

EXTENDED TO SEPTEMBER 15, 2020

2949123500911 0

Form **990-PF****Return of Private Foundation**

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

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.

OMB No. 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning **NOV 1, 2018**, and ending **OCT 31, 2019**

Name of foundation
THE ROBERT G. AND ELLEN S. GUTENSTEIN FAMILY FOUNDATION INC.

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
C/O CSV, 50 CHAS LNDBG BLVD 605

City or town, state or province, country, and ZIP or foreign postal code
UNIONDALE, NY 11553

A Employer identification number
13-6227087

B Telephone number
516-483-5800

C If exemption application is pending, check here ☐

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

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

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

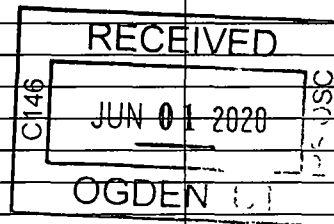
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 11,024,654.** (Part I, column (d) must be on cash basis.)

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

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)
1	Contributions, gifts, grants, etc., received	0.		N/A	
2	Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	1,189.	1,189.		STATEMENT 1
4	Dividends and interest from securities	261,271.	261,271.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	<81,705.>			
b	Gross sales price for all assets on line 6a	546,711.			
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	180,755.	262,460.		
13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees STMT 3	7,330.	733.		6,597.
b	Accounting fees STMT 4	8,480.	2,798.		5,682.
c	Other professional fees				
17	Interest				
18	Taxes STMT 5	23,557.	6,620.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	750.	0.		750.
22	Printing and publications				
23	Other expenses STMT 6	52,782.	51,872.		910.
24	Total operating and administrative expenses. Add lines 13 through 23	92,899.	62,023.		13,939.
25	Contributions, gifts, grants paid	585,232.			585,232.
26	Total expenses and disbursements. Add lines 24 and 25	678,131.	62,023.		599,171.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	<497,376.>			
b	Net investment income (if negative, enter -0-)		200,437.		
c	Adjusted net income (if negative, enter -0-)			N/A	



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		1,431,898.	947,877.	947,877.
	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 7	8,532,048.	8,454,468.	9,989,519.	
	c	Investments - corporate bonds STMT 8	25,249.	25,249.	23,033.	
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶ DUE FROM BROKER)	0.	64,225.	64,225.		
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	9,989,195.	9,491,819.	11,024,654.		
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 ▶ <input checked="" type="checkbox"/>				
	24	Unrestricted	9,989,195.	9,491,819.		
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances	9,989,195.	9,491,819.		
	31	Total liabilities and net assets/fund balances	9,989,195.	9,491,819.		

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	9,989,195.
2	Enter amount from Part I, line 27a	2	<497,376.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	9,491,819.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,491,819.

Form 990-PF (2018)

**THE ROBERT G. AND ELLEN S. GUTENSTEIN
FAMILY FOUNDATION INC.**

13-6227087

Page 3

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 SCHEDULED SHORT TERM			P	VARIOUS	VARIOUS
b SCHEDULED LONG TERM			P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS					
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 355,963.		428,089.	<72,126.>
b 167,321.		200,327.	<33,006.>
c 23,427.			23,427.
d			
e			

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			<72,126.>
b			<33,006.>
c			23,427.
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div> </div>	2	<81,705.>
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	N/A

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	609,268.	10,854,785.	.056129
2016	548,909.	10,287,101.	.053359
2015	528,101.	9,774,907.	.054026
2014	495,178.	9,344,196.	.052993
2013	521,215.	9,529,306.	.054696

2 Total of line 1, column (d)	.271203
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	.054241
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	10,453,574.
5 Multiply line 4 by line 3	567,012.
6 Enter 1% of net investment income (1% of Part I, line 27b)	2,004.
7 Add lines 5 and 6	569,016.
8 Enter qualifying distributions from Part XII, line 4	599,171.

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.

**THE ROBERT G. AND ELLEN S. ³GUTENSTEIN
FAMILY FOUNDATION INC.**

1.3-6227087

Page 4

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	2,004.
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	2,004.
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	2,004.
6 Credits/Payments:			
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a	3,000.	
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	3,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	996.	
11 Enter the amount of line 10 to be: Credited to 2019 estimated tax <input checked="" type="checkbox"/> 996. Refunded <input checked="" type="checkbox"/>	11	0.	

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

N/A

Form 990-PF (2018)

**THE ROBERT G. AND ELLEN S. GUTENSTEIN
FAMILY FOUNDATION INC.**

13-6227087

Page 5

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 ► N/A	X	
14 The books are in care of ► COOPERSMITH SIMON & VOGEL PC Telephone no. ► 516-483-5800 Located at ► 50 CHARLES LINDBERGH BLVD., SUITE 605, UNIONDALE, ZIP+4 ► 11553		
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	<input type="checkbox"/>	N/A
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance, check here	N/A	1b
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?		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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?		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?		X

Form 990-PF (2018)

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions			
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?			
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?			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
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?			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			
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?			

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
LISA SILVERSCHEIN C/O COOPERSMITH ET AL, 50 CHAS LINDBERGH UNIONDALE, NY 11530	PRESIDENT & TREASURER 5.00	0.	0.	0.
CHARLES SALOMON 23 HORNE TOOK ROAD PALISADES, NY 10964	SECRETARY 2.00	0.	0.	0.
MICHAEL GUTENSTEIN C/O COOPERSMITH ET AL, 50 CHAS LINDBERGH UNIONDALE, NY 11530	VICE-PRES & ASS'T TREASURER 2.00	0.	0.	0.
HOWARD GUTENSTEIN C/O COOPERSMITH ET AL, 50 CHAS LINDBERGH UNIONDALE, NY 11530	ASSISTANT SECRETARY 2.00	0.	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
NONE		

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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	10,339,382.
b	Average of monthly cash balances	1b	273,383.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	10,612,765.
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	10,612,765.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	159,191.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,453,574.
6	Minimum investment return Enter 5% of line 5	6	522,679.

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	522,679.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	2,004.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,004.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	520,675.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	520,675.
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	520,675.

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	599,171.
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	599,171.
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	2,004.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	597,167.

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				520,675.
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	51,038.			
b From 2014	33,514.			
c From 2015	46,552.			
d From 2016	47,154.			
e From 2017	107,223.			
f Total of lines 3a through e	285,481.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ \$ 599,171.				
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				520,675.
e Remaining amount distributed out of corpus	78,496.			
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	363,977.			
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	51,038.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	312,939.			
10 Analysis of line 9:				
a Excess from 2014	33,514.			
b Excess from 2015	46,552.			
c Excess from 2016	47,154.			
d Excess from 2017	107,223.			
e Excess from 2018	78,496.			

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)

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 ☒ 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:

NONE

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

NONE

c Any submission deadlines:

NONE

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

NONE

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE SCHEDULE ATTACHED	NONE	501(C)(3)	GENERAL	585,232.
Total			3a	585,232.
b Approved for future payment				
NONE				
Total			3b	0.

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
		14	1,189.	
		14	261,271.	
		18	<81,705.>	
	0.		180,755.	0.
			13	180,755.

[illegible]

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.		

[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
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: Title:

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 <input type="checkbox"/> if self-employed	PTIN
	WILLIAM A. VOGEL	<i>William A Vogel</i>	5-5-2020		P00209076
	Firm's name ▶ COOPERSMITH SIMON & VOGEL P.C.			Firm's EIN ▶ 27-0120069	
	Firm's address ▶ 50 CHARLES LINDBERGH BLVD. STE 605 UNIONDALE, NY 11553			Phone no. 516-483-5800	

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
EVERCORE SECURITIES	1,189.	1,189.	
TOTAL TO PART I, LINE 3	1,189.	1,189.	

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
EVERCORE SECURITIES	284,698.	23,427.	261,271.	261,271.	
TO PART I, LINE 4	284,698.	23,427.	261,271.	261,271.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LOEB BLOCK & PARTNERS	7,330.	733.		6,597.
TO FM 990-PF, PG 1, LN 16A	7,330.	733.		6,597.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COOPERSMITH SIMON & VOGEL PC	8,480.	2,798.		5,682.
TO FORM 990-PF, PG 1, LN 16B	8,480.	2,798.		5,682.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX	6,620.	6,620.		0.	
EXCISE TAX	16,937.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	23,557.	6,620.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
NYS FILING FEE	750.	0.		750.	
MISCELLANEOUS	175.	175.		0.	
INVESTMENT ADVISORY FEES	51,697.	51,697.		0.	
ADVERTISEMENT	160.	0.		160.	
TO FORM 990-PF, PG 1, LN 23	52,782.	51,872.		910.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
SEE ATTACHED	8,454,468.	9,989,519.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,454,468.	9,989,519.		

FORM 990-PF	CORPORATE BONDS		STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
SEE ATTACHED	25,249.	23,033.		
TOTAL TO FORM 990-PF, PART II, LINE 10C	25,249.	23,033.		

THE ROBERT G. & ELLEN S GUTENSTEIN FAMILY FOUNDATION INC
EIN 13-6227087 - FYE OCTOBER 31, 2019
BALANCE SHEET-PART II-INVESTMENTS

Security	Shares	Cost	Market
Corporate Stock			
A O Smith Corp	1,890	112,050	93,895
ABBOT LABS	2,420	169,827	202,336
ACCENTURE PLC CL A	860	144,143	159,461
ADOBE INC	550	87,183	152,862
ALIBABA GROUP HOLDING LTD SPONS	650	109,944	114,836
ALPHABET INC CL A	65	81,158	81,822
ALPHABET INC CL C	70	86,290	88,208
ALPHASTAR INSURANCE GROUP INC	10,000	13,078	0
AMAZON COM INC	105	203,474	186,549
AMERICAN TOWER CORP REIT	845	126,365	184,278
AMERICAN WTR WKS CO INC	4,700	93,625	579,369
ANSYS INC	480	88,289	105,672
APPLE INC	840	184,968	208,958
APPLIED MATERIALS INC	1,840	79,330	99,838
AUTOZONE INC	165	128,929	188,823
BEST BUY	2,249	150,535	161,546
BLACKROCK INC CL A	230	110,494	106,191
BLACKSTONE GROUP LP	4,085	150,225	217,159
BORG WARNER AUTOMOTIVE INC	2,774	90,862	115,620
CBRE GROUP INC	2,890	139,457	154,760
CELANESE CORP COMMON	1,085	127,686	131,448
CHUBB LTD	785	107,189	119,650
CONSOLIDATED EDISON INC	4,000	166,524	368,880
CORE LABORATORIES NV	705	81,136	31,048
DFA INTERNATIONAL CORE EQTY	94,017	1,320,000	1,240,085
DOMINO'S PIZZA INC	345	103,106	93,709
DUFF & PHELPS UTILITY & CORP BD TR	6,000	68,171	54,840
DUKE ENERGY CORP	3,000	160,532	282,780
ENBRIDGE INC	11,808	264,411	429,929
HOME DEPOT INC	715	144,498	167,725
IPG PHOTONICS CORP	645	102,860	86,611
KINDER MORGAN INC	13,000	407,426	259,740
MASTERCARD INC CL A	940	200,183	260,201
MATTHEWS PACIFIC TIGER-INST	29,285	880,000	821,431
MICROSOFT CORP	1,615	170,614	231,543
MIRANT TR	500	264	0
Morgan Stanley	2,200	91,344	101,310
NIKE INC-CLASS B	1,010	83,503	90,446
ROPER TECHNOLOGIES INC	390	116,536	131,414
ROYAL CARIBBEAN CRUISES LTD	1,050	49,642	114,272
SOUTHERN CO	6,000	202,318	375,960
SYNCHRONY FINANCIAL	3,195	101,861	113,007
TEXAS INSTRUMENTS INC	1,365	157,562	161,056
THERMO FISHER SCIENTIFIC INC	750	178,679	226,485
TJX COS INC	2,220	119,475	127,983
UNITEDHEALTH GROUP INC	710	191,025	179,417
VERIZON COMMUNICATIONS	6,000	288,191	362,820
WESTROCK CO	2,400	130,801	89,688
WILLIAMS COMPANIES INC	6,000	88,707	133,860
Total Corporate Stock	1,000	8,454,468	9,989,519
Corporate Bonds			
GENERAL ELEC CAP CORP 12/15/2049	29,000	25,249	23,033
Total Corporate Bonds		25,249	23,033
Total Investments		8,479,717	10,012,552

The Robert G. & Ellen S. Gutenstein Family Foundation, Inc.
Form 990 PF, Part XV, Line 3a
Grants and Contributions Paid
October 31, 2019

ORGANIZATION NAME	AMOUNT
A Cause 4 Paws Rescue	200
Alliance for Smiles	3,000
American Museum of Natural History	2,000
AWCI Elm Trust	10,000
Barnert Temple	1,800
Barnert Temple	1,800
Barnet Temple	2,000
Birth Right Israel Fdn	1,000
Castoff Pet Rescue	10,000
Center for Animal Research	5,000
Center for Transformative Action	3,000
Children's Cancer Research Fund	500
City Harvest Inc	2,500
Climate Central	10,000
Congregation Ner Tamid	15,000
Congregation of Reform Judaism	3,000
Crisis Text Line	4,032
Culinary Institute of America	12,500
Daughters of Miriam Center Foundation	10,000
Daughters of Miriam Center Foundation	15,000
Daughters of Miriam Center Foundation	10,000
Dickenson College	5,000
EcoHealth Alliance	8,000
Eco-Health Alliance	13,500
Eco-Health Alliance	5,000
Feeding Tampa Bay	1,000
Flatbush Cats inc	500
Florilegium Chamber Choir	1,000
Fort Tyron Park Trust	500
Freedom From Religion Foundation	500
Freedom Ride	3,000
Girl Scouts of West Central Florida	500
Global Camps - Africa	1,000
Health Link	1,000
Hebrew Institute of Riverdale	3,500
Hilltop Neighborhood House	10,000
Impact Assets	5,000
Institute of Southern Jewish Life	25,000
International Wine & Food Foundation	1,000
Ithaca College	5,000

It's The Journey Inc	25,000
Kansas St Univ College of Veterinary Med	5,000
Kipp Schools	2,500
Libros Para Todos	4,000
Love 146	5,000
LovetLoaves Rescue and Sanctuary	500
Memorial Opera House Foundation	15,000
Memorial Sloan Kettering Foundation	5,000
Memorial Sloan Kettering Foundation	2,000
Millbrook School Fund	1,000
New York Cares	37,000
North Star Foundation	5,000
Porter County Community Fund	15,000
Project Helping	1,000
Respite House	25,000
Ronald McDonald House	500
SAFE Horizon	5,000
SARSEF	10,000
Shar Sharet	5,000
Student Diplomacy Corps	10,000
Student Diplomacy Corps	10,000
Temple Beth El of Somerset	5,000
Temple Israel	2,000
Temple Israel	17,000
Temple Israel of Valparaiso	4,000
The Caring Place	25,000
The Cat House on the Kings	900
The Metropolitan Museum of Art	1,500
The Paw Project	500
United Arts of Central Florida	1,000
West Point Jewish Chapel Fund	500
William Berman Jewish Heritage Museum	20,000
William Holland Retreat	1,000
WMNF	1,000
Women for Women International	15,000
Workshop in Business Opportunities	50,000
World Union for Progressive Judaism	20,000
Young Harris College	20,000
Total	<u>585,232</u>