New York City season in FY2019	\$ 5,000
Dance Service New York City Inc	218 East 18th Street, 4th Floor New York, NY 10003	General operating support of 2018 season activities	\$ 10,000
Dances For A Variable Population	560 Riverside Drive Suite 9K New York, NY 10027	Restricted General Operating Support (Year 2)	\$ 4,000
Danspace Project, Inc	131 East 10th Street New York, NY 10003	Support of the 2018-2019 season	\$ 20,000
Decoda, Inc	P O Box 3252 New York, NY 10163	General funding	\$ 2,000
Disalced, Inc	3 Lafayette Avenue Brooklyn, NY 11217	Support of the 2018-2019 New York City season	\$ 50,000
Early Music Foundation, Inc	10 West 68th Street New York, NY 10023	Support for the 2018-2019 season	\$ 10,000
Elaine Kaufman Cultural Center-Lucy Moses School for Music and Dance	Goodman House 129 West 67th Street New York, NY 10023	Support of Merkin Hall's 2018-2019 season	\$ 12,500
Ensemble Studio Theatre Inc	549 West 52nd Street New York, NY 10019	General operating support for the 2018-2019 season	\$ 5,000
Enterprise Community Partners, Inc	One Whitehall Street, 11th Floor New York, NY 10004	The Healthy Aging in Affordable Housing Demonstration Project 2.0	\$ 40,000

Enterprise Community Partners, Inc	One Whitehall Street, 11th Floor New York, NY 10004	"Healthy Aging in Affordable Housing Demonstration, Phase 2"	\$ 18,000
Ethel's Foundation for the Arts	132 East 43rd Street, #213 New York, NY 10017	Support of the 2018-2019 New York City season	\$ 10,000
Familial Dysautonomia Now Foundation	1170 Green Knolls Drive Buffalo Grove, IL 60089	In honor of the Goldstein family	\$ 250
Familial Dysautonomia Now Foundation	1170 Green Knolls Drive Buffalo Grove, IL 60089	In honor of the Goldstein family	\$ 200
Flea Theater, Inc	20 Thomas Street New York, NY 10007	Support of the 2018-2019 season	\$ 10,000
Foundation Center	32 Old Slip, 24th Floor New York, NY 10005	General funding for calendar year 2018	\$ 4,000
Grantmakers in Aging, Inc	2001 Jefferson Davis Highway, Suite 504 Arlington, VA 22202	Grantmakers in Aging 2019 Annual Conference	\$ 15,000
Grantmakers in Aging, Inc	2001 Jefferson Davis Highway, Suite 504 Arlington, VA 22202	Annual membership	\$ 5,000
Grantmakers in Aging, Inc	2001 Jefferson Davis Highway, Suite 504 Arlington, VA 22202	Enhanced Support for End of Life/Serious Illness Fundors Collaborative	\$ 5,000
Grantmakers In Health	1100 Connecticut Avenue NW, Suite 1200 Washington, District of Columbia 20036	GIH Programming on Palliative Care	\$ 2,500
Greenwich Country Day School Inc	401 Old Church Road Greenwich, CT 06830	General funding	\$ 2,000
Haleakala, Inc	512 W 19th Street New York, NY 10011	Support for the FY2019 season	\$ 15,000
Hampton Library in Bridgehampton	2478 Main Street Bridgehampton, NY 11932	General funding	\$ 220
Hartley House	413 West 46th Street New York, NY 10036	HOPE Case Manager Position	\$ 10,000
Health Advocates for Older People, Inc	708 Third Avenue, 6th floor New York, NY 10017	Health Advocates For Older People Community Outreach Initiative	\$ 16,000
Henry Street Settlement	265 Henry Street New York, NY 10002	Health in Action An Integrated and Collaborative Approach to Health Care	\$ 95,000
House Foundation for the Arts, Inc	260 West Broadway, Suite #2 New York, NY 10013	Support of the 2018-2019 performance season in New York City	\$ 10,000
Icahn School of Medicine at Mount Sinai	1468 Madison Avenue New York, NY 10029	Community Paramedicine	\$ 12,601
Innocence Project, Inc	40 Worth Street, Suite 701 New York, NY 10013	General funding	\$ 100
International Contemporary Ensemble Foundation, Inc	4306 Third Avenue, 4th Floor Brooklyn, NY 11232	General operating support for the 2018-2019 NYC season	\$ 15,000
Insh Repertory Theatre Company, Inc	132 West 22nd Street New York, NY 10011	General operating support for the 2018-2019 season	\$ 10,000
Jack Music Inc	809 West 181st Street, #224 New York, NY 10033	General operating support for the 2019 season	\$ 10,000

Jamaica Hospital Medical Center	8900 Van Wyck Expressway Jamaica NY 11418	Age-Friendly Health System Initiative	\$ 40,000
Jamaica Hospital Medical Center	8900 Van Wyck Expressway Jamaica, NY 11418	Implementation of a Comprehensive Advanced Care Planning (ACP) Program	\$ 20,000
Jamaica Service Program for Older Adults	92-47 165th Street Jamaica, NY 11433	Community Needs Assessment for Respite & Emotional Support Services	\$ 5,000
Jazz at Lincoln Center, Inc	3 Columbus Circle, 12th Floor New York, NY 10019	General operating support for the 2018-2019 New York City season	\$ 115,000
Jewish Association for Services for the Aged	247 West 37th Street, 9th Floor New York, NY 10018	Peer Navigation Program	\$ 13,000
Jonah Bokaer Arts Foundation, Inc	304 Boerum Street, #23 Brooklyn, NY 11206	Support for the 2018-2019 NYC season	\$ 10,000
Jose Limon Dance Foundation	Everett Center for the Performing Arts 466 West 152nd Street, 2nd Floor New York, NY 10031	General operating support	\$ 7,500
Joyce Theater Foundation, Inc	175 8th Avenue New York, NY 10011	Support of New York City-based dance companies	\$ 100,000
Kings Majestic Corporation	1000 Dean Street, Suite 232 Brooklyn, NY 11238	General operating support for FY2019	\$ 5,000
La Mama Experimental Theatre Club Inc	74A East 4th Street New York, NY 10003	Support of the 2018-2019 season	\$ 20,000
Lawyers Alliance for New York	171 Madison Avenue, 6th Floor New York, NY 10016	General funding for fiscal year 2019	\$ 2,500
Legacy of Life Foundation	25 South Main Street #217 Yardley PA 19067	General funding	\$ 103
Liberty in North Korea	236 E 3rd St Ste 210 Long Beach, CA 90802	General funding	\$ 103
Lifeforce in Later Years Inc	P O Box 250402 New York, NY 10025	Restricted General Operating Support (Year 6)	\$ 5,000
Lifetime Arts	271 North Avenue, Suite 901 New Rochelle, NY 10801	Catalyzing Creative Aging in NYC Senior Service Organizations	\$ 17,000
Lincoln Center for the Performing Arts Inc	70 Lincoln Center Plaza New York, NY 10023-6583	Support of the 2019 Mostly Mozart Festival	\$ 60,000
Local Initiatives Support Corporation	28 Liberty Street, 34th Floor New York, NY 10005	New York Land Opportunity Program (NYLOP) 2.0	\$ 45,000
Ma-Yi Filipino Theatre Ensemble Inc	520 Eighth Avenue, Suite 309 New York NY 10018	Support of the 2018-2019 season	\$ 10,000
Mabou Mines Development Foundation, Inc	P O Box 777 Peter Stuyvesant Station New York, NY 10009-0777	Support of the 2018-2019 New York City season	\$ 5,000
Maimonides Medical Center	4802 Tenth Avenue Brooklyn, NY 11219	General funding	\$ 20,000
Major League Baseball Players Alumni Association	1631 Mesa Avenue Copper Building, Suite D Colorado Springs, CO 80906	General funding	\$ 50
Manhattan Class Company, Inc	The Robert W. Wilson MCC Theater Space 511 West 52nd Street New York, NY 10019	Support for the FY2019 season	\$ 10,000
Manhattan School of Music	120 Claremont Avenue New York, NY 10027-4698	Support of two 2019 opera productions	\$ 25,000

Manhattan Theatre Club, Inc	311 West 43rd Street, 8th Floor New York, NY 10036	Support of the 2018-2019 Artistic Development Program	\$ 40,000
Medicare Rights Center, Inc	266 West 37th Street 3rd Floor New York, NY 10018	Education and Advocacy to Increase Mental Health Care Access for New Yorkers Dually Eligible for Medicare and Medicaid	\$ 72,000
Metropolitan Museum of Art	1000 Fifth Avenue New York, NY 10028-0198	General funding	\$ 4,000
Metropolitan Museum of Art	1000 Fifth Avenue New York, NY 10028-0198	Support of 2018-2019 Free with Museum Admission (FVMA) performance programs	\$ 10,000
Metropolitan Opera Association Inc	30 Lincoln Center New York, NY 10023	Support for 2016-2017 production of Guillaume Tell	\$ 200,000
Mint Theater Company, Inc	330 West 42nd Street, Suite 1210 New York, NY 10036	Support of the FY19 season	\$ 10,000
MJHS Hospice and Palliative Care Inc	39 Broadway, 2nd Floor New York, NY 10006	Telehealth in Community Based Palliative Care and Hospice	\$ 43,000
Mobilization for Justice, Inc	100 William Street, 6th Floor New York, New York 10038-5039	Nursing Home Discharge Defense Project (NHDDP)	\$ 77,000
Montefiore Medical Center	3347 Steuben Avenue, 2nd Floor Bronx, NY 10467	Genatnc Neurology/Memory Disorders Program	\$ 23,000
Mount Sinai Hospital	Mount Sinai Hospital of Queens 25-10 30th Avenue Long Island City, NY 11102	Palliative Care Education and Service in the Outpatient Setting	\$ 23,000
Museum of Modern Art	11 West 53rd Street New York, NY 10019	General funding	\$ 3,000
Music & Memory, Inc	17 West 17th Street, Fl 7 New York, NY 10011	Music & Memory at Home	\$ 47,000
Music Before 1800 Inc	529 West 121st Street New York, NY 10027	Support for the 2018-2019 season	\$ 10,000
Music Forward	1275 Prospect Avenue Brooklyn, NY 11218	Support of the 2018-2019 season	\$ 10,000
National Association on Drug Abuse Problems New York State, Inc	355 Lexington Avenue 2nd Floor New York, NY 10017	Health Home Care Coordination at NYCHA's Saint Nicholas Houses	\$ 110,000
National Council of Jewish Women, New York Section	241 West 72nd Street New York, NY 10023	Council Lifetime Learning (CLL) Volunteer Coordination Initiative	\$ 36,000
Naumburg Orchestral Conc	300 Central Park West, Apt 18H New York, NY 10024-1513	General operating support for the 2019 season	\$ 5,000
New 42nd Street Inc	229 W 42nd Street New York, NY 10036	Support of New Victory Theater's 2018-2019 season	\$ 35,000
New Dramatists, Inc	424 West 44th Street New York, NY 10036	Support for the 2018-2019 Playwnghts' Lab season	\$ 10,000
New Orleans Jazz Orchestra, Inc	1436 Oretha Castle Haley Blvd New Orleans, LA 70113	General funding	\$ 5,000
New School	55 West 13th Street New York, NY 10011	Support of the 2019-2020 opera season	\$ 25,000

New York Academy of Medicine	1216 Fifth Avenue New York, NY 10029-5293	IMAGE NYC Enhanced Functionality and User Experience	\$ 90,000
New York Cares, Inc	65 Broadway, 19th Floor New York, NY 10006	Bilingual Volunteer Pilot	\$ 20,000
New York City Ballet, Inc	David H. Koch Theater 20 Lincoln Center New York, NY 10023	Support of the 2018-2019 season	\$ 130,000
New York City Center, Inc	130 W 56th Street New York, NY 10019	Support for the 2019 Encores! season and the 2019 Fall for Dance Festival	\$ 50,000
New York City Health and Hospitals Corporation	199 Water Street New York, NY 10038	Home - Based Primary Care at NYC Health + Hospitals	\$ 80,000
New York Festival of Song Inc	307 Seventh Avenue, Suite 2004 New York, NY 10001	Support of the 2018-2019 season	\$ 15,000
New York Legal Assistance Group, Inc	7 Hanover Square Floor 18 New York, NY 10004	Legal Services for Families of Incapacitated Adults A Needs Assessment	\$ 37,000
New York Legal Assistance Group, Inc	7 Hanover Square Floor 18 New York, NY 10004	Older Veterans Legal Clinic	\$ 18,000
New York Live Arts Inc	219 West 19th Street New York, NY 10011	Support of the 2018-2019 season	\$ 15,000
New York Public Radio	WNYC Radio 160 Varck Street New York, NY 10013	General funding	\$ 100
New York Theatre Workshop, Inc	79 East Fourth Street New York, NY 10003	Support for the 2018-2019 season	\$ 35,000
New York University	550 First Avenue New York, NY 10016	Nurse-led Telephonic Palliative Care	\$ 37,000
New York University	1 Washington Place New York, NY 10003	Support for the Raiken Scholarship at NYU Gallatin School of Individualized Study	\$ 5,000
New York University	Silver School of Social Work 1 Washington Square North New York, NY 10003	Stronger Together Aging in Place and Reducing Student Debt	\$ 40,000
New York Youth Symphony Inc	110 West 40th Street, Suite 1503 New York, NY 10018	Support of 2018-2019 season programming	\$ 10,000
New York Zen Center for Contemplative Care	119 W 23rd Street, #401 New York, New York 10011	ZenCare-Isabella Program ZenCare Resilience Training	\$ 27,000
Noche Flamenca, Inc	168 W 86th Street, #9A New York, NY 10024	Support for the FY19 New York City season	\$ 10,000
Nonprofit Coordinating Committee of New York Inc	1350 Broadway, Suite 1801 New York, NY 10018-7802	General funding	\$ 3,000
Northwell Health, Inc	125 Community Drive Great Neck, NY 11021	Expansion of Palliative Medicine at Forest Hills Hospital Improving the Care of Older Patients with Advanced and Chronic Disease	\$ 15,000
Older Adults Technology Services, Inc	168 7th Street Suite 3A Brooklyn, NY 11215	Team Senior Planet	\$ 40,000
Open Channels NY Inc	161A Chrystie Street New York, NY 10002	Support of the 2018-2019 season	\$ 10,000
Opera America, Inc	330 Seventh Avenue New York, NY 10001	Support of the 2019 New Works Forum	\$ 5,000
Original Music Workshop, Inc	80 North 6th Street Brooklyn, NY 11249	General funding	\$ 1,000

Orpheus Chamber Orchestra, Inc	490 Riverside Drive, 11th Floor New York, NY 10027-5788	Support of the 2018-2019 season	\$ 30,000
Osborne Association Inc	809 Westchester Avenue Bronx, NY 10455	Elder Re-Entry Initiative for Rikers Island Jail	\$ 15,000
Parson's Dance Foundation, Inc	229 West 42nd Street, 8th Floor New York, NY 10036	Support for the 2018-2019 NYC season	\$ 10,000
Paul Taylor Dance Foundation, Inc	551 Grand Street New York, NY 10002	Support for the June 2019 "Bach Festival" and rehearsals for the 2019 Lincoln Center season	\$ 50,000
Peconic Land Trust Incorporated	296 Hampton Road Southampton, NY 11968	General funding	\$ 100
Performance Space 122 Inc	150 1st Avenue New York, NY 10009	General operating support for the 2018-2019 season	\$ 20,000
Pets Are Wonderful Support Inc	240 Kent Avenue Brooklyn, NY 11249	Restricted General Operating Support	\$ 2,500
Philanthropy New York, Inc	320 East 43rd Street New York, NY 10017	General funding	\$ 15,100
pianoSonoma Music Festival Inc	42 Westbourne Road Newton, MA 02459	General funding	\$ 2,000
Planned Parenthood of Greater Texas	7424 Greenville Avenue, Suite 206 Dallas, TX 75231	General operating support	\$ 100
Planned Parenthood of the St. Louis Region and Southwest Missouri	4251 Forest Park Avenue St. Louis, MO 63108	General funding	\$ 100
Playwrights Horizons Inc	416 West 42nd Street New York, NY 10036-6809	General operating support for the 2018-2019 season	\$ 35,000
Portland Chamber Music Festival	P O Box 15385 Portland, ME 04112	General operating support	\$ 5,000
Pregones Puerto Rican Traveling Theater Inc	571-575 Walton Avenue The Bronx, NY 10451	Support of the 2018-2019 season	\$ 15,000
Primary Stages Company Inc	307 West 38th Street, Suite 1510 New York, NY 10018	Support of the 2018-2019 season	\$ 10,000
Project Renewal Inc	200 Varck Street, 9th Floor New York, NY 10014	Helping Older People Engage (HOPE)	\$ 50,000
QSAC, Inc	253 West 35th Street, 14th Floor New York, NY 10001	Supporting Seniors with Autism Phase II	\$ 65,000
Queens Community House, Inc	108-25 62nd Drive Forest Hills, NY 11375	Neighborhood Intergenerational Chore and Errand Program (NICE) Pomonok Replication	\$ 40,000
Queens Library Foundation, Inc	Queens Borough Public Library 89-11 Mernck Boulevard Jamaica, NY 11432	Expanding Older Adult Service 2.0	\$ 11,000
Rattlestick Productions Inc	224 Waverly Place New York, NY 10014	General operating support for the 2018-2019 season	\$ 10,000
Reading Is Fundamental, Inc	750 First Street, NE, Suite 920 Washington, DC 20002	General funding	\$ 100
River Oaks Chamber Orchestra	3733-1 Westheimer Rd #1029 Houston, TX 77027	General funding	\$ 2,000

Riverdale Senior Center	2600 Netherland Avenue Bronx, NY 10463	Professionalizing Volunteer Services	\$ 15,000
Riverside Symphony, Inc	225 West 99th Street New York, NY 10025	Support for 2018-2019 subscription series	\$ 15,000
Riverstone Senior Life Services Inc	99 Fort Washington Avenue New York, NY 10032	The Memory Center Saturday Program	\$ 7,500
Riverstone Senior Life Services Inc	99 Fort Washington Avenue New York, NY 10032	Health Home Program	\$ 13,000
Roulette Intermedium, Inc	30 Third Avenue, #208 Brooklyn, NY 11217	Support of the 2018-2019 season	\$ 15,000
Roundabout Theatre Company Inc	231 West 39th Street, Suite 1200 New York, NY 10018	Support of the 2018-2019 season	\$ 15,000
Saratoga International Theater Institute, Inc	520 Eighth Avenue, Suite 310 New York, NY 10018	Support of the New York City production of 'The Bacchae'	\$ 10,000
School of American Ballet Inc	70 Lincoln Center Plaza New York, NY 10023	Support of the 2018-2019 season	\$ 30,000
Service Program for Older People, Inc	302 West 91st Street New York, NY 10024	Mental Health Services in Brooklyn Expanded Engagement with Caregivers and LGBT Adults	\$ 90,000
Service Program for Older People, Inc	302 West 91st Street New York, NY 10024	SAGE Clinic Satellite Site & Caregiver Support	\$ 16,000
Seventh Regiment Armory Conservancy Inc	643 Park Avenue New York, NY 10065	General operating support for Theatre du Soleil	\$ 20,000
Signature Theatre Company, Inc	The Pershing Square Signature Center 480 West 42nd Street New York, NY 10036	Support of the 2018-2019 season	\$ 35,000
Simon Wiesenthal Center	1399 South Roxbury Drive Los Angeles, CA 90035	General funding	\$ 100
Sing for Hope Inc	575 Eighth Avenue, Suite 1812 New York, NY 10018	General funding	\$ 2,000
Society of the Third Street Music School Settlement	235 East 11th Street New York, NY 10003	Creatively Aging at Third	\$ 33,000
Soho Repertory Theatre, Inc	401 Broadway, Suite 300 New York, NY 10013	Support of the 2018-2019 season	\$ 25,000
South Fork Natural History Society	P O Box 455 Bridgehampton, NY 11932	General funding	\$ 100
Southern Poverty Law Center Inc	400 Washington Avenue Montgomery, AL 36014	General operating support	\$ 150
Southern Poverty Law Center Inc	400 Washington Avenue Montgomery, AL 36014	General funding	\$ 150
Spanish Theatre Repertory Co., Ltd	138 East 27th Street New York, NY 10016	Support of FY19 artistic programming	\$ 60,000
St Ann's Warehouse Inc	45 Water Street Brooklyn, NY 11201	Support of the 2018-2019 season	\$ 40,000
St Luke's Chamber Ensemble, Inc	450 West 37th Street, Suite 502 New York, NY 10018	In support of Emme and Jonathan Deland	\$ 250
St Luke's Chamber Ensemble, Inc	450 West 37th Street, Suite 502 New York, NY 10018	Support of the 2018-2019 season	\$ 35,000

Streb, Inc	51 North 1st Street Brooklyn, NY 11249	Support of the 2018-2019 season	\$ 10,000
Suffield Academy	185 North Main Street Suffield, CT 06078	General funding	\$ 1,000
Sunnyside Community Services, Inc	43-31 39th Street Sunnyside, NY 11104	DSRIP Specialist and Database Merger	\$ 25,000
Surfinder Foundation	P O Box 6010 San Clemente, CA 92674-6010	General funding	\$ 100
Symphony Space	2537 Broadway New York, NY 10025-6990	General operating support for the 2018-2019 season	\$ 15,000
Target Margin Theater, Inc	232 52nd Street Brooklyn, NY 11220	Support for FY2019 season activities	\$ 10,000
Temple Adas Israel of Sag Harbor NY	PO Box 1378 Sag Harbor, NY 11963	General funding	\$ 100
Tenet NYC Inc	262 West 107th Street, 3B New York, NY 10025	Support of the 2019-2020 New York City season	\$ 10,000
Theatre for a New Audience, Inc	154 Chnstopher Street, Suite 3D New York, NY 10014	Support for the 2019 "Peter Brook/NYC" project	\$ 5,000
Theatre for a New Audience, Inc	154 Chnstopher Street, Suite 3D New York, NY 10014	Support for the 2018-2019 season	\$ 30,000
Tnscha Brown Company	315 West 39th Street, Studio 908 New York, NY 10018	General operating support for 2019 New York City programming	\$ 15,000
Trustees of Tufts College	The Fletcher School, Tufts University 160 Packard Avenue Medford, MA 02155-7082	General funding for the Fletcher School of Law at Tufts University	\$ 2,000
Turtle Bay Music School Inc	330A East 38th Street, Suite 204 New York, NY 10022	Restncted General Operating Support (Year 3)	\$ 2,500
Union Settlement Association	237 East 104th Street New York, NY 10029	Senior Services Volunteer Coordinator	\$ 43,000
United Neighborhood Houses of New York, Inc	70 West 36th Street, 5th Floor New York, NY 10018-8007	Impacting the Health of Older People by Creating Pathways for Lives of Meaning and Purpose	\$ 40,000
United Way of New York City	205 EAST 42ND STREET NEW YORK, NY 10017-5773	Increasing Benefits Access for Elderly in the Bronx	\$ 35,000
University Settlement Society of New York	184 Eldndge Street New York, NY 10002	Support Services for Homebound Seniors	\$ 75,000
Vera Institute of Justice, Inc	P O Box 2-5106 Brooklyn, New York 11202	Creation of a Dedicated Benefits Coordinator Position	\$ 65,000
Vineyard Theatre and Workshop Center Inc	108 East 15th Street New York, NY 10003	Support of the FY19 season	\$ 12,500
Visiting Neighbors, Inc	3 Washington Square Village #1F New York, NY 10012	Restncted General Operating Support	\$ 5,000
Visiting Nurse Service of New York	Center for Home Care Policy & Research 5 Penn Plaza, 12th Floor New York, NY 10001	The SAGE AdvantAge Initiative Survey of LGBT Older Adults in NYC	\$ 75,000

Grants Paid
FY/E 07/31/2019

The Fan Fox and Leslie R. Samuels Foundation, Inc
990-PF

ID# 13-3124818

Vivian Beaumont Theater, Inc	150 West 65th Street New York, NY 10023-6975	Support of the 2018-2019 season	\$ 75,000
Westerlies Music Inc	693 Degraw Street, #2 Brooklyn, NY 11217	FY19 general operating support	\$ 1,500
William F Ryan Community Health Center Inc	110 West 97th Street New York, NY 10025	Ensuring Quality Care for Elderly and Aging Patients	\$ 17,000
Wooster Group, Inc	P O Box 654 Canal Street Station New York, NY 10013	Support of FY19 theater program	\$ 20,000
Yale University	PO Box 208246 New Haven, CT 06520-8246	General funding	\$ 5,000
Young Concert Artists, Inc	1776 Broadway, Suite 1500 New York, NY 10019	General operating support for the 2018-2019 New York City concert season	\$ 12,500
Young Men's & Young Women's Hebrew Association	1395 Lexington Avenue New York, NY 10128	Support of the 2019-2020 season	\$ 12,500

Total grants paid FY/E 07/31/2019

\$ 5,149,207