









For calendar year 2019, or tax year beginning 01-01-2019, and ending 12-31-2019

| | | | |
|--|---|---|--|
| Name of foundation LILLY AUCHINCLOSS FOUNDATION INC C/O FULTON VITTORIA | | A Employer identification number 13-3935995 | |
| Number and street (or P.O. box number if mail is not delivered to street address) 1 ROCKEFELLER PLAZA 3 FL | Room/suite | B Telephone number (see instructions) (212) 737-9533 | |
| City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10020 | | C If exemption application is pending, check here <input type="checkbox"/> | |
| G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change | | D 1. Foreign organizations, check here..... <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ... <input type="checkbox"/> | |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> | |
| I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 62,690,339 | J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.) | | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).) | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---|---|------------------------------------|---------------------------|-------------------------|---|
| Revenue | 1 Contributions, gifts, grants, etc., received (attach schedule) | | | | |
| | 2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B | | | | |
| | 3 Interest on savings and temporary cash investments | | | | |
| | 4 Dividends and interest from securities . . . | 1,126,835 | 1,126,835 | | |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) _____ | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 2,942,148 | | | |
| | b Gross sales price for all assets on line 6a _____ 13,588,131 | | | | |
| | 7 Capital gain net income (from Part IV, line 2) . . . | | 2,942,148 | | |
| | 8 Net short-term capital gain | | | | |
| | 9 Income modifications | | | | |
| | 10a Gross sales less returns and allowances _____ | | | | |
| Operating and Administrative Expenses | b Less: Cost of goods sold | | | | |
| | c Gross profit or (loss) (attach schedule) | | | | |
| | 11 Other income (attach schedule) | | | | |
| | 12 Total. Add lines 1 through 11 | 4,068,983 | 4,068,983 | | |
| | 13 Compensation of officers, directors, trustees, etc. | 0 | 0 | | 0 |
| | 14 Other employee salaries and wages | 124,295 | 0 | | 124,295 |
| | 15 Pension plans, employee benefits | 95,063 | 0 | | 95,063 |
| | 16a Legal fees (attach schedule) | | | | |
| | b Accounting fees (attach schedule) | 23,825 | 0 | | 23,825 |
| | c Other professional fees (attach schedule) | 390,786 | 310,151 | | 80,635 |
| | 17 Interest | | | | |
| | 18 Taxes (attach schedule) (see instructions) . . . | 106,651 | 29,165 | | 52,486 |
| | 19 Depreciation (attach schedule) and depletion . . . | | | | |
| | 20 Occupancy | 46,104 | 0 | | 46,104 |
| | 21 Travel, conferences, and meetings | 852 | 0 | | 852 |
| | 22 Printing and publications | | | | |
| | 23 Other expenses (attach schedule) | 65,749 | 0 | | 65,749 |
| | 24 Total operating and administrative expenses. Add lines 13 through 23 | 853,325 | 339,316 | | 489,009 |
| | 25 Contributions, gifts, grants paid | 2,547,000 | | | 2,547,000 |
| | 26 Total expenses and disbursements. Add lines 24 and 25 | 3,400,325 | 339,316 | | 3,036,009 |
| | 27 Subtract line 26 from line 12: | | | | |
| | a Excess of revenue over expenses and disbursements | 668,658 | | | |
| | b Net investment income (if negative, enter -0-) | | 3,729,667 | | |
| c Adjusted net income (if negative, enter -0-) . . . | | | | | |

| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.) | | |
|--|---|--|----------------|-----------------------|
| | | Beginning of year | End of year | |
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 Cash—non-interest-bearing | 3,276,007 | 3,957,867 | 3,957,867 |
| | 2 Savings and temporary cash investments | | | |
| | 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) | 6,934,948  | 6,945,677 | 7,059,366 |
| | b Investments—corporate stock (attach schedule) | 30,816,428  | 29,260,497 | 46,345,052 |
| | c Investments—corporate bonds (attach schedule) | 2,270,095  | 2,323,814 | 2,467,808 |
| | 11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____ | | | |
| | 12 Investments—mortgage loans | | | |
| | 13 Investments—other (attach schedule) | 2,260,288  | 2,640,288 | 2,852,666 |
| | 14 Land, buildings, and equipment: basis ▶ _____ 3,280 Less: accumulated depreciation (attach schedule) ▶ _____ | 3,280 | 3,280 | 3,280 |
| 15 Other assets (describe ▶ _____) |  4,300  | 4,300  | 4,300 | |
| 16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I) | 45,565,346 | 45,135,723 | 62,690,339 | |
| Liabilities | 17 Accounts payable and accrued expenses | | | |
| | 18 Grants payable | | | |
| | 19 Deferred revenue | | | |
| | 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 Mortgages and other notes payable (attach schedule) | | | |
| | 22 Other liabilities (describe ▶ _____) | | | |
| | 23 Total liabilities (add lines 17 through 22) | 0 | 0 | |
| | Net Assets or Fund Balances | Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/> and complete lines 24, 25, 29 and 30. | | |
| 24 Net assets without donor restrictions | | | | |
| 25 Net assets with donor restrictions | | | | |
| Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/> and complete lines 26 through 30. | | | | |
| 26 Capital stock, trust principal, or current funds | | 45,565,346 | 45,135,723 | |
| 27 Paid-in or capital surplus, or land, bldg., and equipment fund | | 0 | 0 | |
| 28 Retained earnings, accumulated income, endowment, or other funds | | 0 | 0 | |
| 29 Total net assets or fund balances (see instructions) | | 45,565,346 | 45,135,723 | |
| 30 Total liabilities and net assets/fund balances (see instructions) . | 45,565,346 | 45,135,723 | | |

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 29 (must agree with end-of-year figure reported on prior year's return) | 1 | 45,565,346 |
| 2 Enter amount from Part I, line 27a | 2 | 668,658 |
| 3 Other increases not included in line 2 (itemize) ▶ _____ | 3 | 0 |
| 4 Add lines 1, 2, and 3 | 4 | 46,234,004 |
| 5 Decreases not included in line 2 (itemize) ▶ _____  | 5 | 1,098,281 |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 . | 6 | 45,135,723 |

Part IV Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.) | (b) How acquired P—Purchase D—Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
|--|---|---|-------------------------------------|
| 1 a NB *33000 - AVAILABLE UPON REQUEST | P | | |
| b NB *33000 - AVAILABLE UPON REQUEST | P | | |
| c NB *02809 - AVAILABLE UPON REQUEST | P | | |
| d NB *02808 - AVAILABLE UPON REQUEST | P | | |
| e NB *02808 - AVAILABLE UPON REQUEST | P | | |

| (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 2,253,165 | | 2,222,563 | 30,602 |
| b 11,225,122 | | 8,418,404 | 2,806,718 |
| c 74,195 | | 5,016 | 69,179 |
| d 30,214 | | | 30,214 |
| e 5,435 | | | 5,435 |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h)) |
|---|---|--|---|
| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | |
| a | | | 30,602 |
| b | | | 2,806,718 |
| c | | | 69,179 |
| d | | | 30,214 |
| e | | | 5,435 |

| | | |
|---|---|-----------|
| 2 Capital gain net income or (net capital loss) | 2 | 2,942,148 |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 | 3 | |

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

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

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

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

☐

Yes

☒

No

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

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

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col. (b) divided by col. (c)) |
|--|--|--|---|
| 2018 | 3,177,265 | 60,184,675 | 0.052792 |
| 2017 | 3,108,517 | 58,029,840 | 0.053568 |
| 2016 | 2,958,473 | 53,917,714 | 0.054870 |
| 2015 | 2,811,915 | 55,423,519 | 0.050735 |
| 2014 | 2,282,938 | 55,024,175 | 0.041490 |

| | | |
|---|---|------------|
| 2 Total of line 1, column (d) | 2 | 0.253455 |
| 3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years | 3 | 0.050691 |
| 4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5 | 4 | 58,729,842 |
| 5 Multiply line 4 by line 3 | 5 | 2,977,074 |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 37,297 |
| 7 Add lines 5 and 6 | 7 | 3,014,371 |
| 8 Enter qualifying distributions from Part XII, line 4 | 8 | 3,036,009 |

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

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

| | | | |
|-----------|---|-----------|---------|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions) | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b | 1 | 37,297 |
| 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 | 37,297 |
| 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 | 37,297 |
| 6 | Credits/Payments: | | |
| a | 2019 estimated tax payments and 2018 overpayment credited to 2019 | 6a | 96,660 |
| b | Exempt foreign organizations—tax withheld at source | 6b | |
| c | Tax paid with application for extension of time to file (Form 8868) | 6c | 25,000 |
| d | Backup withholding erroneously withheld | 6d | 0 |
| 7 | Total credits and payments. Add lines 6a through 6d. | 7 | 121,660 |
| 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 | 84,363 |
| 11 | Enter the amount of line 10 to be: Credited to 2020 estimated tax ▶ 84,363 Refunded ▶ | 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? | 1a | No |
| b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i> | 1b | No |
| c Did the foundation file Form 1120-POL for this year? | 1c | No |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 0 (2) On foundation managers. ▶ \$ 0 | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0 | | |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i> | 2 | No |
| 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> | 3 | No |
| 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? | 4a | No |
| b If "Yes," has it filed a tax return on Form 990-T for this year? | 4b | |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i> | 5 | No |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? | 6 | Yes |
| 7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i> | 7 | Yes |
| 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 General Instruction G? <i>If "No," attach explanation .</i> | 8b | Yes |
| 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the taxable year beginning in 2019? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i> | 9 | No |
| 10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> | 10 | No |

Part VII-A Statements Regarding Activities (continued)

| | | | | |
|-----------|---|-----------|------------|-----------|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions. | 11 | | No |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions | 12 | | No |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>HTTPS://LILYNYC.ORG/</u> | 13 | Yes | |
| 14 | The books are in care of ► <u>ANDERSEN TAX LLC</u> Telephone no. ► <u>(646) 213-5100</u> | | | |

Located at ► 1177 AVENUE OF THE AMERICAS NEW YORK NYZIP+4 ► 10036

| | | | |
|-----------|---|-----------|-------------------------|
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ► <input type="checkbox"/> | | |
| | and enter the amount of tax-exempt interest received or accrued during the year ► 15 | | |
| 16 | At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? | 16 | Yes No |
| | See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ► | | |

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

| | | Yes | No |
|-----------|---|------------|-----------|
| 1a | During the year did the foundation (either directly or indirectly): | | |
| | (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 <input type="checkbox"/> | 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 2019? | 1c | No |
| 2 | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): | | |
| a | At the end of tax year 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____ | | |
| b | Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.) | 2b | |
| c | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____ | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b | If "Yes," did it have excess business holdings in 2019 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 2019.) | 3b | |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | No |
| b | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019? | 4b | No |

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

| | | | | |
|-----------|--|---|------------|-----------|
| 5a | During the year did the foundation pay or incur any amount to: | | Yes | No |
| (1) | Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (2) | Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (3) | Provide a grant to an individual for travel, study, or other similar purposes? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (4) | Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions. | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (5) | Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b | If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions. | | 5b | |
| | Organizations relying on a current notice regarding disaster assistance check here. | <input type="checkbox"/> | | |
| c | If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d). | <input type="checkbox"/> Yes <input type="checkbox"/> No | | |
| 6a | Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | 6b | No |
| 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? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | 7b | |
| 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 during the year? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |

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

| 1 List all officers, directors, trustees, foundation managers and their compensation. See instructions | | | | |
|---|---|---|---|---------------------------------------|
| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
| See Additional Data Table | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| 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 |
| 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 (see instructions). If none, enter "NONE".

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|---|-------------------------|------------------|
| NEUBERGER BERMAN 605 THIRD AVENUE NEW YORK, NY 10158 | INVESTMENT SERVICE FEES | 0 |
| | | |
| | | |
| | | |
| | | |
| 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.

| 1 | Expenses |
|---|----------|
| | |
| | |
| | |
| | |
| | |
| | |

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

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

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 | 2,371,217 |
| b | Average of monthly cash balances. | 1b | 47,939,470 |
| c | Fair market value of all other assets (see instructions). | 1c | 9,313,518 |
| d | Total (add lines 1a, b, and c). | 1d | 59,624,205 |
| 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 | 59,624,205 |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). | 4 | 894,363 |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 58,729,842 |
| 6 | Minimum investment return. Enter 5% of line 5. | 6 | 2,936,492 |

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 | 2,936,492 |
| 2a | Tax on investment income for 2019 from Part VI, line 5. | 2a | 37,297 |
| b | Income tax for 2019. (This does not include the tax from Part VI.). | 2b | |
| c | Add lines 2a and 2b. | 2c | 37,297 |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1. | 3 | 2,899,195 |
| 4 | Recoveries of amounts treated as qualifying distributions. | 4 | 0 |
| 5 | Add lines 3 and 4. | 5 | 2,899,195 |
| 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 | 2,899,195 |

Part XII Qualifying Distributions (see instructions)

| | | | |
|----------|--|-----------|-----------|
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: | | |
| a | Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26. | 1a | 3,036,009 |
| b | Program-related investments—total from Part IX-B. | 1b | 0 |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes. | 2 | |
| 3 | Amounts set aside for specific charitable projects that satisfy the: | | |
| a | Suitability test (prior IRS approval required). | 3a | |
| b | Cash distribution test (attach the required schedule). | 3b | |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 3,036,009 |
| 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 | 37,297 |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4. | 6 | 2,998,712 |

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 2018 | (c) 2018 | (d) 2019 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2019 from Part XI, line 7 | | | | 2,899,195 |
| 2 Undistributed income, if any, as of the end of 2019: | | | | |
| a Enter amount for 2018 only. | | | 0 | |
| b Total for prior years: 20____, 20____, 20____ | | 0 | | |
| 3 Excess distributions carryover, if any, to 2019: | | | | |
| a From 2014. | | | | |
| b From 2015. | | | | 90,317 |
| c From 2016. | | | | 297,479 |
| d From 2017. | | | | 274,471 |
| e From 2018. | | | | 249,477 |
| f Total of lines 3a through e. | 911,744 | | | |
| 4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ 3,036,009 | | | | |
| a Applied to 2018, 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 2019 distributable amount. | | | | 2,899,195 |
| e Remaining amount distributed out of corpus | 136,814 | | | |
| 5 Excess distributions carryover applied to 2019. (If an amount appears in column (d), the same amount must be shown in column (a).) | 0 | | | 0 |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | 1,048,558 | | | |
| 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 2018. Subtract line 4a from line 2a. Taxable amount—see instructions. | | | 0 | |
| f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020. | | | | 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 2014 not applied on line 5 or line 7 (see instructions). | 0 | | | |
| 9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a. | 1,048,558 | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2015. | | | | 90,317 |
| b Excess from 2016. | | | | 297,479 |
| c Excess from 2017. | | | | 274,471 |
| d Excess from 2018. | | | | 249,477 |
| e Excess from 2019. | | | | 136,814 |

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling. ▶

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

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

| | Tax year | Prior 3 years | | | (e) Total |
|--|----------|---------------|----------|----------|-----------|
| | (a) 2019 | (b) 2018 | (c) 2017 | (d) 2016 | |
| 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).)

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

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

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

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

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

c Any submission deadlines:

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

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

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|-------------------------------------|-----------|
| a <i>Paid during the year</i> See Additional Data Table | | | | |
| Total | | | ▶ 3a | 2,547,000 |
| b <i>Approved for future payment</i> | | | | |
| Total | | | ▶ 3b | 0 |

Enter gross amounts unless otherwise indicated.

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

[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. | | |
| | ***** | 2020-11-16 | ***** |
| | _____ Signature of officer or trustee | _____ 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 if self-employed <input type="checkbox"/> | PTIN P01458923 |
| | MICHAEL VANDELOO | | | | |
| | Firm's name ▶ ANDERSEN TAX LLC | | | | Firm's EIN ▶ 33-1197384 |
| | Firm's address ▶ 1177 AVENUE OF THE AMERICAS 18TH FL NEW YORK, NY 10036 | | | | Phone no. (646) 213-5100 |

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

| (a) Name and address | Title, and average hours per week (b) devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | Expense account, (e) other allowances |
|---|--|---|---|---------------------------------------|
| ALEXANDRA HERZAN C/O FULTON VITTORIA 1 ROCKEFELLER PLAZA 3 FL NEW YORK, NY 10020 | DIRECTOR, PRES & TREASURER 0.00 | 0 | 0 | 0 |
| PAUL K HERZAN C/O FULTON VITTORIA 1 ROCKEFELLER PLAZA 3 FL NEW YORK, NY 10020 | | | | |
| LEE AUCHINCLOSS LINK C/O FULTON VITTORIA 1 ROCKEFELLER PLAZA 3 FL NEW YORK, NY 10020 | DIRECTOR 0.00 | 0 | 0 | 0 |
| JANET LEVOFF C/O FULTON VITTORIA 1 ROCKEFELLER PLAZA 3 FL NEW YORK, NY 10020 | | | | |
| JAMES GARA C/O FULTON VITTORIA 1 ROCKEFELLER PLAZA 3 FL NEW YORK, NY 10020 | DIRECTOR 0.00 | 0 | 0 | 0 |
| | | | | |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a Paid during the year | | | | |
| ADVOCATES FOR CHILDREN 151 WEST 30TH STREET 5TH FL NEW YORK, NY 10001 | NONE | PC | GENERAL PURPOSE | 15,000 |
| ALI FORNEY CENTER 100 BROADWAY 10TH FLOOR NY, NY 10005 | NONE | PC | GENERAL PURPOSE | 25,000 |
| AMERICAN LITTORAL SOCIETY 18 HARTSHORNE DRIVE HIGHLANDS, NJ 07732 | NONE | PC | GENERAL PURPOSE | 20,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| ANIMATION PROJECT 291 BROADWAY SUITE 700 NEW YORK, NY 10007 | NONE | PC | GENERAL PURPOSE | 15,000 |
| ART START508 WEST 26TH STREET NY, NY 10001 | NONE | PC | GENERAL PURPOSE | 15,000 |
| BARD GRADUATE CENTER 18 WEST 86TH STREET NEW YORK, NY 10024 | NONE | PC | GENERAL PURPOSE | 25,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| BED STUY CAMPAIGN AGAINST HUNGER WEST 26TH STREET 12TH AVE NY, NY 10001 | NONE | PC | GENERAL PURPOSE | 25,000 |
| BILLIE HOLIDAY THEATER FOR SOCIAL JUSTICE 1368 FULTON STREET BROOKLYN, NY 11216 | NONE | PC | GENERAL PURPOSE | 20,000 |
| BRANDWORKERS36-11 12TH STREET LIC, NY 11106 | NONE | PC | GENERAL PURPOSE | 15,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a Paid during the year | | | | |
| BRIC ARTSMEDIABKLYN 540 PRESIDENT STREET BROOKLYN, NY 11215 | NONE | PC | GENERAL PURPOSE | 20,000 |
| BRONX IS BLOOMING 1020 GRAND COUNCOURSE 15C BRONX, NY 10451 | NONE | PC | GENERAL PURPOSE | 6,000 |
| BRONX MUSEUM OF THE ARTS 1040 GRAND CONCOURSE BRONX, NY 10456 | NONE | PC | GENERAL PURPOSE | 20,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| BRONX RIVER ALLIANCE 85 SOUTH OXFORD STREET BROOKLYN, NY 11217 | NONE | PC | GENERAL PURPOSE | 25,000 |
| BRONXWORKS 60 EAST TREMONT AVENUE BRONX, NY 10452 | NONE | PC | GENERAL PURPOSE | 10,000 |
| BROOKLYN BRIDGE PARK CONSERVANCY 244 CANAL STREET 3F NY, NY 10013 | NONE | PC | GENERAL PURPOSE | 15,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| BUSHWICK STARR 207 STARR STREET 2-2 BROOKLYN, NY 11237 | NONE | PC | GENERAL PURPOSE | 10,000 |
| CASA-NYC23-90 29TH STREET QUEENS, NY 11105 | NONE | PC | GENERAL PURPOSE | 25,000 |
| CASITA MARIA 170 CENTRAL PARK WEST NY, NY 10024 | NONE | PC | GENERAL PURPOSE | 15,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| CENTER FOR ALTERNATIVE SENTENCING AND EMPLOYMENT SERVICES CASES 151 LAWRENCE STREET BROOKLYN, NY 11201 | NONE | PC | GENERAL PURPOSE | 25,000 |
| CENTER FOR FAMILY REPRESENTATION 40 WORTH STREET SUITE 605 NEW YORK, NY 10013 | NONE | PC | GENERAL PURPOSE | 15,000 |
| CENTER FOR TRADITIONAL MUSIC AND DANCE 32 BROADWAY SUITE 1314 NEW YORK, NY 10004 | NONE | PC | GENERAL PURPOSE | 15,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| CENTER FOR URBAN PEDAGOGY 232 THIRD STREET D201 BROOKLYN, NY 11215 | NONE | PC | GENERAL PURPOSE | 15,000 |
| CHEKPEDS INC 348 WEST 38TH STREET SUITE 12B NEW YORK, NY 10018 | NONE | PC | GENERAL PURPOSE | 10,000 |
| CHILDREN'S MUSEUM OF THE ARTS 103 CHARLTON STREET NEW YORK, NY 10014 | NONE | PC | GENERAL PURPOSE | 5,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| CITIZENS COMMITTEE FOR CHILDREN OF NY 14 WALL STREET 4E NEW YORK, NY 10005 | NONE | PC | GENERAL PURPOSE | 10,000 |
| CITY LIMITS208 WEST 13TH STREET NY, NY 10011 | NONE | PC | GENERAL PURPOSE | 10,000 |
| CITY LORE5030 BROADWAY NY, NY 10034 | NONE | PC | GENERAL PURPOSE | 25,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|---|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| CITY PARKS FOUNDATION 830 FIFTH AVENUE NEW YORK, NY 10021 | NONE | PC | GENERAL PURPOSE | 15,000 |
| COLAB THEATER GROUP 266 WEST 37TH STREET NY, NY 10018 | NONE | PC | GENERAL PURPOSE | 10,000 |
| COLUMBIA UNIVERSITY GRADUATE SCHOOL OF ARCHITECTURE PLANNING AND PRESERVAT 404 AVERY HALL 1172 AMERSTERDAM AVE NEW YORK, NY 10027 | NONE | PC | GENERAL PURPOSE | 20,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| COMMON JUSTICE 540 ATLANTIC AVENUE 4TH FLOOR 4TH FL BROOKLYN, NY 11217 | NONE | PC | GENERAL PURPOSE | 15,000 |
| COMMUNITY SERVICE SOCIETY 633 THIRD AVENUE 10TH FL NEW YORK, NY 10017 | NONE | PC | GENERAL PURPOSE | 5,000 |
| COMMUNITY VOICES HEARD 115 EAST 106TH STREET 3RD FL NEW YORK, NY 10029 | NONE | PC | GENERAL PURPOSE | 15,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| COOL CULTURE100 PARK AVENUE NY, NY 10302 | NONE | PC | GENERAL PURPOSE | 15,000 |
| CREATIVE CAPITAL 28-18 STEINWAY STREET NY, NY 11103 | NONE | PC | GENERAL PURPOSE | 20,000 |
| CUSTOM COLLABORATIVE 102 BRADHURST AVENUE NEW YORK, NY 10039 | NONE | PC | GENERAL PURPOSE | 15,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a Paid during the year | | | | |
| CYPRESS HILLS LOCAL DEVELOPMENT CORPORATION 2576 BROADWAY PMB 213 NY, NY 10025 | NONE | PC | GENERAL PURPOSE | 15,000 |
| DIEU DONNE 63 FLUSHING AVENUE UNIT 112 BROOKLYN, NY 11205 | NONE | PC | GENERAL PURPOSE | 15,000 |
| DRAWING CENTER35 WOOSTER STREET NEW YORK, NY 10013 | NONE | PC | GENERAL PURPOSE | 15,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a Paid during the year | | | | |
| DREAMYARD ONE METROTECH CENTER NORTH BROOKLYN, NY 11201 | NONE | PC | GENERAL PURPOSE | 25,000 |
| DYCKMAN FARMHOUSE MUSEUM 121 AVENUE OF THE AMERICAS NY, NY 10013 | NONE | PC | GENERAL PURPOSE | 11,000 |
| EL MUSEO DEL BARRIO 1230 5TH AVE FL 3 NEW YORK, NY 10029 | NONE | PC | GENERAL PURPOSE | 25,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| ELIZABETH STREET GARDEN 209 ELIZABETH STREET NEW YORK, NY 10012 | NONE | PC | GENERAL PURPOSE | 5,000 |
| ENCORE COMMUNITY SERVICES 239 WEST 49TH STREET NEW YORK, NY 10019 | NONE | PC | GENERAL PURPOSE | 10,000 |
| ETHICAL CULTURE FIELDSTON SCHOOL 33 CENTRAL PARK WEST NEW YORK, NY 10023 | NONE | PC | GENERAL PURPOSE | 5,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| EXALT YOUTH 17 BATTERY PLACE SUITE 307 NEW YORK, NY 10004 | NONE | PC | GENERAL PURPOSE | 15,000 |
| FOUNTAIN HOUSE 45 WADSWORTH AVENUE NY, NY 10033 | NONE | PC | GENERAL PURPOSE | 40,000 |
| FRACTURED ATLAS 526 WEST 26TH STREET NY, NY 10001 | NONE | PC | GENERAL PURPOSE | 5,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| FREE ARTS NYC 1431 BROADWAY 7TH FL NEW YORK, NY 10018 | NONE | PC | GENERAL PURPOSE | 10,000 |
| FRIENDS OF ALICE AUSTEN HOUSE 2 HYLAN BLVD STATEN ISLAND, NY 10305 | NONE | PC | GENERAL PURPOSE | 10,000 |
| FRIENDS OF GOVERNORS ISLAND 10 SOUTH STREET SLIP 7 NEW YORK, NY 10004 | NONE | PC | GENERAL PURPOSE | 10,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| FUND FOR THE CITY OF NEW YORK 121 6TH AVENUE 6TH FL NEW YORK, NY 10013 | NONE | PC | GENERAL PURPOSE | 50,000 |
| FUND FOR THE CITY OF NEW YORK 121 6TH AVENUE 6TH FL NEW YORK, NY 10013 | NONE | PC | GENERAL PURPOSE | 20,000 |
| GINA GIBNEY DANCE INC 271 MADISON AVENUE SUITE 907 NY, NY 10016 | NONE | PC | GENERAL PURPOSE | 5,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
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| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| GOOD OLD LOWER EAST SIDE 169 AVENUE B NEW YORK, NY 10009 | NONE | PC | GENERAL PURPOSE | 5,000 |
| GOWANUS CANAL CONSERVANCY 520 8TH AVE NY, NY 10018 | NONE | PC | GENERAL PURPOSE | 20,000 |
| GROWNYPPO BOX 2327 NEW YORK, NY 10272 | NONE | PC | GENERAL PURPOSE | 15,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| GUARDIANS OF FLUSHING BAY ONE EAST 53RD STREET NY, NY 10022 | NONE | PC | GENERAL PURPOSE | 15,000 |
| HARLEM CHAMBER PLAYERS INC PO BOX 6259 32-01 VERNON BOULEVARD LIC, NY 11106 | NONE | PC | GENERAL PURPOSE | 10,000 |
| HARLEM SCHOOL OF THE ARTS 45 WATER STREET BROOKLYN, NY 11201 | NONE | PC | GENERAL PURPOSE | 15,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| HARMONY PROGRAM 1700 BROADWAY 39TH FLOOR NEW YORK, NY 10019 | NONE | PC | GENERAL PURPOSE | 15,000 |
| HER JUSTICE2759 WEBSTER AVE BRONX, NY 104583708 | NONE | PC | GENERAL PURPOSE | 15,000 |
| HESTER STREET COLLABORATIVE PO BOX 20773 NY, NY 10009 | NONE | PC | GENERAL PURPOSE | 20,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
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| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| HOLY APOSTLES SOUP KITCHEN 296 9TH AVENUE NEW YORK, NY 10001 | NONE | PC | GENERAL PURPOSE | 15,000 |
| HOPE PROGRAM ONE SMITH STREET 4TH FL BROOKLYN, NY 11201 | NONE | PC | GENERAL PURPOSE | 15,000 |
| HOUSING PLUS 4 WEST 43RD STREET SECOND FL NEW YORK, NY 10036 | NONE | PC | GENERAL PURPOSE | 15,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| INTERNATIONAL PRINT CENTER NY PO BOX 50197 NY, NY 10305 | NONE | PC | GENERAL PURPOSE | 15,000 |
| JACOB RIIS NEIGHBORHOOD SETTLEMENT HOUSE 1025 41ST AVENUE LONG ISLAND CITY, NY 11101 | NONE | PC | GENERAL PURPOSE | 15,000 |
| LA MAMA EXPERIMENTAL THEATRE CLUB 66 EAST 4TH STREET NEW YORK, NY 10003 | NONE | PC | GENERAL PURPOSE | 15,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| LAUNDROMAT PROJECT 127 WEST 127TH STREET SUITE 324 NEW YORK, NY 10027 | NONE | PC | GENERAL PURPOSE | 15,000 |
| LENOX HILL NEIGHBORHOOD HOUSE 2 LAFAYETTE STREET NY, NY 100071327 | NONE | PC | GENERAL PURPOSE | 20,000 |
| LESBIAN GAY BISEXUAL AND TRANSGENDER CENTER 594 GRAND CONCOURSE BRONX, NY 10451 | NONE | PC | GENERAL PURPOSE | 20,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| LITERACY INC 5030 BROADWAY SUITE 641 NEW YORK, NY 10034 | NONE | PC | GENERAL PURPOSE | 10,000 |
| LONG ISLAND COMMUNITY FOUNDATION 900 WALT WHITMAN ROAD SUITE 205 MELVILLE, NY 11747 | NONE | PC | GENERAL PURPOSE | 10,000 |
| MAGNOLIA TREE AND EARTH CENTER 677 LAFAYETTE AVENUE BROOKLYN, NY 11216 | NONE | PC | GENERAL PURPOSE | 5,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| MARK MORRIS DANCE GROUP 647 FULTON STREET BROOKLYN, NY 11217 | NONE | PC | GENERAL PURPOSE | 5,000 |
| MARY MISSCITY AS LIVING LABORATORY 349 GREENWICH STREET 5 NEW YORK, NY 10013 | NONE | PC | GENERAL PURPOSE | 10,000 |
| MEDICARE RIGHTS CENTER 11 PARK PLACE NY, NY 10007 | NONE | PC | GENERAL PURPOSE | 10,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| MERCY CENTER30 THIRD AVENUE BROOKLYN, NY 11217 | NONE | PC | GENERAL PURPOSE | 20,000 |
| MHANY MANAGEMENT 333 EAST 115TH STREET NY, NY 10029 | NONE | PC | GENERAL PURPOSE | 15,000 |
| MISS HALL'S SCHOOL 492 HOLMES ROAD PITTSFIELD, MA 12010 | NONE | PC | GENERAL PURPOSE | 10,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| MIXTECA ORGANIZATION INC 245 23RD STREET 2ND FL BROOKLYN, NY 11215 | NONE | PC | GENERAL PURPOSE | 20,000 |
| MORGAN LIBRARY & MUSEUM 225 MADISON AVENUE NEW YORK, NY 10016 | NONE | PC | GENERAL PURPOSE | 10,000 |
| MUSEUM OF MODERN ART 565 COLUMBUS AVENUE NY, NY 10024 | NONE | PC | GENERAL PURPOSE | 55,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
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| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| MUSEUM OF THE CITY OF NEW YORK 1220 FIFTH AVENUE NEW YORK, NY 10029 | NONE | PC | GENERAL PURPOSE | 25,000 |
| NATURAL RESOURCES DEFENSE COUNCIL (NRDC) 40 WEST 20TH STREET 11TH FL NEW YORK, NY 10011 | NONE | PC | GENERAL PURPOSE | 25,000 |
| NEIGHBORS TOGETHER 27 UNION SQUARE WEST NY, NY 10003 | NONE | PC | GENERAL PURPOSE | 20,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| NEW ECONOMY PROJECT 121 WEST 27TH STREET SUITE 804 NEW YORK, NY 10001 | NONE | PC | GENERAL PURPOSE | 15,000 |
| NEW YORK BOTANICAL GARDEN 2900 SOUTHERN BOULEVARD BRONX, NY 10458 | NONE | PC | GENERAL PURPOSE | 5,000 |
| NEW YORK CITY AUDUBON SOCIETY 71 WEST 23RD STREET SUITE 1523 NEW YORK, NY 10010 | NONE | PC | GENERAL PURPOSE | 10,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| NEW YORK HARBOR FOUNDATION 280 1ST AVE NY, NY 10009 | NONE | PC | GENERAL PURPOSE | 25,000 |
| NEW YORK LANDMARKS CONSERVANCY ONE WHITEHALL STREET 21ST FLOOR NEW YORK, NY 10004 | NONE | PC | GENERAL PURPOSE | 25,000 |
| NEW YORK WOMEN'S FOUNDATION 39 BROADWAY NY, NY 10006 | NONE | PC | GENERAL PURPOSE | 15,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| NEW YORKERS FOR PARKS 55 BROAD STREET 23RD FL NEW YORK, NY 10004 | NONE | PC | GENERAL PURPOSE | 15,000 |
| NORTH STAR FUND 520 8TH AVENUE SUITE 1800 NEW YORK, NY 10018 | NONE | PC | GENERAL PURPOSE | 10,000 |
| NORTHERN MANHATTAN IMPROVEMENT CORP 353 HAMILTON STREET NY, NY 12210 | NONE | PC | GENERAL PURPOSE | 15,000 |
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| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| NYC DEBATE LEAGUE 25 BROADWAY 13TH FL NEW YORK, NY 10004 | NONE | PC | GENERAL PURPOSE | 20,000 |
| NYPIRG9 MURRAY STREET NEW YORK, NY 10007 | NONE | PC | GENERAL PURPOSE | 50,000 |
| NYU TANDON SCHOOL OF ENGINEERING 6 METROTECH ROOM BO53 CENTER FOR K12 STEM EDUCATION BROOKLYN, NY 11201 | NONE | PC | GENERAL PURPOSE | 5,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| ONE STORY232 3RD STREET A108 BROOKLYN, NY 11215 | NONE | PC | GENERAL PURPOSE | 5,000 |
| OPENHOUSENEWYORK 1133 BROADWAY SUITE 802 NEW YORK, NY 10010 | NONE | PC | GENERAL PURPOSE | 15,000 |
| ORPHEUS CHAMBER ORCHESTRA 490 RIVERSIDE DRIVE 11TH FL NEW YORK, NY 10027 | NONE | PC | GENERAL PURPOSE | 10,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| PART OF THE SOLUTION ONE BRONX RIVER PARKWAY NY, NY 10462 | NONE | PC | GENERAL PURPOSE | 15,000 |
| PAWS NY 134 WEST 29TH STREET SUITE 803 NEW YORK, NY 10001 | NONE | PC | GENERAL PURPOSE | 10,000 |
| PEOPLE'S THEATRE PROJECT 5030 BROADWAY SUITE 630 NEW YORK, NY 10034 | NONE | PC | GENERAL PURPOSE | 15,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
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| Name and address (home or business) | | | | |
| a Paid during the year | | | | |
| PLAYWRIGHTS REALM 675 WEST 252ND STREET BRONX, NY 104712899 | NONE | PC | GENERAL PURPOSE | 20,000 |
| POLICE ATHLETIC LEAGUE 334 FURMAN STREET BROOKLYN, NY 11201 | NONE | PC | GENERAL PURPOSE | 25,000 |
| QUEENS COUNCIL ON THE ARTS 28-18 STEINWAY STREET ASTORIA, NY 11103 | NONE | PC | GENERAL PURPOSE | 10,000 |
| Total ▶ 3a | | | | 2,547,000 |

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|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| READING PARTNERS 499 7TH AVENUE 20TH FL NORTH TOWER NEW YORK, NY 10018 | NONE | PC | GENERAL PURPOSE | 15,000 |
| RECESS ACTIVITIES 28 W 27TH ST 3RD FLOOR NY, NY 10001 | NONE | PC | GENERAL PURPOSE | 15,000 |
| RED HOOK INITIATIVE 767 HICKS STREET BROOKLYN, NY 11231 | NONE | PC | GENERAL PURPOSE | 20,000 |
| Total ▶ 3a | | | | 2,547,000 |

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| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| REEL WORKS 540 PRESIDENT STREET SUITE 2F BROOKLYN, NY 11215 | NONE | PC | GENERAL PURPOSE | 10,000 |
| REGIONAL PLAN ASSOCIATION 475 RIVERSIDE DRIVE NY, NY 10115 | NONE | PC | GENERAL PURPOSE | 25,000 |
| REMEMBER THE TRIANGLE FIRE COALITION PO BOX 1822 NEW YORK, NY 10113 | NONE | PC | GENERAL PURPOSE | 10,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
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| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| RIF ASYLUM SUPPORT 3213 37TH STREET ASTORIA, NY 11103 | NONE | PC | GENERAL PURPOSE | 20,000 |
| RIVER PROJECT PIER 40 AT WEST ST AND HOUSTON ST ROOM 224 NWE YORK, NY 10014 | NONE | PC | GENERAL PURPOSE | 15,000 |
| RIVERKEEPER20 SECOR ROAD OSSINING, NY 10562 | NONE | PC | GENERAL PURPOSE | 100,000 |
| Total ▶ 3a | | | | 2,547,000 |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|-------------------------------------|-----------|
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| RIVERKEEPER20 SECOR ROAD OSSINING, NY 10562 | NONE | PC | GENERAL PURPOSE | 100,000 |
| RIVERSIDE PARK CONSERVANCY 3 LAFAYETTE AVENUE BROOKLYN, NY 11217 | NONE | PC | GENERAL PURPOSE | 5,000 |
| ROCKAWAY WATERFRONT ALLIANCE PO BOX 900645 FAR ROCKAWAY, NY 11690 | NONE | PC | GENERAL PURPOSE | 20,000 |
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| Name and address (home or business) | | | | |
| a Paid during the year | | | | |
| ROCKAWAY YOUTH TASK FORCE 280 BROADWAY NY, NY 10003 | NONE | PC | GENERAL PURPOSE | 15,000 |
| ROCKING THE BOAT 812 EDGEWATER ROAD BRONX, NY 10474 | NONE | PC | GENERAL PURPOSE | 10,000 |
| ROW NEW YORK 252 WEST 37TH STREET 4TH FL NEW YORK, NY 10018 | NONE | PC | GENERAL PURPOSE | 25,000 |
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| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| SAFE HORIZON613 NEW LOTS AVENUE NY, NY 11207 | NONE | PC | GENERAL PURPOSE | 25,000 |
| SAINT PETER'S CHURCH 619 LEXINGTON AVENUE NEW YORK, NY 10022 | NONE | PC | GENERAL PURPOSE | 40,000 |
| SNUG HARBOR CULTURAL CENTER & BOTANICAL GARDEN PO BOX 20773 NY, NY 10009 | NONE | PC | GENERAL PURPOSE | 15,000 |
| Total ▶ 3a | | | | 2,547,000 |

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| Name and address (home or business) | | | | |
| a Paid during the year | | | | |
| SOCIETY OF THE THIRD STREET MUSIC SCHOOL 235 EAST 11TH STREET NEW YORK, NY 10003 | NONE | PC | GENERAL PURPOSE | 10,000 |
| SOCRATES SCULPTURE PARK PO BOX 6259 32-01 VERNON BOULEVARD LONG ISLAND CITY, NY 11106 | NONE | PC | GENERAL PURPOSE | 15,000 |
| ST ANN'S WAREHOUSE 45 WATER STREET BROOKLYN, NY 11201 | NONE | PC | GENERAL PURPOSE | 25,000 |
| Total ▶ 3a | | | | 2,547,000 |

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| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| STATEN ISLAND ARTSPO BOX 50197 STATEN ISLAND, NY 10305 | NONE | PC | GENERAL PURPOSE | 10,000 |
| STUDIO IN A SCHOOL 410 WEST 59TH STREET NEW YORK, NY 10019 | NONE | NY | GENERAL PURPOSE | 5,000 |
| STUDIO IN A SCHOOL 410 WEST 59TH STREET NEW YORK, NY 10019 | NONE | PC | GENERAL PURPOSE | 25,000 |
| Total ▶ 3a | | | | 2,547,000 |

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| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| STUDIO MUSEUM IN HARLEM 144 WEST 125TH STREET NEW YORK, NY 10027 | NONE | PC | GENERAL PURPOSE | 5,000 |
| THEATRE OF THE OPRESSED NYC 758 EIGHT AVENUE SUITE 300 NEW YORK, NY 10036 | NONE | PC | GENERAL PURPOSE | 15,000 |
| TIGER STRIKES ASTEROID 179 RIVINGTON STREET SUITE 4A NY, NY 10002 | NONE | PC | GENERAL PURPOSE | 5,000 |
| Total ▶ 3a | | | | 2,547,000 |

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| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| TREES NY40 WEST 20TH STREET NY, NY 10011 | NONE | PC | GENERAL PURPOSE | 15,000 |
| UNITED NEIGHBORHOOD HOUSES OF NEW YORK 45 BROADWAY SUITE 2210 NEW YORK, NY 10006 | NONE | PC | GENERAL PURPOSE | 5,000 |
| URBAN JUSTICE CENTER 40 RECTOR STREET 9TH FL NEW YORK, NY 10006 | NONE | PC | GENERAL PURPOSE | 15,000 |
| Total ▶ 3a | | | | 2,547,000 |

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| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| URBAN WORD NYC 5 WEST 19TH STREET FL 3 NEW YORK, NY 10011 | NONE | PC | GENERAL PURPOSE | 10,000 |
| WASHINGTON SQUARE PARK CONSERVANCY PO BOX 1624 COOPER STATION NEW YORK, NY 10276 | NONE | PC | GENERAL PURPOSE | 5,000 |
| WATERFRONT ALLIANCE 543 UNION STREET BROOKLYN, NY 11215 | NONE | PC | GENERAL PURPOSE | 20,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| WEST HARLEM ENVIRONMENTAL ACTION 488 MADISON AVENUE SUITE 1900 NY, NY 10022 | NONE | PC | GENERAL PURPOSE | 15,000 |
| WHEDCO (WOMEN'S HOUSING AND ECONOMIC DVL) 50 EAST 168TH STREET BRONX, NY 10452 | NONE | PC | GENERAL PURPOSE | 25,000 |
| WILD BIRD FUND253 36TH STREET BROOKLYN, NY 11232 | NONE | PC | GENERAL PURPOSE | 15,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| WOMEN MAKE MOVIES 115 WEST 29TH STREET SUITE 1200 NEW YORK, NY 10001 | NONE | PC | GENERAL PURPOSE | 15,000 |
| WOMEN'S PRISON ASSOCIATION 110 2ND AVENUE NEW YORK, NY 10003 | NONE | PC | GENERAL PURPOSE | 20,000 |
| YOUTH MINISTRIES FOR PEACE AND JUSTICE 113 HESTER STREET NY, NY 10002 | NONE | PC | GENERAL PURPOSE | 15,000 |
| Total ▶ 3a | | | | 2,547,000 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| YOUTH REPRESENT 1384 STRATFORD AVENUE BRONX, NY 10472 | NONE | PC | GENERAL PURPOSE | 25,000 |
| YWCA OF BROOKLYN 1854 AMSTERDAM AVENUE NY, NY 10031 | NONE | PC | GENERAL PURPOSE | 15,000 |
| Total ▶ 3a | | | | 2,547,000 |

TY 2019 Accounting Fees Schedule**Name:** LILY AUCHINCLOSS FOUNDATION INC

C/O FULTON VITTORIA

EIN: 13-3935995

| Category | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|----------------|--------|--------------------------|------------------------|---|
| ACCOUNTING FEE | 23,825 | 0 | | 23,825 |

TY 2019 Investments Corporate Bonds Schedule

Name: LILY AUCHINCLOSS FOUNDATION INC
C/O FULTON VITTORIA

EIN: 13-3935995

Investments Corporate Bonds Schedule

| Name of Bond | End of Year Book Value | End of Year Fair Market Value |
|-------------------------|------------------------|-------------------------------|
| NEUBERGER BERMAN *02808 | 2,323,814 | 2,467,808 |

TY 2019 Investments Corporate Stock Schedule

Name: LILY AUCHINCLOSS FOUNDATION INC
C/O FULTON VITTORIA

EIN: 13-3935995

Investments Corporation Stock Schedule

| Name of Stock | End of Year Book Value | End of Year Fair Market Value |
|----------------------------|-------------------------------|--------------------------------------|
| NEUBERGER BERMAN *33000 | 24,648,964 | 40,210,803 |
| INT'L FLAVORS & FRAGRANCES | 404,783 | 1,419,220 |
| NEUBERGER BERMAN *02809 | 4,206,750 | 4,715,029 |

TY 2019 Investments Government Obligations Schedule

Name: LILY AUCHINCLOSS FOUNDATION INC
C/O FULTON VITTORIA

EIN: 13-3935995

**US Government Securities - End
of Year Book Value:**

6,945,677

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

7,059,366

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

0

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

0

TY 2019 Investments - Other Schedule

Name: LILY AUCHINCLOSS FOUNDATION INC
C/O FULTON VITTORIA

EIN: 13-3935995

Investments Other Schedule 2

| Category/ Item | Listed at Cost or FMV | Book Value | End of Year Fair Market Value |
|-------------------------|-----------------------|------------|-------------------------------|
| NEUBERGER BERMAN *33000 | AT COST | 2,260,288 | 2,472,666 |
| NEUBERGER BERMAN *33000 | AT COST | 380,000 | 380,000 |

TY 2019 Other Assets Schedule

Name: LILY AUCHINCLOSS FOUNDATION INC
C/O FULTON VITTORIA
EIN: 13-3935995

Other Assets Schedule

| Description | Beginning of Year - Book Value | End of Year - Book Value | End of Year - Fair Market Value |
|-----------------|-----------------------------------|-----------------------------|------------------------------------|
| RENTAL SECURITY | 4,300 | 4,300 | 4,300 |

TY 2019 Other Decreases Schedule

Name: LILY AUCHINCLOSS FOUNDATION INC
C/O FULTON VITTORIA

EIN: 13-3935995

| Description | Amount |
|--|-----------|
| TIMING DIFFERENCES / PRIOR PERIOD ADJUSTMENT | 1,098,281 |

TY 2019 Other Expenses Schedule

Name: LILY AUCHINCLOSS FOUNDATION INC
C/O FULTON VITTORIA

EIN: 13-3935995

Other Expenses Schedule

| Description | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|-----------------------------|--------------------------------|-----------------------|---------------------|---------------------------------------|
| MESSENGER AND POSTAGE | 155 | 0 | | 155 |
| COMPUTER SERVICES/CABLE | 2,655 | 0 | | 2,655 |
| INSURANCE | 16,337 | 0 | | 16,337 |
| BANK CHARGES | 10 | 0 | | 10 |
| OFFICE SUPPLIES / EQUIPMENT | 2,715 | 0 | | 2,715 |
| UTILITIES | 1,249 | 0 | | 1,249 |
| EDUCATION | 4,246 | 0 | | 4,246 |
| ADVERTISING | 705 | 0 | | 705 |
| MISCELLANEOUS | 7,656 | 0 | | 7,656 |
| PAYROLL PROCESSING FEES | 1,475 | 0 | | 1,475 |

| Other Expenses Schedule | | | | |
|------------------------------|--------------------------------|-----------------------|---------------------|---------------------------------------|
| Description | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
| MEMBERSHIP AND SUBSCRIPTIONS | 28,546 | 0 | | 28,546 |

TY 2019 Other Professional Fees Schedule

Name: LILY AUCHINCLOSS FOUNDATION INC
C/O FULTON VITTORIA

EIN: 13-3935995

| Category | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|------------------------------------|---------|-----------------------|---------------------|---------------------------------------|
| INVESTMENT SERVICES FEES NB *33000 | 332,288 | 282,445 | | 49,843 |
| INVESTMENT SERVICES FEES NB *02809 | 6,135 | 5,215 | | 920 |
| INVESTMENT SERVICES FEES NB *02808 | 26,460 | 22,491 | | 3,969 |
| PROFESSIONAL FEES | 25,903 | 0 | | 25,903 |

TY 2019 Taxes Schedule

Name: LILY AUCHINCLOSS FOUNDATION INC
C/O FULTON VITTORIA

EIN: 13-3935995

| Category | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|--------------------------------|--------|--------------------------|------------------------|---|
| FOREIGN TAXES PAID - NB 33000 | 29,165 | 29,165 | | 0 |
| 2018 FEDERAL EXTENSION PAYMENT | 25,000 | 0 | | 0 |
| PAYROLL TAXES | 52,486 | 0 | | 52,486 |