

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

**2013**

Department of the Treasury  
Internal Revenue Service

▶ **Do not enter Social Security numbers on this form as it may be made public.**  
▶ **Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).**

**For calendar year 2013, or tax year beginning , 2013, and ending**

Name of foundation <b>Rockefeller Brothers Fund, Inc.</b>		<b>A</b> Employer identification number <b>13-1760106</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>475 Riverside Drive</b>	Room/suite <b>900</b>	<b>B</b> Telephone number (see the instructions) <b>(212) 812-4200</b>
City or town, state or province, country, and ZIP or foreign postal code <b>New York NY 10115</b>		<b>C</b> If exemption application is pending, check here . ▶ <input type="checkbox"/>
<b>G</b> Check all that apply:		<b>D</b> <b>1</b> Foreign organizations, check here . . . . . ▶ <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial Return of a former public charity	<b>2</b> Foreign organizations meeting the 85% test, check here and attach computation . . . . . ▶ <input type="checkbox"/>
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here . . . . . ▶ <input type="checkbox"/>
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here . . . . . ▶ <input type="checkbox"/>
<b>H</b> 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		
<b>I</b> Fair market value of all assets at end of year (from Part II, column (c), line 16) ▶ \$ <b>870,572,218.</b>	<b>J</b> Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)				
<b>REVENUE</b>				
<b>1</b> Contributions, gifts, grants, etc. received (att sch) . . . . .	2,273,209.			
<b>2</b> Ck ▶ <input type="checkbox"/> if the foundn is <b>not</b> req to att Sch B				
<b>3</b> Interest on savings and temporary cash investments . . . . .	707,593.	707,593.		
<b>4</b> Dividends and interest from securities . . . . .	71,606.	10,670,516.		
<b>5a</b> Gross rents . . . . .				
<b>b</b> Net rental income or (loss) . . . . .				
<b>6a</b> Net gain/(loss) from sale of assets not on line 10	142,000,307.			
<b>b</b> Gross sales price for all assets on line 6a . . . . . <b>487,797,372.</b>				
<b>7</b> Capital gain net income (from Part IV, line 2) . . . . .		108,857,908.		
<b>8</b> Net short-term capital gain . . . . .				
<b>9</b> Income modifications . . . . .				
<b>10a</b> Gross sales less returns and allowances . . . . .				
<b>b</b> Less: Cost of goods sold . . . . .				
<b>c</b> Gross profit/(loss) (att sch) . . . . .				
<b>11</b> Other income (attach schedule) . . . . .				
See Line 11 Stmt	32,572.	-5,209,666.		
<b>12 Total.</b> Add lines 1 through 11 . . . . .	145,085,287.	115,026,351.		
<b>ADMINISTRATIVE AND EXPENSES</b>				
<b>13</b> Compensation of officers, directors, trustees, etc . . . . .	1,402,830.	106,630.		1,401,000.
<b>14</b> Other employee salaries and wages . . . . .	4,070,206.	221,853.		3,848,353.
<b>15</b> Pension plans, employee benefits . . . . .	2,633,317.	152,960.		1,954,780.
<b>16a</b> Legal fees (attach schedule) . <i>Sch. 3</i> . . . . .	231,093.	67,139.		290,491.
<b>b</b> Accounting fees (attach sch) . <i>Sch. 3</i> . . . . .	130,890.	58,723.		42,167.
<b>c</b> Other prof fees (attach sch) . <i>Sch. 3</i> . . . . .	6,302,926.	2,889,960.		2,550,950.
<b>17</b> Interest . . . . .				
<b>18</b> Taxes (attach schedule)(see instrs) <i>See Line 18 Stmt</i>	3,749,236.			
<b>19</b> Depreciation (attach sch) and depletion . . <i>Schedule 4</i> . . . . .	793,661.	40,580.		
<b>20</b> Occupancy . . . . .	778,245.	30,087.		761,816.
<b>21</b> Travel, conferences, and meetings . . . . .	1,013,170.	22,284.		990,668.
<b>22</b> Printing and publications . . . . .	73,267.	0.		68,507.
<b>23</b> Other expenses (attach schedule) <i>See Line 23 Stmt</i>	1,072,821.	44,917.		1,167,723.
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	22,251,662.	3,635,133.		13,076,455.
<b>25</b> Contributions, gifts, grants paid . . . . .	27,491,710.			27,399,104.
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25 . . . . .	49,743,372.	3,635,133.		40,475,559.
<b>27</b> Subtract line 26 from line 12:				
<b>a Excess of revenue over expenses and disbursements</b> . . . . .	95,341,915.			
<b>b Net investment income</b> (if negative, enter -0-) . . . . .		111,391,218.		
<b>c Adjusted net income</b> (if negative, enter -0-) . . . . .				

# Application for Extension of Time To File an Exempt Organization Return

► **File a separate application for each return.**  
► **Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box  **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns. Enter filer's identifying number, see instructions

<b>Type or print</b>  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. <b>ROCKEFELLER BROTHERS FUND, INC.</b>	Employer identification number (EIN) or <b>X 13-1760106</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>475 RIVERSIDE DRIVE, SUITE 900</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>NEW YORK, NY 10115</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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Telephone No. ► 212-812-4228 FAX No. ► \_\_\_\_\_

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ . If this is for the whole group, check this box  . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 2014, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
 ►  calendar year 2013 or  
 ►  tax year beginning \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_.

**2** If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b> \$	3,803,510
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b> \$	1,553,510
<b>c Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b> \$	2,250,000

**Caution.** If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box  **X**

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

<b>Type or print</b>  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	ROCKEFELLER BROTHERS FUND, INC.	13-1760106
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	475 RIVERSIDE DRIVE, SUITE 900	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	NEW YORK, NY 10115	

Enter the Return code for the return that this application is for (file a separate application for each return)  0  1  2  3  4  5  6  7  8  9

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

• The books are in the care of  LEAH A. D'ANGELO  
 Telephone No.  212-812-4228 Fax No.

• If the organization does not have an office or place of business in the United States, check this box

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 11/17, 2014.

5 For calendar year 2013, or other tax year beginning \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_.

6 If the tax year entered in line 5 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period

7 State in detail why you need the extension INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.

<b>8a</b> If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>8a</b> \$	3,803,510
<b>b</b> If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	<b>8b</b> \$	3,803,510
<b>c Balance Due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>8c</b> \$	0

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature  *Barsara E. Hunt* Title  Senior Tax Manager, KPMG LLP Date  8/12/14

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 . . . . .	1,407,084.	1,275,018.	1,275,018.
	2	Savings and temporary cash investments . . . . .	55,498,494.	282,678,787.	282,678,787.
	3	Accounts receivable . . . . . ▶ 770,427.			
		Less: allowance for doubtful accounts ▶ 0.	1,100,782.	770,427.	770,427.
	4	Pledges receivable . . . . . ▶ 17,589,094.			
		Less: allowance for doubtful accounts ▶ 0.	19,186,294.	17,589,094.	17,589,094.
	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 sch) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .	18,000.	11,573.	11,573.
	10a	Investments — U.S. and state government obligations (attach schedule) . . . . . Schedule 5 . . . . .	16,219,807.	37,344,487.	37,344,487.
		b Investments — corporate stock (attach schedule) . Schedule 5 . . . . .		97,856,298.	97,856,298.
		c Investments — corporate bonds (attach schedule) . . . . .			
	11	Investments — land, buildings, and equipment: basis . . . . . ▶ 510,000.			
	Less: accumulated depreciation (attach schedule) . . . . . Schedule 6. ▶ 0.	510,000.	510,000.	510,000.	
12	Investments — mortgage loans . . . . .				
13	Investments — other (attach schedule) . . . . . Schedule 7 . . . . .	700,292,469.	426,219,469.	426,219,469.	
14	Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) . . . . . Schedule 8. ▶	6,724,013.	6,317,065.	6,317,065.	
15	Other assets (describe ▶ )				
16	<b>Total assets</b> (to be completed by all filers — see the instructions. Also, see page 1, item I). . . . .	800,956,943.	870,572,218.	870,572,218.	
LIABILITIES	17	Accounts payable and accrued expenses . . . . .	9,700,336.	6,755,875.	
	18	Grants payable . . . . .	8,299,428.	8,505,549.	
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, & other disqualified persons . . . . .			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ Taxes Payable )	4,283,825.	5,940,750.	
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	22,283,589.	21,202,174.	
NET ASSETS OR FUND BALANCES	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> . . . . . ▶ <input checked="" type="checkbox"/>				
	24	Unrestricted . . . . .	752,321,912.	821,763,951.	
	25	Temporarily restricted . . . . .	16,447,075.	17,642,750.	
	26	Permanently restricted . . . . .	9,904,367.	9,963,343.	
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> . . . . . ▶ <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, building, and equipment fund . . . . .			
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .			
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	778,673,354.	849,370,044.	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	800,956,943.	870,572,218.	

**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	778,673,354.
2	Enter amount from Part I, line 27a . . . . .	2	95,341,915.
3	Other increases not included in line 2 (itemize) . . . . . ▶ See Other Increases Stmt — SCHEDULE 1a	3	3,820,766.
4	Add lines 1, 2, and 3 . . . . .	4	877,836,035.
5	Decreases not included in line 2 (itemize) . . . . . ▶ See Other Decreases Stmt — SCHEDULE 1a	5	28,465,991.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30 . . . . .	6	849,370,044.

**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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a See Schedule 1			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss). <span style="float:right">[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]</span>	<b>2</b>	108,857,908.
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 <span style="float:right">[ ]</span>	<b>3</b>	

**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 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 (column (b) divided by column (c))
2012	42,416,766.	739,358,492.	0.057370
2011	42,332,134.	742,833,551.	0.056987
2010	41,573,616.	699,305,732.	0.059450
2009	52,300,115.	647,412,111.	0.080783
2008	48,477,527.	829,638,960.	0.058432
2 Total of line 1, column (d) . . . . .			0.313022
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . . .			0.062604
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .			794,382,459.
5 Multiply line 4 by line 3 . . . . .			49,731,520.
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			1,113,912.
7 Add lines 5 and 6. . . . .			50,845,432.
8 Enter qualifying distributions from Part XII, line 4 . . . . .			40,859,797.

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)**

1 a 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	2,227,824.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b) . . . . .			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		2	
3 Add lines 1 and 2. . . . .		3	2,227,824.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		4	
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	2,227,824.
6 Credits/Payments:			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013 . . . . .	6 a	1,553,510.	
b Exempt foreign organizations – tax withheld at source . . . . .	6 b		
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6 c	2,250,000.	
d Backup withholding erroneously withheld . . . . .	6 d		
7 Total credits and payments. Add lines 6a through 6d . . . . .		7	3,803,510.
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .		8	
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .		9	
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .		10	1,575,686.
11 Enter the amount of line 10 to be: <b>Credited to 2014 estimated tax</b> . . . . . 1,575,686. <b>Refunded</b> . . . . .		11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a 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 definition)? . . . . .		X
<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>		
c Did the foundation file <b>Form 1120-POL</b> 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 . . . ▶ \$ 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>		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? <i>If 'Yes,' attach a conformed copy of the changes</i> . . . . .		X
4 a 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 <b>Form 990-T</b> for this year? . . . . .	X	
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>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV.</i> . . . . .	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) . . . . . <u>See States Registered In – SCHEDULE 1a</u>		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i> . . . . .	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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i> . . . . .		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i> . . . . .		X

**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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address . . . . . <u>www.rbf.org</u>	13	X	
14	The books are in care of <u>Geraldine F. Watson</u> Telephone no. <u>(212) 812-4230</u> Located at <u>475 Riverside Drive</u> <u>New York</u> <u>NY</u> ZIP + 4 <u>10115</u>			
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 . . . . . N/A <u>15</u>			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. 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
1 a	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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (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"/> Organizations relying on a current notice regarding disaster assistance check here	1 b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1 c	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u> .		
b	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.)	2 b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u> .		
3 a	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 2013 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 2013.)	3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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 2013?	4 b	X

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

5 a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?. . . . .  Yes  No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . . .  Yes  No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . .  Yes  No
- (4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) . . . . .  Yes  No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . .  Yes  No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? . . . . .

5 b X

Organizations relying on a current notice regarding disaster assistance check here . . . . .

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . .  Yes  No  
 If 'Yes,' attach the statement required by Regulations section 53.4945-5(d). SCHEDULE 9

6 a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .  Yes  No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .  Yes  No  
 If 'Yes' to 6b, file Form 8870.

6 b X

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . . . .  Yes  No

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .

7 b N/A

**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 Schedule 10		1,402,830.	349,625.	26,761.

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
Charles Granquist 475 Riverside Drive, Suite 900 New York NY 10115	Executive Director 35.00	231,602.	78,946.	1,454.
Benjamin R. Shute, Jr. 475 Riverside Drive, Suite 900 New York NY 10115	Program Director 35.00	213,954.	75,509.	1,019.
Michael F. Northrop 475 Riverside Drive, Suite 900 New York NY 10115	Program Director 35.00	212,416.	82,231.	1,926.
Ben Rodriguez-Cubenas 475 Riverside Drive, Suite 900 New York NY 10115	Program Director 35.00	186,729.	52,590.	1,189.
Shenyu Belsky 475 Riverside Drive, Suite 900 New York NY 10115	Program Director 35.00	179,597.	49,458.	1,549.
Total number of other employees paid over \$50,000 . . . . .				35

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

<b>3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'</b>		
<b>(a) Name and address of each person paid more than \$50,000</b>	<b>(b) Type of service</b>	<b>(c) Compensation</b>
Greenrock Corporation 200 Lake Road Sleepy Hollow NY 10591	Facilities Maintenance	1,303,196.
Investure, LLC 126 Garrett Street, Suite J Charlottesville VA 22902	Investment Management	3,245,727.
Ventucom, LLC 110 Wall Street, 11th Floor New York NY 10005	IT Services	380,544.
Patterson, Belknap, Webb & Tyler 1133 Avenue of the Americas New York NY 10036	Legal Services	516,461.
Nicholson & Galloway, Inc. 261 Glen Head Road Glen Head NY 11545	Facilities Maintenance	222,989.
<b>Total number of others receiving over \$50,000 for professional services</b>		<b>10</b>

**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 Pocantico Historic Area (See Schedule 11)	3,622,786.
2 Assistance to Charitable Organizations (See Schedule 11)	479,111.
3 Pocantico Conference Center (See Schedule 11)	398,532.
4	

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

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

BAA

Form 990-PF (2013)

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1 a</b>	804,485,560.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1 b</b>	1,994,094.
<b>c</b>	Fair market value of all other assets (see instructions) . . . . .	<b>1 c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1 d</b>	806,479,654.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1 e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	806,479,654.
<b>4</b>	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions) . . . . .	<b>4</b>	12,097,195.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4. . . . .	<b>5</b>	794,382,459.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	39,719,123.

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

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	39,719,123.
<b>2 a</b>	Tax on investment income for 2013 from Part VI, line 5 . . . . .	<b>2 a</b>	2,227,824.
<b>2 b</b>	Income tax for 2013. (This does not include the tax from Part VI.) . . . . .	<b>2 b</b>	
<b>2 c</b>	Add lines 2a and 2b . . . . .	<b>2 c</b>	2,227,824.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	37,491,299.
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	113,514.
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	37,604,813.
<b>6</b>	Deduction from distributable amount (see instructions) . . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	37,604,813.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes:		
<b>a</b>	Expenses, contributions, gifts, etc – total from Part I, column (d), line 26 . . . . .	<b>1 a</b>	40,475,559.
<b>b</b>	Program-related investments – total from Part IX-B. . . . .	<b>1 b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes . . . . .	<b>2</b>	384,238.
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3 a</b>	
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3 b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	<b>4</b>	40,859,797.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) . . . . .	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	40,859,797.

**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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7 . . . . .				37,604,813.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only . . . . .			0.	
b Total for prior years: 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2013:				
a From 2008 . . . . .	8,847,022.			
b From 2009 . . . . .	18,879,509.			
c From 2010 . . . . .	6,486,566.			
d From 2011 . . . . .	4,898,336.			
e From 2012 . . . . .	4,362,360.			
f <b>Total</b> of lines 3a through e . . . . .	43,473,793.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 40,859,797.				
a Applied to 2012, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required – see instructions) . . . . .				
c Treated as distributions out of corpus (Election required – see instructions) . . . . .				
d Applied to 2013 distributable amount . . . . .				37,604,813.
e Remaining amount distributed out of corpus . . . . .	3,254,984.			
5 Excess distributions carryover applied to 2013 . . . . . <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
6 <b>Enter the net total of each column as indicated below:</b>				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	46,728,777.			
b Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
d Subtract line 6c from line 6b. Taxable amount – see instructions . . . . .		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount – see instructions . . . . .			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 . . . . .				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	1,625,000.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .	8,847,022.			
9 <b>Excess distributions carryover to 2014.</b> Subtract lines 7 and 8 from line 6a . . . . .	36,256,755.			
10 Analysis of line 9:				
a Excess from 2009 . . . . .	18,879,509.			
b Excess from 2010 . . . . .	6,486,566.			
c Excess from 2011 . . . . .	4,898,336.			
d Excess from 2012 . . . . .	4,362,360.			
e Excess from 2013 . . . . .	1,629,984.			

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

<b>1 a</b> If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling. . . . . ▶					
<b>b</b> Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)	<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
<b>2 a</b> 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) 2013	(b) 2012	(c) 2011	(d) 2010	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> 'Assets' alternative test — enter:					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
<b>b</b> 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
<b>c</b> 'Support' alternative test — enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .					
<b>(3)</b> Largest amount of support from an exempt organization . . . . .					
<b>(4)</b> Gross investment income . . . . .					

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

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
- 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 (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.
- a** The name, address, and telephone number or e-mail of the person to whom applications should be addressed:
- See Schedule 12
- b** The form in which applications should be submitted and information and materials they should include:
- See Schedule 12
- c** Any submission deadlines:
- See Schedule 12
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
- See Schedule 12

**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
<p><b>a Paid during the year</b> See Schedule 13</p>				27,399,104.
<b>Total</b> .....				<b>3 a</b> 27,399,104.
<p><b>b Approved for future payment</b> See Schedule 13</p>				8,505,549.
<b>Total</b> .....				<b>3 b</b> 8,505,549.





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**Schedule B**  
**(Form 990, 990-EZ,**  
**or 990-PF)**

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF**  
▶ **Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).**

OMB No. 1545-0047

**2013**

Name of the organization

Rockefeller Brothers Fund, Inc.

Employer identification number

13-1760106

**Organization type** (check one):

**Filers of:**

Form 990 or 990-EZ

**Section:**

501(c)( ) (enter number) organization

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

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

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

501(c)(3) taxable private foundation

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

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

**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

**Special Rules**

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

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

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year . . . . . ▶ \$ \_\_\_\_\_

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

**BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990EZ,**

Schedule **B** (Form 990, 990-EZ, or 990-PF) (2013)

or 990-PF.

Name of organization Rockefeller Brothers Fund, Inc.	Employer identification number 13-1760106
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**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	David Rockefeller 30 Rockefeller Plaza New York NY 10112	\$ 1,136,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	The Advantage Foundation Witikonerstrasse 61 Postfach, CH-8032	\$ 500,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3	Laszlo Bito and Olivia Carino Foundation 450 7th Avenue, Suite 2701 New York NY 10123	\$ 500,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
4	Japan International Cooperation Agency 1191 Corniche El Nile St. Boulak, Cairo, EG	\$ 60,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5	David Rockefeller, Jr. 30 Rockefeller Plaza New York NY 10112	\$ 15,300.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
6	Rockefeller Philanthropy Advisors 6 West 48th Street New York NY 10036	\$ 6,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization Rockefeller Brothers Fund, Inc.	Employer identification number 13-1760106
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**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	Neva Goodwin 30 Rockefeller Plaza New York NY 10112	\$ 5,100.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
8	Eileen & Paul Growald 30 Rockefeller Plaza New York NY 10112	\$ 8,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
9	Peggy Dulany 30 Rockefeller Plaza New York NY 10112	\$ 15,300.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
10	Richard Rockefeller 30 Rockefeller Plaza New York NY 10112	\$ 15,300.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Form 990-PF, Page 1, Part I, Line 11

**Line 11 Stmt**

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
Misc. Investment Income (See Schedule 2)	32,572.	-5,209,666.	
<b>Total</b>	<u>32,572.</u>	<u>-5,209,666.</u>	

Form 990-PF, Page 1, Part I, Line 18

**Line 18 Stmt**

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
See Line 18 Stmt				
Property Tax	73,006.			
Tax on Investment Income	3,676,230.			
<b>Total</b>	<u>3,749,236.</u>			

Form 990-PF, Page 1, Part I, Line 23

**Line 23 Stmt**

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
See Line 23 Stmt				
Postage	9,512.			9,512.
Messenger Services	927.			927.
Dues	46,431.			0.
Capital Expenditures	28,123.			28,123.
Office Supplies	40,996.			40,996.
Maintenance & Repairs	98,807.			98,807.
Telephone & Internet	105,995.	4,674.		101,321.
Staff Development	36,558.			36,558.
General Insurance	243,432.			243,432.
Equipment Leases & Rentals	48,024.			48,024.
Temporary Help	173,943.			173,943.
Collections Maintenance	58,815.			58,815.
Printing & Stationary	5,656.			5,656.
Books & Subscriptions	8,362.			8,362.
Misc. Expenses	167,240.	40,243.		313,247.
<b>Total</b>	<u>1,072,821.</u>	<u>44,917.</u>		<u>1,167,723.</u>

Form 990-PF, Page 2, Part III, Line 3

**Other Increases Stmt**

See Part III, line 3 Stmt, SCHEDULE 1A	
Deferred Excise Tax Expense	589,564.
Amounts Not Recognized as a Component of Net Periodic Benefit Cost	3,231,202.
<b>Total</b>	<u>3,820,766.</u>

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Form 990-PF, Page 2, Part III, Line 5

**Other Decreases Stmt**

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See Part III, line 5 Stmt, SCHEDULE 1A

<u>Unrealized Depreciation on Investments</u>	<u>28,465,991.</u>
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Total	<u>28,465,991.</u>
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Form 990-PF, Page 4, Part VII-A, Line 8a

**States Registered In**

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NY - New York

CA - California

MA - Massachusetts

ROCKEFELLER BROTHERS FUND, INC.  
13-1760106  
475 Riverside Drive, Suite 900  
New York, New York 10115

SCHEDULE 1B  
FORM 990-PF  
YEAR 2013

Schedule of Dividends & Interest from Securities \*

Part I, line 4

Dividends	71,606
Interest	0

**Total line 4, col. (a) \$71,606**

Add: Dividends & Interest per Limited Partnerships K-1s 10,598,910

**Total line 4, col. (b) \$10,670,516**

**ROCKEFELLER BROTHERS FUND, INC.**  
**13-1760106**  
**475 Riverside Drive, Suite 900**  
**New York, New York 10115**

**SCHEDULE 1**  
**FORM 990-PF**  
**YEAR 2013**

Schedule of Capital Gains and Losses

Part I, line 6a

	Gain or (Loss)
Colchester Global Fund	\$ 6,329,667
Contrarian Capital	270,623
Eton Park Overseas	857,530
Fir Tree Institutional Partners Fund I	4,403,233
Investure Alternative Fund	60,711,612
Investure Cash Fund	(92,751)
Investure Fixed Income	(281,712)
Investure Emerging Markets Fund	10,237,047
Investure Global Equity Fund	58,858,981
BNY Mellon Assets Servicing Beta Management Accounts	706,077
	<hr/>
<b>Net Realized Gain per Books (Total Part I, line 6a,col.(a))</b>	<b>\$ 142,000,307</b>
Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis) (See attached schedule)	42,283,296
Less: Gain/(loss) from Partnerships previously reflected in books, <u>for which K-1 values are now reflected on Form 990PF:</u>	
Colchester Global Fund	(6,329,667)
Investure Emerging Markets Fund	(10,237,047)
Investure Global Equity Fund	(58,858,981)
	<hr/>
	(75,425,695)
<b>Total Part IV, line 2</b>	<b><u>\$ 108,857,908</u></b>

Schedule of Limited Partnerships' Gains and Losses per Schedules K-1

Part IV

	Capital Gain	Capital Loss	Net Capital Gain/(Loss)
Ampersand 2001 Limited Partnership		(68,518)	(68,518)
Cabot Industrial Value Fund II			-
C/R Brazil Ethanol Investment Partnership - B, LP			-
C/R Renewable Energy Infrastructure Fund I, L.P.		(219,333)	(219,333)
Carlyle Riverstone TE Partners III (Cayman), LP		(113,267)	(113,267)
Carlyle Riverstone TE Partners III, LP			-
C/R Ontario Ethanol Holdings TE, LP		(988,808)	(988,808)
Colchester Global Bond Fund	254,667		254,667
Strategic Partners II, LP	72,320		72,320
Strategic Partners III, LP	111,803		111,803
Strategic Partners III VC, LP	265,659		265,659
Strategic Partners Fund I, LP		(32,391)	(32,391)
Investure Emerging Mrkt Fund LP	8,585,612		8,585,612
Investure Global Equity Fund LP	25,710,694		25,710,694
Investure Evergreen Fund	6,668,814		6,668,814
J.H. Whitney IV	10,473		10,473
Kayne Anderson Energy Fund III	115,833		115,833
Kayne Anderson Energy Fund IV	85,828		85,828
Lehman Brothers NB Co-Investment Partners, LP - Cayman	371,418	(37)	371,381
Lehman Brothers NB Co-Investment Partners		(434,862)	(434,862)
Lehman Brothers NB Secondary Opportunities Fund	6,593	(32,986)	(26,393)
Lexington Capital Partners II, LP	68,705		68,705
Lexington Capital Partners IV, LP	176,320	(31)	176,289
Morgan Stanley Real Estate Fund V International - TE, LP		(116,404)	(116,404)
Morgan Stanley Real Estate Fund VI		(823,441)	(823,441)
Natural Gas Partners VIII	326,292		326,292
New Enterprise Associates 10		(192,606)	(192,606)
NGP Energy Technology Partners		(12,795)	(12,795)
Palamon European Equity 'B', LP			-
Private Advisors Income Fund, LP	96,947		96,947
Private Advisors Small Company Buyout Fund II, LP	707,228	(735)	706,493
Prospect Venture Partners		(111,906)	(111,906)
Siguler Guff	920,026	(16,763)	903,263
TCV IV	133,055		133,055
Three Arch Capital, LP	14,028		14,028
Three Arch Capital IV, LP	6,713	(366,994)	(360,281)
TIFF Partners II		(18,418)	(18,418)
TIFF Partners IV	438,954		438,954
Trinity Ventures VI			-
Trinity Ventures VII	12,945		12,945
Trinity Ventures VIII	9,046		9,046
Weston Presidio Capital III		(3,100)	(3,100)
Weston Presidio Capital IV	75,705		75,705
Weston Presidio V AIV 1 Holdings, L.P.			-
Weston Presidio V, L.P.	591,013		591,013
	<u>45,836,691</u>	<u>(3,553,395)</u>	<u>42,283,296</u>

**ROCKEFELLER BROTHERS FUND, INC.**  
**13-1760106**  
**475 Riverside Drive, Suite 900**  
**New York, New York 10115**

**SCHEDULE 2**  
**FORM 990-PF**  
**YEAR 2013**

Schedule of Other Income/(Loss) \*

Part I, line 11

Miscellaneous Investment Income	32,572
<b>Total line 11, col. (a)</b>	<b>\$32,572</b>
Add: Other Income/(Loss) per Limited Partnerships K-1s (See attached schedule)	(5,242,238)
<b>Total line 11, col. (b)</b>	<b><u><u>(\$5,209,666)</u></u></b>

Schedule of Other Income/(Loss)

Part I, line 11, col. (b)

	Other Income/(Loss)	Deductions Related to Portfolio Income	Net Other Income/(Loss)
<u>Net Income/(Loss) received from the following Partnerships: *</u>			
Ampersand 2001 Limited Partnership		(9,714)	(9,714)
Cabot Industrial Value Fund II		(868)	(868)
C/R Brazil Ethanol Investment Partnership - B, LP			-
C/R Renewable Energy Infrastructure Fund I, L.P.		(15,593)	(15,593)
Carlyle Riverstone TE Partners III (Cayman), LP			-
Carlyle Riverstone TE Partners III, LP		(476)	(476)
C/R Ontario Ethanol Holdings TE, LP		(5)	(5)
Colchester Global Bond Fund		(1,007)	(1,007)
Strategic Partners II, LP	3,134	(9,036)	(5,902)
Strategic Partners III, LP	10,643	(123,647)	(113,004)
Strategic Partners III VC, LP	26,857	(72,196)	(45,339)
Strategic Partners Fund I, LP	9,967	(7,749)	2,218
Investure Emerging Mrkt Fund LP	(21,159)	(114,394)	(135,553)
Investure Global Equity Fund LP	(719,214)	(2,963,573)	(3,682,787)
Investure Evergreen Fund	628,011	(2,667,607)	(2,039,596)
J.H. Whitney IV		(2,792)	(2,792)
Kayne Anderson Energy Fund III	(260,636)	(22,526)	(283,162)
Kayne Anderson Energy Fund IV	481,626	(53,380)	428,246
Lehman Brothers NB Co-Investment Partners, LP - Cayman AIV I, LP		(18,543)	(18,543)
Lehman Brothers NB Co-Investment Partners	(2,178)	(63,556)	(65,734)
Lehman Brothers NB Secondary Opportunities Fund	15,292	(104,492)	(89,200)
Lexington Capital Partners II, LP	763	(5,776)	(5,013)
Lexington Capital Partners IV, LP	(824)	(9,269)	(10,093)
Morgan Stanley Real Estate Fund V International - TE, LP	51,783	(10,129)	41,654
Morgan Stanley Real Estate Fund VI	8	(187)	(179)
Natural Gas Partners VIII	141,822	(90,835)	50,987
New Enterprise Associates 10		(11,720)	(11,720)
NGP Energy Technology Partners		(6,947)	(6,947)
Palamon European Equity 'B', LP		(20,379)	(20,379)
Private Advisors Income Fund, LP	1,409,349	(112,151)	1,297,198
Private Advisors Small Company Buyout Fund II, LP	11,706	(120,515)	(108,809)
Prospect Venture Partners		(1,098)	(1,098)
Siguler Guff	99,084	(257,139)	(158,055)
TCV IV		(3,794)	(3,794)
Three Arch Capital, LP		(4,636)	(4,636)
Three Arch Capital IV, LP	(1,013)	(82,144)	(83,157)
TIFF Partners II	96	(11,749)	(11,653)
TIFF Partners IV	454	(53,584)	(53,130)
Trinity Ventures VI		(1,010)	(1,010)
Trinity Ventures VII	2,285	(1,778)	507
Trinity Ventures VIII	962	(554)	408
Weston Presidio Capital III		(151)	(151)
Weston Presidio Capital IV		(2,234)	(2,234)
Weston Presidio V, L.P.	(888)	(71,235)	(72,123)
Weston Presidio V AIV 1 Holdings, L.P.	-	-	-
	1,887,930	(7,130,168)	

Other Income/(Loss) from Limited Partnerships (5,242,238)

**ROCKEFELLER BROTHERS FUND, INC.**

13-1760106

475 Riverside Drive, Suite 900

New York, New York 10015

**SCHEDULE 3****FORM 990-PF****YEAR 2013**SCHEDULE OF EXPENDITURESPart I, line 16(a,b,c)Legal Fees (Patterson, Belknap, Webb & Tyler):

<b>Total line 16a</b>	<b>\$ 231,093</b>
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Accounting Fees (KPMG LLP):

<b>Total line 16b</b>	<b>\$ 130,890</b>
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Other Professional Fees:

Investment Management Fees	\$3,273,631
Custody Fees	176,012
Consultants' Fees	1,401,461
Facilities Maintenance	<u>1,451,822</u>

<b>Total line 16c</b>	<b>\$ 6,302,926</b>
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ROCKEFELLER BROTHERS FUND, INC.  
 13-1760106  
 475 Riverside Drive, Suite 900  
 New York, New York 10115

SCHEDULE 4  
 FORM 990-PF  
 YEAR 2013

SCHEDULE OF DEPRECIATION

Part I, line 19.

Description	ASSETS					ACCUMULATED DEPRECIATION		
	Beginning of Year	P/Y Adj.	2013 Acquisitions	2013 Dispositions	End of Year	Reserve, beginning of Year	2013 Depreciation (Part 1, line 19)	Reserve, end of Year
Office Equipment	2,238,146		1,100		2,239,246	1,701,526	165,241	1,866,767
Computer Equipment & Software	1,911,823		27,789		1,939,612	1,881,282	58,285	1,939,567
Fine Art	4,780		0		4,780	0		0
Leasehold Improvements-437 Madison Ave	3,049,452		0		3,049,452	1,811,708	3,975	1,815,683
Leasehold Improvements-Interchurch Center	7,159,516		0		7,159,516	2,269,690	508,419	2,778,109
Leasehold Improvements	19,330,755		337,488		19,668,243	19,323,493	46,168	19,369,661
Other	12,000		13,117		25,117	2,000	8,319	10,319
Automobile	9,050		7,219		16,269	1,810	3,254	5,064
	33,715,522	-	386,713	-	34,102,235	26,991,509	793,661	27,785,170
								<u>6,317,065</u>

ROCKEFELLER BROTHERS FUND, INC.  
13-1760106  
475 Riverside Drive, Suite 900  
New York, New York 10015

SCHEDULE 5  
FORM 990-PF  
YEAR 2013

Schedule of Investments

Part II, lines 10 (a,b,c), col. (b)

	<u>line 10a</u> U.S. & State Gov't Obligations	<u>line 10b</u> Corporate Stock	<u>line 10c</u> Corporate Bonds
<b><u>Investure Fixed Income</u></b>			
U.S. Treasury Notes	\$ 37,344,487	\$ -	\$ -
<b><u>BNY Mellon Beta Global &amp; Beta Alternative</u></b>			
IShares MSCI Emerging Markets ETF		\$ 52,954,266	
IShares MSCI EAFE ETF		\$ 41,042,011	
SPDR S&P 500 ETF Trust		\$ 3,860,021	
Totals	<u>\$ 37,344,487</u>	<u>\$ 97,856,298</u>	<u>\$ -</u>

ROCKEFELLER BROTHERS FUND, INC.  
13-1760106  
475 Riverside Drive, Suite 900  
New York, New York 10115

SCHEDULE 6  
FORM 990-PF  
YEAR 2013

Investments-Land, Buildings, Equipment

Part II, line 11

<u>Description</u>	<u>Cost or Other Basis</u>	<u>Accumulated Depreciation</u>	<u>Book Value</u>	<u>Fair Market Value</u>
<b>Real Estate</b>	510,000	0	510,000	510,000
Total Part II, line 11	<u>510,000</u>	<u>0</u>	<u>510,000</u>	<u>510,000</u>

**ROCKEFELLER BROTHERS FUND, INC.**  
**13-1760106**  
**475 Riverside Drive, Suite 900**  
**New York, New York 10015**

**SCHEDULE 7**  
**FORM 990-PF**  
**YEAR 2013**

Schedule of Investments- Other

Part II, line 13, col. (b)

Description:	End Of Year	
	Book Value	Fair Market Value
Ampersand 2001	2,064,786	2,064,786
Beta Alternative & Global Management	(208,193)	(208,193)
Cabot Industrial Value Fund II	8,372,817	8,372,817
CONVEXITY OFFSHORE	25,005,471	25,005,471
CSFB Strategic Partners II	283,823	283,823
CSFB Strategic Partners III	4,669,146	4,669,146
CSFB Strategic Partners III VC	2,461,571	2,461,571
DLJ Strategic Partners I	247,002	247,002
ETON PARK OVERSEAS FUND	2,638,786	2,638,786
Europa II	1,703,976	1,703,976
FIR TREE INT'L FUND I	11,507	11,507
IGEF - SUSTAINIBILITY	24,168,866	24,168,866
INVESTURE ALTERNATIVE FUND	1,857,361	1,857,361
Investure Evergreen Fund, LP	132,943,954	132,943,954
INVESTURE FIXED INCOME	94,946	94,946
INVESTURE GLOBAL EQUITY FUND	143,594,022	143,594,022
KA Energy Fund III & IV	4,655,484	4,655,484
Lexington Partners II	288,028	288,028
Lexington Partners IV	597,636	597,636
Morgan Stanley RE Fund V & VI	4,241,582	4,241,582
NB Co-Investment Partners LP	5,047,750	5,047,750
NB Secondary Opportunities Fund LP	4,164,224	4,164,224
NEA 10	1,603,727	1,603,727
NGP ETP	131,265	131,265
NGP VIII	5,275,985	5,275,985
Orion European Real Estate II	1,400,080	1,400,080
OSS CAPITAL MANAGEMENT	1,063,919	1,063,919
Palamon European Equity	4,071,140	4,071,140
PRIVATE ADVISORS INCOME FUND	1,372,057	1,372,057
Private Advisors Small Company Buyout Fund II,	4,616,501	4,616,501
Prospect II	462,216	462,216
Riverstone/Carlyle Global Energy III	10,079,534	10,079,534
Riverstone/Carlyle Renewable I	1,653,733	1,653,733
Siguler Guff Small Buyout Opportunities Fund LP	13,216,503	13,216,503
TCV IV	150,380	150,380
Three Arch Capital Limited Partnership	1,413,368	1,413,368
Three Arch Partners IV Limited Partnership	2,880,235	2,880,235
TIFF Partners II, LLC	189,109	189,109
TIFF Partners IV, LLC	2,299,620	2,299,620
Trinity VI	27,647	27,647
Trinity VII	48,193	48,193
Trinity VIII	258,725	258,725
Weston Presidio III	405,865	405,865
Weston Presidio IV	221,970	221,970
Weston Presidio V	4,312,143	4,312,143
Whitney Equity Partners IV	161,009	161,009
<b>Total line 13, col. (b)</b>	<b>\$ 426,219,469</b>	<b>\$ 426,219,469</b>

ROCKEFELLER BROTHERS FUND, INC.  
13-1760106  
475 Riverside Drive, Suite 900  
New York, New York 10015

SCHEDULE 8  
FORM 990-PF  
YEAR 2013

SCHEDULE OF LAND, BUILDINGS & EQUIPMENT

Part II, line 14, col. (b) & (c)

<u>Description</u>	<u>Cost</u>	<u>Accumulated Depreciation</u>	<u>Net Basis</u>
Office Equipment	2,239,246	1,866,767	\$372,479
Computer Equipment & Software	1,939,612	1,939,567	45
Fine Art	4,780	0	4,780
Leasehold Improvements	29,877,211	23,963,453	5,913,758
Other	25,117	10,319	14,798
Automobile	16,269	5,064	11,205
	<u>\$34,102,235</u>	<u>\$27,785,170</u>	
		<b>Total line 14</b>	<u><b>\$6,317,065</b></u>

ROCKEFELLER BROTHERS FUND, INC.

GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013

1. Name and Address of Recipient:  
ACTIVEVISION  
Bait Hadash 7  
Tel Aviv 6687461  
Israel
2. Date and Amount of Grant:  
12/16/2013 \$5,000
3. Purpose of Grant:  
For its Activestills project.
4. Amount Expended by Grantee:  
**The entire amount.** Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 7/31/2014, Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
THE ADM CAPITAL FOUNDATION LIMITED  
2406 9 Queen's Road Central  
Hong Kong  
China
2. Date and Amount of Grant:  
8/22/2012     \$75,000
3. Purpose of Grant:  
For its China Water Risk project.
4. Amount Expended by Grantee:  
**The entire amount.** Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 9/17/2014, Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
THE ADM CAPITAL FOUNDATION LIMITED  
2406 9 Queen's Road Central  
Hong Kong  
China
2. Date and Amount of Grant:  
4/3/2013      \$75,000
3. Purpose of Grant:  
For its China Water Risk project.
4. Amount Expended by Grantee:  
**The entire amount.** Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 9/17/2014, Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
THE ASSOCIATION FOR THE DEVELOPMENT AND ENHANCEMENT OF WOMEN  
8/10 Mathaf El Manyal Street, 5th Floor, Apartment 12  
Cairo  
Egypt
2. Date and Amount of Grant:  
Payment was never made as funds are no longer required by Grantee. Grant has been lapsed in full and was not taken as a qualifying distribution.
3. Purpose of Grant:  
For its Youth Political Participation project.
4. Amount Expended by Grantee:  
Not applicable. See No. 2 above.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
Not applicable. See No. 2 above.
6. Date of Reports received from Grantee:  
Not applicable. See No. 2 above.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
CHINA DIALOGUE TRUST  
Suite 306 Grayston Centre  
28 Charles Square  
London N1 6HT  
United Kingdom
2. Date and Amount of Grant:  
8/22/2012     \$65,000
3. Purpose of Grant:  
To support expanded coverage of environment and health and of energy and climate issues.
4. Amount Expended by Grantee:  
**The entire amount.** Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 2/28/2014, Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
CHINA DIALOGUE TRUST  
Suite 306 Grayston Centre  
28 Charles Square  
London N1 6HT  
United Kingdom
2. Date and Amount of Grant:  
3/27/2013     \$65,000
3. Purpose of Grant:  
To support expanded coverage of environment and health and of energy and climate issues.
4. Amount Expended by Grantee:  
**The entire amount.** Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 2/28/2014 and 8/28/2014, Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
CIVIC ALLIANCE  
Studentska ulica  
Lamela 9, br. 5  
Podgorica 8100  
Montenegro
2. Date and Amount of Grant:  
3/14/2012     \$100,000
3. Purpose of Grant:  
For general support.
4. Amount Expended by Grantee:  
**\$99,901.** Grantor received from Grantee narrative and expenditure reports certifying that \$99,901 of the grant was expended for the purpose for which it was made. This amount is equal to the total amount received by Grantee (\$99,901), which is less than the amount granted because of bank fee deductions.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 1/31/2013 and 10/10/2014, Grantor received from Grantee narrative and financial reports certifying that \$99,901 of the grant was expended for the purpose for which it was made.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
CLUB ALPBACH BELGRADE  
Borska Street 70  
Belgrade 11000  
Serbia
2. Date and Amount of Grant:  
4/3/2013      \$15,000
3. Purpose of Grant:  
For its Summer School on European Integration.
4. Amount Expended by Grantee:  
**The entire amount.** Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 3/1/2014, Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
SLAVKO CURUVIJA FOUNDATION  
Krusulina 7/2, First Floor  
Belgrade  
Serbia
2. Date and Amount of Grant:  
12/11/2013 \$50,000
3. Purpose of Grant:  
For general support.
4. Amount Expended by Grantee:  
**\$4,014.67.** Grantor received from Grantee narrative and financial reports certifying that \$4,014.67 of the grant was expended for the purpose for which it was made. A report on the balance of \$45,985.33 will be due in 2015.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 2/28/2014, Grantor received from Grantee narrative and expenditure reports certifying that \$4,014.67 was expended for the purpose for which it was made. A report on the balance of \$45,985.33 will be due in 2015.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
GLOBAL FUND FOR COMMUNITY FOUNDATIONS  
Registered Office Community House  
Citilink Business Park  
Albert Street  
Belfast BT12 4HQ  
Northern Ireland
2. Date and Amount of Grant:  
5/22/2013     \$50,000
3. Purpose of Grant:  
For general support.
4. Amount Expended by Grantee:  
**The entire amount.** Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 4/7/2014 and 7/31/2014, Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
GLOBAL FUND FOR COMMUNITY FOUNDATIONS  
Registered Office Community House  
Citilink Business Park  
Albert Street  
Belfast BT12 4HQ  
Northern Ireland
2. Date and Amount of Grant:  
12/9/2013     \$75,000
3. Purpose of Grant:  
For its project, the Global Alliance for Community Philanthropy.
4. Amount Expended by Grantee:  
**\$13,441.40.** Grantor received from Grantee narrative and financial reports certifying that \$13,441.40 of the grant was expended for the purpose for which it was made. A report on the balance of \$61,558.60 will be due in 2015.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 6/19/2014, Grantor received from Grantee narrative and financial reports certifying that \$13,441.40 of the grant was expended for the purpose for which it was made. A report on the balance of \$61,558.60 will be due in 2015.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
GUANGDONG HARMONY FOUNDATION  
Room 806, Haizhu Science Park  
Sun Yat-sen University  
No. 135 Xingang Road  
Guangzhou 510275  
China
2. Date and Amount of Grant:  
4/4/2012      \$125,000
3. Purpose of Grant:  
To establish its South China Environmental Leadership Fund.
4. Amount Expended by Grantee:  
**The entire amount.** Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 8/29/2014, Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
GUANGDONG HARMONY FOUNDATION  
Room 806, Haizhu Science Park  
Sun Yat-sen University  
No. 135 Xingang Road  
Guangzhou 510275  
China
2. Date and Amount of Grant:  
12/9/2013     \$125,000
3. Purpose of Grant:  
To establish its South China Environmental Leadership Fund.
4. Amount Expended by Grantee:  
**\$97,625.40.** Grantor received from Grantee narrative and financial reports certifying that \$97,625.40 of the grant was expended for the purpose for which it was made.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 8/29/2014, Grantor received from Grantee narrative and expenditure reports certifying that \$97,625.40 of the grant was expended for the purpose for which it was made. During the period of the grant, Grantee was determined to be the equivalent of a public charity. Therefore, Expenditure Responsibility is no longer required, and this schedule will not be included in subsequent Forms 990-PF.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
INSTITUTE FOR DEVELOPMENT POLICY  
Rrustem Statovci str. 78  
Pristina  
Kosovo
2. Date and Amount of Grant:  
6/28/2012     \$50,000
3. Purpose of Grant:  
For research and analysis of energy investment and global governance institutions.
4. Amount Expended by Grantee:  
**\$46,588.50.** Grantor received from Grantee narrative and financial reports certifying that \$46,588.50 was expended for the purpose for which it was made.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 2/26/2014, Grantor received from Grantee narrative and expenditure reports certifying that \$46,588.50 of the grant was expended for the purpose for which it was made. During the period of the grant, Grantee was determined to be the equivalent of a public charity. Therefore, Expenditure Responsibility is no longer required, and this schedule will not be included in subsequent Forms 990-PF.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
INSTITUTE FOR INTEGRATED TRANSITIONS  
Benet Mateu 40  
Barcelona 08034  
Spain
2. Date and Amount of Grant:  
3/20/2013     \$80,000
3. Purpose of Grant:  
For general support.
4. Amount Expended by Grantee:  
**The entire amount.** Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 5/1/2014, Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
INVESTOR WATCH  
286 Sandycombe Road  
Kew Gardens  
Surrey TW9 3NG  
United Kingdom
2. Date and Amount of Grant:  
8/28/2013    \$60,000
3. Purpose of Grant:  
For its Carbon Tracker Initiative.
4. Amount Expended by Grantee:  
**The entire amount.** Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 9/12/2014, Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
RAMON MAGSAYSAY AWARD FOUNDATION  
1680 Roxas Boulevard  
Manila 1004  
Philippines
2. Date and Amount of Grant:  
8/19/2010     \$150,000
3. Purpose of Grant:  
To support the 2010 Ramon Magsaysay Awards.
4. Amount Expended by Grantee:  
**\$135,000.** Grantor received from Grantee narrative and financial reports certifying that \$135,000 of the grant was expended for the purpose for which it was made. A report on the balance of \$15,000 will be due in 2015.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 10/11/2010, 9/15/2011, 11/3/2013, and 9/24/2014, Grantor received from Grantee narrative and expenditure reports certifying that \$135,000 of the grant was expended for the purpose for which it was made. A report on the balance of \$15,000 will be due in 2015.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
MITVIM - THE ISRAELI INSTITUTE FOR REGIONAL FOREIGN POLICIES  
c/o Eyal Bressler & Co., 11 Tuval Street  
Ramat Gan 52522  
Israel
2. Date and Amount of Grant:  
3/13/2013      \$20,000
3. Purpose of Grant:  
For general support.
4. Amount Expended by Grantee:  
**The entire amount.** Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 4/22/2014, Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
MOLAD-THE CENTER FOR THE RENEWAL OF DEMOCRACY  
20 Emek Refaim Street  
Jerusalem 93105  
Israel
2. Date and Amount of Grant:  
12/16/2013 \$50,000
3. Purpose of Grant:  
For general support.
4. Amount Expended by Grantee:  
**\$10,879.** Grantor received from Grantee narrative and financial reports certifying that \$10,879 of the grant was expended for the purpose for which it was made. A report on the balance of \$39,121 will be due in 2015.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 9/16/2014, Grantor received from Grantee narrative and expenditure reports certifying that \$10,879 of the grant was expended for the purpose for which it was made. A report on the balance of \$39,121 will be due in 2015.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
JEROME ROBBINS FOUNDATION  
156 West 56th Street, Suite 900  
New York, NY 10019
2. Date and Amount of Grant:  
4/24/2013     \$12,000
3. Purpose of Grant:  
For its Floria V. Lasky Symposium.
4. Amount Expended by Grantee:  
**The entire amount.** Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 10/2/2013, Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
SHELLEY & DONALD RUBIN FOUNDATION, INC.  
17 West 17th Street, 9th Floor  
New York, NY 10011
2. Date and Amount of Grant:  
5/29/2013     \$91,000
3. Purpose of Grant:  
For its Cuban visual arts programming.
4. Amount Expended by Grantee:  
**The entire amount.** Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 9/4/2014, Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2013**

1. Name and Address of Recipient:  
SHANGRI-LA INSTITUTE FOR SUSTAINABLE COMMUNITIES  
709, Building A, SOHO New Town, No. 88 Jianguo Road, Chaoyang District  
Beijing 100022  
China
2. Date and Amount of Grant:  
12/19/2012 \$100,000
3. Purpose of Grant:  
For its Climate Change Education project.
4. Amount Expended by Grantee:  
**The entire amount.** Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
5. Whether Grantee – to the knowledge of Grantor – made any diversion of funds from the purpose of the grant:  
No.
6. Date of Reports received from Grantee:  
On 9/16/2014, Grantor received from Grantee narrative and financial reports certifying that the entire amount of the grant was expended for the purpose for which it was made.
7. Dates and Results of the Verification of Grantee's Report(s):  
Not required.

**ROCKEFELLER BROTHERS FUND, INC.**

**13-1760106**

**475 Riverside Drive, Suite 900**

**New York, New York 10115**

**SCHEDULE 10**

**FORM 990-PF**

**YEAR 2013**

Compensation of Officers, Directors, and Trustees

Part VIII. (1)

Name and Address	Title	Average Hours per Week Devoted to Position	Compensation	Contributions to Employee Benefit Plans	Expense Account and Other Allowances
Steven C. Rockefeller c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	(2) 3 hrs.	- 0 -	None	None
David Rockefeller c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Advisory Trustee	1 hr.	- 0 -	None	None
Richard G. Rockefeller c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee Chairman	(3) 2.5 hrs.	- 0 -	None	None
Anne Bartley c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	5 hrs.	- 0 -	None	None
Vali Nasr c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	(2) 1 hr.	- 0 -	None	829
R. Nicholas Burns c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	(2) 1 hr.	- 0 -	None	829
Valerie Wayne c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Advisory Trustee	(1) 10 hrs.	- 0 -	None	None
Joseph A. Pierson c/o Rockefeller Brother Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee Vice Chairman	(2) 1 hr.	- 0 -	None	829
Miranda M. Kaiser c/o Rockefeller Brother Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	1 hr.	- 0 -	None	None

Compensation of Officers, Directors, and Trustees

Part VIII. (1)

<u>Name and Address</u>	<u>Title</u>	<u>Average Hours per Week Devoted to Position</u>	<u>Compensation</u>	<u>Contributions to Employee Benefit Plans</u>	<u>Expense Account and Other Allowances</u>
Wendy O'Neill c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	1 hr.	- 0 -	None	None
Timothy O'Neill c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	1 hr.	2,000	None	None
Wendy Gordon c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	.5 hrs.	- 0 -	None	None
Justin Rockefeller c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	1 hr.	- 0 -	None	None
Arlene Shuler c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	1 hr.	- 0 -	None	829
Marsha Simms c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	1 hr.	- 0 -	None	829
Kavita Ramdas c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	1 hr.	- 0 -	None	829
Daniel Levy c/o Rockefeller Brothers Fund 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee	(4) 1 hr.	- 0 -	None	829
Stephen B. Heintz 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Trustee, President	40 hrs.	552,100	98,821	6,233

Compensation of Officers, Directors, and Trustees

Part VIII. (1)

<u>Name and Address</u>	<u>Title</u>	<u>Average Hours per Week Devoted to Position</u>	<u>Compensation</u>	<u>Contributions to Employee Benefit Plans</u>	<u>Expense Account and Other Allowances</u>
Nancy L. Muirhead 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Corporate Secretary	40 hrs.	218,000	83,444	4,219
Elizabeth C. Campbell 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Vice President For Programs	40 hrs.	317,730	83,739	4,633
Geraldine F. Watson 475 Riverside Drive, Suite 900 New York, N.Y. 10115	Vice President, Finance and Operations	40 hrs.	313,000	83,621	5,873
			<u>\$ 1,402,830</u>	<u>\$ 349,625</u>	<u>\$ 26,761</u>

(1) *Elected as Chair of the Board effective June 19, 2013.*

(2) *Re-elected to Board effective June 19, 2013.*

(3) *Until June 19, 2013; elected Advisory Trustee effective June 19, 2013.*

(4) *Elected to Board effective June 19, 2013.*

**ROCKEFELLER BROTHERS FUND, INC. 13-1760106**  
**475 Riverside Drive, Suite 900**  
**New York, NY 10115**

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**Schedule 11**  
**FORM 990-PF**  
**Year 2013**

Summary of Direct Charitable Activities

PART IX-A

Line 1 Pocantico Historic Area

The Pocantico Center is managed by the Rockefeller Brothers Fund as part of its agreement with the National Trust for Historic Preservation, entered into in 1991, under which the Fund is responsible for the renovation, maintenance, and operation of this historic site. It also serves as a community resource, and offers public access through a visitation program, lectures, and cultural events. In 2013, 34,321 people visited the Pocantico Historic area.

Amount: \$3,622,786

Line 2 Assistance to Charitable Organizations:

During 2013, 10 members of the staff of Rockefeller Brothers Fund provided technical assistance to charitable organizations, governmental bodies and committees, and 17 members of the staff served on 60 charitable organizations' boards, committees, public commissions, or task forces.

Amount: \$479,111

Line 3 Pocantico Conference Center

The Pocantico Conference Center of the Rockefeller Brothers Fund, located within the Pocantico Historic Area (see Line 1, above), began operations in April of 1994. The Pocantico Center is a venue for conferences and meetings on critical issues related to the Rockefeller Brothers Fund's mission. The Pocantico Center also hosts artist residencies, and provides performance space for artists selected by RBF grantees and New York City arts organizations. In 2013, The Pocantico Center held 55 conferences and meetings, and 29 public programs. Of the 55 conferences held, 26 were related to the Fund's programs. There were 16 Pocantico artist residencies in 2013.

Amount: \$398,532

PART XV, Line 2a

Grant Inquiries are accepted throughout the year at <http://www.rbf.org/content/apply-grant>. The online Grant Inquiry is the starting point for applying for a grant from the Rockefeller Brothers Fund.

PART XV, Line 2b

Founded in 1940, the Rockefeller Brothers Fund advances social change that contributes to a more just, sustainable, and peaceful world. The Fund's grantmaking is organized in three thematic programs that support work in the United States and at the global level: Democratic Practice, Sustainable Development, and Peacebuilding; and in three pivotal place programs that address these themes in specific contexts: New York City, Southern China, and the Western Balkans.

The Rockefeller Brothers Fund is highly engaged in the fields in which the RBF provides support. Staff members actively identify organizations that are well-positioned to meet programmatic goals. While the Fund remains open to unsolicited requests, applicants should be aware that the likelihood of an unsolicited request becoming a grant is low. The online grant inquiry is the starting point for requesting a grant.

Applications for funding are considered throughout the year. The first step for prospective applicants is to submit an online grant inquiry. The review process may take up to three months from the time the inquiry is received.

Staff review each inquiry for fit within current program guidelines, funding priorities, and budget constraints. If there is interest in considering a grant, staff will contact the applicant for additional information, including a detailed proposal. Applicants should not send a full proposal unless requested to do so by Fund staff. The review process may take up to three months from the time the inquiry is received.

Once a grant is approved, grantees will receive an agreement letter from the Fund outlining the terms of the grant, including the expected reporting requirements and payment schedule. The first payment on the grant is generally issued upon return of the countersigned award letter to the Fund.

RBF staff members monitor grants throughout their life cycle. Each grantee is required to submit narrative and financial reports at specified intervals during the grant as well as at its conclusion. Grant reports become part of the Fund's permanent records.

PART XV, Line 2c

The Charles E. Culpeper Arts & Culture Grants honor the legacy of Charles E. Culpeper by supporting the artists and arts and cultural organizations that make New York City one of the world's most dynamic creative capitals. Managed by the Fund's Pivotal Place: New York City program, these grants support the creative process, build the capacity of small and mid-size arts and cultural institutions, and promote the pursuit of the creative life.

This portfolio is currently under review and as a result, applications were not accepted in 2014.

**ELIGIBILITY**

- Organizations based within the five boroughs of New York City
- Organizations with 501(c)(3) tax status or projects of sponsoring organizations with 501(c)(3) tax status

- For capacity-building grants, organizations with annual operating budgets between \$200,000 and \$4 million
- Generally, no capital campaigns, festivals, meetings, cash reserve funds, or endowments
- Support for arts education has been phased out

PART XV, Line 2d

The Rockefeller Brothers Fund awards grants throughout the year to support a variety of charitable projects in the United States and abroad that seek to expand knowledge, clarify values and critical choices, nurture creative expression, and shape public policy.

To be eligible for a grant, organizations should be considered tax-exempt or seeking support for a project that would qualify as educational or charitable. The Fund's grantmaking is organized around three thematic programs and three place-based programs. The RBF awards a limited number of Philanthropic Stewardship and Special Opportunities grants that support nonprofit infrastructure organizations and help to further the Fund's mission. The Fund does not accept unsolicited applications in these areas.

Please also see What We Do Not Fund at [www.rbf.org/content/what-we-do-not-fund](http://www.rbf.org/content/what-we-do-not-fund).

**RBF PROGRAM STATEMENT**

The Rockefeller Brothers Fund advances social change that contributes to a more just, sustainable, and peaceful world. Through its grantmaking, the Fund supports efforts to expand knowledge, clarify values and critical choices, nurture creative expression, and shape public policy. The Fund's programs are intended to develop leaders, strengthen institutions, engage citizens, build community, and foster partnerships that include government, business, and civil society. Respect for cultural diversity and ecological integrity pervades the Fund's activities.

As an institutional citizen of an interdependent world, the Fund is active globally, nationally, and locally in its home city of New York. Grant programs are organized around three themes: Democratic Practice, Peacebuilding, and Sustainable Development. The Fund recognizes that achievement of progress in each of these program areas is often interconnected with developments in the others. As a private foundation, the Fund strives to promote philanthropic excellence and to enhance the effectiveness of the nonprofit sector.

As specified in the guidelines for each grant program, the Fund supports activities in a variety of geographic contexts. It also has identified several specific locations on which to concentrate cross-programmatic attention. The Fund refers to these as "RBF pivotal places": sub-national areas, nation-states, or cross-border regions which have special importance with regard to the Fund's substantive concerns and whose future will have disproportionate significance for the future of a surrounding region, an ecosystem, or the world. The Fund currently works in three pivotal places: New York City, Southern China, and Western Balkans.

The Pocantico Center of the Rockefeller Brothers Fund is located at the heart of the Rockefeller estate outside New York City and was created when the Fund leased the area from the National Trust for Historic Preservation in 1991. The conference center provides a unique setting where the RBF and other nonprofit organizations and public sector institutions can bring together people of diverse backgrounds and

perspectives to engage critical issues, reach new levels of understanding, and develop creative solutions to pressing problems.

In the years since its founding in 1940, the Fund has developed a distinctive style of grantmaking that is reflected in the following characteristics:

**Long View.** Grantmaking is primarily concerned with fundamental problems and is designed to contribute to the achievement of long-term goals and to make a lasting impact.

**Commitment.** Extended commitments are frequently made to specific issues and geographic regions and even to particular grantees.

**Synergy.** Rather than considering opportunities on a stand-alone basis, the Fund looks for connections among the activities it supports and the themes it pursues, both within and across program areas and in specific geographic locations.

**Initiative.** The Fund initiates or participates in the development of many of the projects that it supports.

**Engagement.** In addition to providing financial support, the Fund often works closely with grantee organizations to help strengthen their capacity and advance their work

**Collaboration.** The Fund actively seeks opportunities to collaborate with other funders.

**Convening.** The Fund devotes time and resources, including the use of its Pocantico Conference Center, to convening groups of diverse stakeholders and encouraging collaboration among government agencies, corporations, and nongovernmental organizations.

The goals and strategies in each of our programs are implemented through a variety of approaches to grantmaking. In some programs, as is noted in the guidelines, the Fund proactively identifies grantee partners and thus has limited ability to respond to unsolicited proposals. Grantseekers are encouraged to study the guidelines closely. Prospective grantees are also urged to consult the section [“How to Apply”](#) at [www.rbf.org](http://www.rbf.org) for specific guidance on the application process.

## RBF PROGRAMS

### DEMOCRATIC PRACTICE PROGRAM GUIDELINES

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For democracy to flourish and deliver on its promises—including political participation, human rights, access to justice, a good education, an improved quality of life, a healthy environment, and personal security—its citizens must be informed, engaged, empowered, and assertive. Similarly, institutions of governance must be inclusive, transparent, accountable, and responsive.

The frequent failure of both new and established democracies to deliver on democracy's promises undermines the commitment to democratic practices. Wealthy and powerful actors exercise undue influence, and voices that historically have been excluded remain unheard in decision-making processes.

The United States continues to face a number of democratic deficits: a decline in many traditional forms of civic engagement; reduced participation in the formal institutions of democracy, including but not limited

to voting; and declining trust in all institutions, especially institutions of government. These deficits are being exacerbated by deeply rooted economic challenges, and American society is becoming increasingly polarized, socially, economically, and politically.

At the same time, the process of globalization has similarly produced democratic deficits in global governance. Global power and wealth inequities have deepened, while the significance of decisions made by transnational institutions such as multilateral organizations, multinational corporations, and international financial institutions has increased. In this patchwork of institutions and practices, global governance decisions are made with inadequate inclusiveness, accountability, and transparency, often preempting or distorting legitimate national and local decision-making processes.

The Fund's Democratic Practice program has two parts: strengthening democracy in the United States and strengthening democratic practice in global governance. Based on a careful assessment of local needs and priorities, the Fund also pursues one or more of the democratic principles underlying the program in its "pivotal places." Recognizing that there is no single model of effective democratic practice, the Fund emphasizes flexibility and adaptability to different contexts in these pivotal places.

## **DEMOCRACY IN THE UNITED STATES**

Persistent and deep divisions undermine the nation's social, economic, and political vitality. The gap between rich and poor, both economic and social, continues to widen, with the top one percent of American wage earners receiving nearly a quarter of the nation's total income. Exorbitant amounts of private money spent on political campaigns and lobbying profoundly distort the political system. Those without the financial resources to influence public policy are further marginalized, and private interests are frequently prioritized over the public good, fostering public cynicism and a distrust of elected officials. According to the Center for Responsive Politics, an estimated \$7 billion was spent on the 2012 federal elections. In 2012, successful candidates for the House of Representatives spent an average of \$1.6 million on their campaigns; successful candidates for the Senate spent an average of \$11.4 million, up from \$1.4 million and \$9.8 million, respectively, in the 2010 cycle. Moreover, in 2012, there were 12,374 registered lobbyists working to influence Congress and federal agencies—23 for every member of Congress—with a total of \$3.27 billion spent on lobbying.

The quality of our political culture is deteriorating. There are few examples of bipartisanship and constructive compromise in political debate. While participation in national elections has increased, it remains below that of most advanced democracies and turnout for local elections is persistently low. Furthermore, millions of eligible voters have been kept from voting by registration or identification problems and many others have been discouraged by poor administration of polling places, or worse, by overt efforts at voter suppression. For years, government has been derided as a source of the nation's ills, rather than a positive force for national progress. The capacities of government institutions have been weakened, and confidence in them has declined.

In the media, confrontation often passes for dialogue, crowding out nuanced views and a middle ground. Traditional media organizations face financial challenges that are reducing the number of public voices and limiting journalism's ability to hold government and business accountable. Resources for investigative journalism are shrinking. New media offer opportunities to broaden and redefine journalism but may foster

a cacophony of voices without editorial mediation, leaving the public with no way to judge the accuracy or reliability of the information.

**Goal: Strengthening the Vitality of Democracy in the U.S.**

In the United States, the Fund seeks to strengthen and to broaden participation in the practices and institutions of democratic governance through the following strategies.

**Strategies:**

- Combating the corrupting influence of money in politics by supporting the adoption of public financing of electoral campaigns and selected other reforms that increase access to and participation in elections and enhance the integrity of representative democracy.
- Fostering greater understanding of and appreciation for the role of the public sector in society. Support also will be provided on a limited basis to organizations that promote the improved performance of key public sector institutions.
- Promoting the transparency, accountability, and responsiveness of government institutions and the transparency and accountability of corporate political spending, with special attention given to the importance of investigative journalism and to the potential of new technologies to enhance transparency and strengthen accountability.

**GLOBAL GOVERNANCE**

Globalization—the dramatic increase in cross-border flows of capital, goods, and people and their values and ideas—is producing deeper interdependencies and changes in power relations. It is a defining process of the 21st century, offering both challenges and opportunities.

Global governance is an incomplete patchwork of institutions, rules, and processes that transcend the authority of individual nations. The elements of global governance are many, including formal agreements among nations; the architecture and practices of international and intergovernmental institutions and international courts; the policies, behaviors, and actions of states and multinational corporations; and the work and influence of civil society organizations.

Economic interests have largely overshadowed democratic practices, social equity, and environmental concerns in the evolution of global governance institutions and processes. Powerful international trade and financial institutions remain opaque and exclusive, while the power and reach of multinational corporations often escape oversight or effective regulation. Thus, while the impact of global governance on peoples' lives is growing, democracy in global governance faces acute deficits. Transparency and accountability in global decision making are often critically deficient. Representation in global governance processes remains limited; underrepresented populations and weaker states have restricted voice and standing, curtailing their access and participation. Injustices persist, as rights are unevenly recognized and ad hoc coordination often substitutes for meaningful democratic processes. Together, these deficits challenge the ability of nations and groups to protect their commonwealth, ensure necessary social and environmental protections, and promote ethical and effective stewardship of common resources.

At the same time, globalization has opened up new opportunities for building cross-border coalitions that are finding innovative ways to address and resolve global problems. Novel combinations of public, private, intergovernmental, and nongovernmental organizations are asserting their concerns, forging new democratic practices, and advancing systemic changes in global processes, rules, and institutions.

**Goal: Strengthening the Vitality of Democracy in Global Governance**

In its work to strengthen democracy in global governance, the Fund focuses on the areas of climate change, development finance, and trade. The Fund is particularly interested in civil society organizations that represent and advance developing country concerns as they seek to increase equity and foster sustainability.

**Strategies:**

- Enhancing transparency and accountability of global governance institutions and decision-making processes.
- Expanding access to and participation in global governance institutions and decision-making processes. Priority is given to initiatives led by or in support of constituencies underrepresented in global governance.
- Advancing new ideas, advocacy approaches, and institutional arrangements aimed at more effective and democratic decision making in global governance and more just and sustainable outcomes.

**SUSTAINABLE DEVELOPMENT PROGRAM GUIDELINES**

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Human activity is causing climate change, rapid loss of biodiversity, and accelerating degradation of Earth's life support systems. These developments threaten the livelihoods, health, and security of people in all nations and cultures as well as the well-being of the greater community of life. The RBF's sustainable development grantmaking endeavors to address these challenges by supporting development that meets the needs of the present without compromising the ability of future generations to meet their own needs. The program supports global stewardship that is ecologically based, economically sound, socially just, culturally appropriate, and consistent with intergenerational equity. The Fund encourages government, business, and civil society to work collaboratively on climate change, to acknowledge the moral and ethical consequences of inaction, and to make it an integral part of all development planning and activity. Recognizing the global nature of many environmental problems, the Fund also promotes international cooperation in addressing these challenges.

The Sustainable Development program maintains a significant focus on the United States in light of its disproportionate impact on the global economy, politics, and the environment. The program's work is also advanced in collaboration with the Fund's "pivotal place" programs—New York City, Southern China, and the Western Balkans—and with the Democratic Practice program's Global Governance portfolio. Pivotal place programs support work in specific countries or regions to build the knowledge, policies,

organizational capacity, and leadership needed to advance sustainable development in locally appropriate ways. The Fund's Global Governance portfolio supports broad participation in forging the international agreements and institutional arrangements needed to encourage investment in sustainable development. Fund staff work to ensure that global developments inform work in specific places and that locally grounded efforts generate lessons and innovations needed for global impact.

With the recognition that the impact of unchecked climate change threatens all other conservation efforts, the Sustainable Development program focuses its U.S. grantmaking on building a green economy at the federal, state, and local levels.

### **Goal: Advancing Solutions to Climate Change**

#### **Strategies:**

- Building public and policymaker understanding and support for a range of actions to address the threat of climate change.
- Supporting implementation efforts to build a clean energy economy at the federal, state, and local levels.
- Supporting efforts to reduce reliance on carbon-intensive energy sources.
- Supporting targeted efforts to advance international progress on climate change.

### **PEACEBUILDING PROGRAM GUIDELINES**

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Numerous and diverse factors drive contemporary conflicts, from strained relations between governments and groups of people to threats that transcend borders such as environmental crises, the flow of weapons, and violent extremism. In today's interdependent world, regional or local conflicts often have consequences that undermine the security and well-being of distant communities. Transforming conflict to build just and durable peace requires the global community to think differently about how it responds to the complex nature of 21st century challenges. Governments, multilateral organizations, and civil society must work in concert to develop a new framework for conflict prevention and peacebuilding that engages international, regional, state, and local actors in addressing the human security challenges of local populations.

As the world evolves rapidly toward a multipolar reality in which a growing array of nations pursue their national interests from positions of shifting political and economic power, the United States continues to play an important role in global efforts to create a more just, sustainable, and peaceful world. U.S. policies and behaviors that demonstrate respect for the competencies and perspectives of both traditional allies and emerging powers can help create a greater sense of shared responsibility and advance collective problem-solving to prevent, manage, and resolve conflicts. Civil society organizations have a significant role to play in promoting non-violent responses to conflict and cultivating the political climate necessary for official peacebuilding and diplomatic negotiations to succeed. They also are important advocates for a

more robust multilateral system that is effective at brokering peace agreements.

The Fund's Peacebuilding program aspires to strengthen grassroots constituencies for peace and to connect them with policymaking on the regional and international levels. It aims to understand the conditions that lead to violence and the processes that support durable peace in order to identify innovative solutions to the most pressing drivers of insecurity. The program's grantmaking focuses on conflicts that have a disproportionate influence on international peace and security. It works closely with the Fund's Pivotal Place programs, especially in the Western Balkans, and with the Global Governance portfolio of the Democratic Practice program. The Fund places particular importance on elevating the role of women and young leaders in international peacebuilding and conflict transformation efforts.

**Goal: Advancing Just and Durable Peace**

The Fund will pursue the following interrelated strategies with respect to select conflicts.

**Strategies:**

- Supporting innovative and collaborative approaches and policies for conflict prevention, management, and transformation at the multilateral, regional, and national levels.
- Strengthening constituencies and political will for conflict transformation and durable peace.
- Exploring solutions to emerging transnational threats and drivers of conflict (specific focus to be developed).

*The program is currently focusing a significant portion of its grantmaking on the wider Middle East.*

**PIVOTAL PLACE: NEW YORK CITY PROGRAM GUIDELINES**

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The Rockefeller Brothers Fund has been active in New York City since its founding there in 1940. New York City's extraordinarily diverse population, economic prominence, and cultural vitality combine to make the city pivotal to the future of its region, the nation, and the world. New York City has the potential to be a model 21st century sustainable urban community that nourishes neighborhoods and civic life, encourages immigrant civic and political participation, supports individual achievement and artistic expression, generates widely shared prosperity, and preserves and enhances its built and natural environments. Linked as it is to the region, the nation, and the world, New York City can become a beacon of excellence and a force for positive change both within and well beyond its boundaries.

Two of the Fund's three program areas—sustainable development and democratic practice—are reflected in the RBF's engagement with New York City as a pivotal place. The Charles E. Culpeper Arts & Culture Grants are a distinctive feature of the Pivotal Place: New York City program.

**DEMOCRATIC PRACTICE**

In the absence of national immigrant integration policies much can be accomplished at the local level to

remove barriers to immigrant and new citizen civic and political engagement. The Fund will focus on immigrant communities throughout its Democratic Practice grantmaking in New York City by pursuing the following goal and strategies:

**Goal: Advancing the Civic and Political Participation of Immigrant Communities**

**Strategies:**

- Strengthening the organizational capacity of a limited number of key community-based and immigrant-led groups to advance citywide social and political equity issues.
- Supporting collaborations and new networks among immigrants, established community groups, and public institutions to improve local government accountability, access, and services. A special interest of the Fund is to strengthen citywide multi-group collaboration and strategic alliances to advance public education advocacy efforts that promote accountability, transparency, and equal access for all public institutions.
- Connecting immigrant groups with citywide, national, and international networks and campaigns for joint action on immigration issues, mutual support, and leadership development. Special attention will be given to projects that align with RBF-related thematic areas.

**SUSTAINABLE DEVELOPMENT**

New York City is poised to become a model of urban sustainable development and environmental stewardship for the next century. However, the city faces complex development challenges driven by projections of significant population growth, limited space, and the imperatives of climate change mitigation and adaptation. Against these challenges, PlaNYC and the adoption of state and local legislation to advance green economic development in the city offer promising new avenues for the development of sustainable New York communities.

**Goal: Building Sustainable Communities**

Following on a history of support for community and waterfront development and brownfield remediation, the Fund seeks to engage low-income communities and communities of color in the development of an equitable clean energy economy in New York City.

**Strategies:**

- Promoting civic engagement in vital, green, and sustainable communities with an emphasis on restoring the city's waterfront for community use.
- Supporting implementation efforts to build a clean energy economy in New York City, particularly in the buildings sector. Grantmaking under this strategy is carried out in collaboration with the Fund's Sustainable Development program.

## CHARLES E. CULPEPER ARTS & CULTURE GRANTS

The Charles E. Culpeper Arts & Culture Grants honor the legacy of Charles E. Culpeper by supporting the artists and arts and cultural organizations that make New York City one of the world's most dynamic creative capitals. These grants support the creative process, build the capacity of small and mid-size arts and cultural institutions, and promote the pursuit of the creative life.

Grantee organizations must wait a minimum of three years from their grant final payment before reapplying.

### Goal: Supporting the Creative Process

The Fund seeks to foster an environment in which artists and the creative process can flourish through the following strategy:

#### Strategy:

- Supporting organizations that assist individual artists and the creative process, providing infrastructure to sustain the artistic life, and offering artists additional opportunities to develop skills complementary to their creative talents.

### Goal: Building Capacity in Cultural Organizations

The Fund seeks to sustain and advance small and mid-size cultural organizations, particularly those that are community-based and/or culturally specific, with annual budgets under \$4 million, through the following strategies:

#### Strategies:

- Giving non-renewable, capacity-building grants as added vitality in the immediate term.

## PIVOTAL PLACE: SOUTHERN CHINA PROGRAM GUIDELINES

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In March 2004, the Rockefeller Brothers Fund decided to concentrate its Asian grantmaking in southern China, one of the fastest growing and most dynamic regions of the world. This focus builds on the Fund's history of philanthropy in East and Southeast Asia and continues over a century of Rockefeller family philanthropy in China which includes the founding of the Peking Union Medical College in 1917.

The Fund's geographic area of interest encompasses the nine diverse and increasingly interconnected provinces of the Pan Pearl River Delta—Guangdong, Guangxi, Hunan, Yunnan, Sichuan, Guizhou, Fujian, Hainan, and Jiangxi—and, to a lesser extent, Hong Kong and Macau. In practice, RBF grantmaking also connects work in southern China with Beijing-based institutions and stakeholders because of their importance in addressing regional and national sustainable development challenges. This

region accounts for one-third of China's population and 40 percent of its GDP. It has played a pivotal role in China's extraordinary progress over the last 30 years, progress which includes, among many achievements, the elevation of hundreds of millions of people out of extreme poverty and the growth of China's economy into the second largest in the world.

Southern China's rapid development, however, has been accompanied by profound challenges including environmental degradation and growing disparities between rich and poor, urban and rural which, if not addressed, threaten the sustainability of development in the region, the country, and the world. With innovative government policy, a vibrant marketplace, and growing public participation, China has the potential to lead the world in sustainable approaches to development. The RBF's southern China grantmaking seeks to assist indigenous Chinese efforts to: 1) mitigate environmental pollution and improve the well-being of the Chinese people; 2) further sustainable energy practices and climate change solutions; and 3) strengthen community leadership for sustainable development.

At the core of all of the RBF's work in southern China is a fundamental belief in the wisdom, creativity, and resourcefulness of the Chinese people. The Fund will encourage multidisciplinary approaches to problem solving that integrate social, economic, environmental, and cultural concerns; and it will seek to foster collaboration at all levels and across sectors—government, business, civil society, and academia.

## **SUSTAINABLE DEVELOPMENT**

Goal: Mitigating Environmental Pollution and Its Impact on Human Health

Strategies:

- Building knowledge, capacity, and cross-sector, cross-discipline collaborations.
- Strengthening public participation in environmental governance by promoting accountability, transparency, and access to information.
- Encouraging responsible corporate behavior in protecting the environment and public health.

Goal: Advancing Solutions to Climate Change

Strategies:

- Supporting a broad range of initiatives to assist China's efforts to reduce greenhouse gas emissions, with a strong emphasis on work at the provincial and local levels to promote energy conservation and clean energy production.
- Building understanding and facilitating cooperation between the United States and China in pursuing effective policy and action on energy and climate challenges.

Goal: Strengthening Community Leadership to Support Sustainable Development

Strategies:

- Nurturing indigenous philanthropy.
- Strengthening the capacity of key civic sector institutions, including the development of emerging leaders.

## **PIVOTAL PLACE: WESTERN BALKANS PROGRAM GUIDELINES**

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The Rockefeller Brothers Fund (RBF) has been engaged in grantmaking in the Western Balkans since 2001. At that time, in light of the region's long history of instability and the recent conclusion of the Balkan wars of the 1990s, the prospect of a peaceful, democratic, and prosperous Europe hinged, in part, on the Balkans' successful transition to a post-Communist and post-conflict era. During its first years in the Western Balkans, the Fund's grantmaking aimed to nurture healthy democratic processes, support regional initiatives to debunk persistent myths and prejudices, and encourage development of a vibrant civil society. The Fund's work in the Balkans, and especially in Serbia, Montenegro, and Kosovo, builds on its 20-year experience in Central and Eastern Europe, supporting transition processes and helping to create conditions for their accession to the European Union.

The countries of the Western Balkans are now focused on realizing their own European integration aspirations, as accession brings with it the promise of stability and rule of law—necessary prerequisites for long-term peace, prosperity, and democracy. To support that vision, the Fund will help create the enabling legal, fiscal, and political environment for EU membership, giving special attention to democratic practice and sustainable development requirements. Engagement and leadership of youth in building a sustainable future for the region, facing the past, and establishing a truth and reconciliation process will continue to be part of the RBF's support in the region.

The RBF will continue to work closely with civil society groups, governmental institutions, and other funding organizations to highlight the richness of the region's ethnic, gender, age, cultural, and racial diversity and to promote the values of a tolerant and inclusive society.

The RBF is pursuing the following goals and strategies across the Western Balkans region:

### **DEMOCRATIC PRACTICE**

#### **Goal: Improving the Performance, Transparency, and Accountability of Government**

##### **Strategies:**

- Enhancing the capacity of civil society to monitor the quality of public sector governance and service delivery
- Strengthening the investigative and educational practices of media and nongovernmental organizations

- Strengthening the capacity of government and nongovernmental institutions to conduct sound policy analysis

**Goal: Building Civil Society Capacity and Effectiveness to Strengthen Participatory Democracy**

**Strategies:**

- Strengthening the organizational and financial capacity of the civic sector
- Stimulating indigenous philanthropy and solidarity in society

**SUSTAINABLE DEVELOPMENT**

**Goal: Building a Culture and Practice of Sustainable Development**

**Strategies:**

- Contributing to participatory and inclusive approaches to the design and implementation of strategies for sustainable development
- Supporting educational reforms to include sustainable development concepts and practices as part of curriculum
- Introducing and encouraging energy efficiency and environmental protection approaches in economic and infrastructure development

**PEACEBUILDING**

**Goal: Strengthening Constituencies for Reconciliation and Enduring Peace**

**Strategies:**

- Supporting efforts to establish and disseminate the truth about atrocities and mass violations of human rights during the years of conflict in the region.
- Contributing to regional initiatives that engage diverse states and communities in conflict transformation to create conditions for enduring peace.

**ROCKEFELLER BROTHERS FUND, INC.**  
**13-1760106**  
**475 Riverside Drive, Suite 900**  
**New York, New York 10015**

**SCHEDULE 13**  
**FORM 990-PF**  
**YEAR 2013**

PART XV, Lines 3(a) and 3(b) Grants and Contributions Paid During the Year and Approved for Future Payment  
**SCHEDULE OF GRANTS TO ORGANIZATIONS**  
*FYE12/31/2013*

*NOTE: There are no relationships between any individual grantee and any foundation manager or substantial contributor.*

<b>Recipient and Purpose</b>	<b>Tax Status</b>	<b>Beginning Balance</b>	<b>Approved in 2013</b>	<b>Lapsed in 2013</b>	<b>Paid in 2013</b>	<b>Ending Balance</b>
<b>2030, Inc.</b> 607 Cerrillos Road Santa Fe, NM 87505 <i>For general support.</i>	2	\$0	\$200,000	\$0	\$200,000	\$0
<b>2030, Inc.</b> 607 Cerrillos Road Santa Fe, NM 87505 <i>For general support.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>2030, Inc.</b> 607 Cerrillos Road Santa Fe, NM 87505 <i>For its Plan China.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>350.org</b> 20 Jay Street, Suite 1010 Brooklyn, NY 11201 <i>For general support.</i>	2	\$0	\$225,000	\$0	\$225,000	\$0
<b>ActionAid</b> 33-39 Bowling Green Lane London, EC1R 0BJ United Kingdom <i>For its Bretton Woods project.</i>	7	\$0	\$150,000	\$0	\$150,000	\$0
<b>ActionAid USA</b> ActionAid International USA 1420 K Street, NW Suite 900 Washington, D.C. 20005 <i>For its work on climate finance.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>ActiveVision</b> Bait Hadash 7 Tel Aviv, 6687461 Israel <i>For its Activestills project.</i>	8	\$0	\$5,000	\$0	\$5,000	\$0
<b>The ADM Capital Foundation Limited</b> 2406 9 Queen's Road Central Hong Kong China <i>For its China Water Risk project.</i>	8	\$75,000	\$0	\$0	\$75,000	\$0
<b>Advanced Energy Economy Institute</b> 135 Main Street, Suite 1320 San Francisco, CA 94105 <i>For its initiative to develop a 21st century electric system in New York state.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>Afghanistan Watch</b> P.O. Box 10083, Dehburri Post Office Kabul Afghanistan <i>For its Natural Resources Sector project in its Conflict and Political Settlement program.</i>	7	\$0	\$50,000	\$0	\$50,000	\$0
<b>Alliance for Justice</b> 11 Dupont Circle, NW, 2nd Floor Washington, D.C. 20036 <i>For its Democracy Project.</i>	2	\$35,000	\$0	\$0	\$35,000	\$0

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<b>Alliance of Resident Theatres/New York, Inc.</b> 520 Eighth Avenue, Suite 319 New York, NY 10018 <i>To support its capital campaign's consultant fee and marketing materials.</i>	2	\$0	\$100,000	\$0	\$50,000	\$50,000
<b>Alwan Foundation, Inc.</b> 16 Beaver Street, 4th Floor New York, NY 10004 <i>For its collaborative residency program.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
<b>American Council on Renewable Energy</b> 1600 K Street, NW Washington, D.C. 20006 <i>For its National Defense and Security Initiative.</i>	2	\$0	\$200,000	\$0	\$200,000	\$0
<b>American Prospect, Inc.</b> 1710 Rhode Island Avenue, NW 12th Floor Washington, D.C. 20036 <i>For its special report, Did Democracy Win or Lose in 2012?</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>American Prospect, Inc.</b> 1710 Rhode Island Avenue, NW 12th Floor Washington, D.C. 20036 <i>For general support.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
<b>American University</b> 4400 Massachusetts Avenue, NW Washington, D.C. 20016-8061 <i>For the Investigative Reporting Workshop of its School of Communication.</i>	1	\$40,000	\$0	\$0	\$40,000	\$0
<b>The American University in Cairo</b> 420 Fifth Avenue, 3rd Floor New York, NY 10018 <i>For the third phase of its Building a Better Egypt project.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>American University in Kosovo Foundation, Inc.</b> 481 8th Avenue, Suite 922 New York, NY 10001 <i>For its summer school program on European integration and peacebuilding, post-conflict reconstruction, and development.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
<b>American University of Beirut</b> 3 Dag Hammarskjold Plaza, 8th Floor New York, NY 10017-2303 <i>For the Issam Fares Institute for Public Policy and International Affairs.</i>	1	\$75,000	\$0	\$0	\$75,000	\$0
<b>Americans for Campaign Reform</b> 11 Depot Street	2	\$50,000	\$0	\$0	\$50,000	\$0

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**13-1760106**  
**475 Riverside Drive, Suite 900**  
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Concord, NH 03301 <i>For general support.</i>						
<b>Americas Society, Inc.</b> 680 Park Avenue New York, NY 10021 <i>For its initiative, Immigration and Integration: New York City, New Gateway Cities, and Beyond.</i>	2	\$250,000	\$0	\$0	\$250,000	\$0
<b>Amigos del Museo del Barrio, Inc.</b> 1230 Fifth Avenue New York, NY 10029 <i>For cash reserve.</i>	2	\$250,000	\$0	\$0	\$250,000	\$0
<b>Artspace Projects, Inc.</b> 250 Third Avenue North, Suite 500 Minneapolis, MN 55401 <i>For its East Harlem Artspace project.</i>	2	\$0	\$100,000	\$0	\$50,000	\$50,000
<b>Asia Society</b> 725 Park Avenue New York, NY 10021-5088 <i>For its U.S.-Iran dialogue.</i>	2	\$0	\$150,000	\$0	\$0	\$150,000
<b>Asia Society</b> 725 Park Avenue New York, NY 10021-5088 <i>For its Roadmap for California-China Collaboration on Climate Change.</i>	2	\$0	\$75,000	\$0	\$75,000	\$0
<b>Asian Cultural Council, Inc.</b> 6 West 48th Street, 12th Floor New York, NY 10036-1802 <i>For general support.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>Asian Pacific Environmental Network</b> 310 8th Street, Suite 309 Oakland, CA 94607 <i>For general support.</i>	2	\$200,000	\$0	\$0	\$200,000	\$0
<b>Aspen Global Change Institute, Inc.</b> 104 Midland Avenue, Suite 205 Basalt, CO 81621 <i>For its Climate Communications project.</i>	2	\$0	\$75,000	\$0	\$75,000	\$0
<b>The Aspen Institute, Inc.</b> One Dupont Circle, NW Suite 700 Washington, D.C. 20036 <i>For its Congressional Program.</i>	2	\$200,000	\$0	\$0	\$200,000	\$0
<b>The Aspen Institute, Inc.</b> One Dupont Circle, NW Suite 700 Washington, D.C. 20036 <i>For its Congressional Program.</i>	2	\$0	\$300,000	\$0	\$36,000	\$264,000
<b>The Association for the Development and Enhancement of Women</b>	8	\$75,000	\$0	\$75,000	\$0	\$0

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8/10 Mathaf El Manyal Street, 5th Floor, Apartment 12 Cairo Egypt <i>For its Youth Political Participation project.</i>						
<b>Association for Women's Total Advancement and Development</b> 19 Road 151, 6th Floor Maadi Cairo Egypt <i>For its Solokiat project.</i>	7	\$107,000	\$0	\$107,000	\$0	\$0
<b>Atlantic Council of the U.S., Inc.</b> 1030 15th Street, NW, 12th Floor Washington, D.C. 20005 <i>For its South Asia Center.</i>	2	\$0	\$200,000	\$0	\$100,000	\$100,000
<b>Balkan Investigative Reporting Network</b> Mesa e Studenteve, Kati I Pristina, 10000 Kosovo <i>For general support.</i>	7	\$0	\$200,000	\$0	\$146,000	\$54,000
<b>Balkan Investigative Reporting Regional Network</b> Mehmeda Spahe 10 Sarajevo, 71000 Bosnia and Herzegovina <i>For general support.</i>	7	\$50,000	\$0	\$0	\$50,000	\$0
<b>Ballet Hispanico of New York</b> 167 West 89th Street New York, NY 10024 <i>For the development of its strategic plan and the commissioning of a new work as part of its residency at The Pocantico Center.</i>	2	\$0	\$140,000	\$0	\$90,000	\$50,000
<b>Monica Bill Barnes and Company</b> 41 Perry Street, Suite 2A New York, NY 10014 <i>For the commissioning of a new work as part of its residency at The Pocantico Center.</i>	2	\$0	\$75,000	\$0	\$75,000	\$0
<b>Baum Foundation</b> P.O. Box 475027 San Francisco, CA 94147 <i>To support its Presidential Climate Action project.</i>	2	\$0	\$55,000	\$0	\$55,000	\$0
<b>Vivian Beaumont Theater d/b/a Lincoln Center Theater</b> 150 West 65th Street New York, NY 10023 <i>For its play, Nikolai and the Others.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>Beijing Chaoyang District Yongxu Global Environmental Institute</b> Building No. 5, Suite 1-401 New World Villa	7	\$250,000	\$0	\$0	\$250,000	\$0

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Chongwen District Beijing, 100062 China <i>For its project, China-U.S. Cooperation: Low-Carbon Planning and State-to-Province Collaboration.</i>						
<b>Bend the Arc: A Jewish Partnership for Justice</b>	2	\$100,000	\$0	\$0	\$100,000	\$0
330 Seventh Avenue, 19th Floor New York, NY 10001 <i>For its project, the Funders Collaborative on Youth Organizing.</i>						
<b>Better World Fund</b>	2	\$0	\$150,000	\$0	\$75,000	\$75,000
1800 Massachusetts Avenue, NW Suite 400 Washington, D.C. 20036 <i>For 25x25's Energy for Economic Growth project.</i>						
<b>Blacksmith Institute, Inc.</b>	2	\$0	\$200,000	\$0	\$100,000	\$100,000
475 Riverside Drive, Suite 860 New York, NY 10115 <i>To build the capacity of its China-based team.</i>						
<b>Breaking the Silence</b>	7	\$0	\$105,000	\$0	\$55,000	\$50,000
29 Haoman, P.O. Box 68150 Jerusalem, 91681 Israel <i>For general support.</i>						
<b>William J. Brennan, Jr., Center for Justice, Inc.</b>	2	\$0	\$150,000	\$0	\$150,000	\$0
161 Avenue of the Americas 12th Floor New York, NY 10013 <i>For its Democracy Program's Money in Politics project.</i>						
<b>Broadway Cares/Equity Fights AIDS, Inc.</b>	2	\$0	\$35,000	\$0	\$35,000	\$0
165 West 46th Street, Suite 1300 New York, NY 10036 <i>For the development of new work and performance opportunities in its Dancers Responding to AIDS program.</i>						
<b>Brooklyn Academy of Music, Inc.</b>	2	\$100,000	\$0	\$0	\$100,000	\$0
30 Lafayette Avenue Brooklyn, NY 11217 <i>For its Next Wave Festival at the new Richard B. Fisher building.</i>						
<b>Brooklyn Philharmonic Symphony Orchestra, Inc.</b>	2	\$80,000	\$0	\$80,000	\$0	\$0
189 Montague Street Suite 200A Brooklyn, NY 11201						

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<i>For its endowment.</i>						
<b>Business for Social Responsibility</b> 88 Kearny Street, 12th Floor San Francisco, CA 94108 <i>For its project, Supply Chains for Carbon Breakthroughs.</i>	2	\$100,000	\$0	\$0	\$100,000	\$0
<b>The Regents of the University of California</b> 215 Moses Hall, Room 2308 Berkeley, CA 94720-2308 <i>For the Renewable and Appropriate Energy Laboratory of its College of Natural Resources, for further work on energy investment options for Kosovo.</i>	1	\$0	\$52,000	\$52,000	\$0	\$0
<b>The Campaign Finance Institute</b> 1425 K Street, NW Suite 350 Washington, D.C. 20005 <i>For general support.</i>	2	\$0	\$140,000	\$0	\$70,000	\$70,000
<b>Campaign Legal Center, Inc.</b> 215 E Street, NE Washington, D.C. 20002 <i>For an amicus brief in the challenge to the Voting Rights Act before the Supreme Court.</i>	2	\$0	\$7,500	\$0	\$7,500	\$0
<b>Campaign Legal Center, Inc.</b> 215 E Street, NE Washington, D.C. 20002 <i>For the 2013 Voting Rights Institute.</i>	2	\$0	\$4,700	\$0	\$4,700	\$0
<b>Campaign Legal Center, Inc.</b> 215 E Street, NE Washington, D.C. 20002 <i>For its Voting Rights Institute.</i>	2	\$0	\$40,000	\$0	\$40,000	\$0
<b>Carnegie Endowment for International Peace</b> 1779 Massachusetts Avenue, NW Washington, D.C. 20036 <i>For its Middle East Center's Middle East Dialogue.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>CEL Education Fund</b> 2150 Allston Way Suite 340 Berkeley, CA 94704 <i>For its project, Online Progressive Engagement Network.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
<b>Center for Civilians in Conflict</b> 1210 18th Street, NW 4th Floor Washington, D.C. 20036 <i>For general support.</i>	2	\$0	\$200,000	\$0	\$100,000	\$100,000

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<b>Center for Climate Strategies</b> 1800 K Street, NW, Suite 714 Washington, D.C. 20006 <i>For general support.</i>	2	\$0	\$200,000	\$0	\$200,000	\$0
<b>Center for Climate Strategies</b> 1800 K Street, NW, Suite 714 Washington, D.C. 20006 <i>To support central and provincial governments in its low-carbon development planning and analysis.</i>	2	\$0	\$400,000	\$0	\$200,000	\$200,000
<b>Center for Community Change</b> 1536 U Street, NW Washington, D.C. 20009 <i>For its fellowship program.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>Center for Economic and Policy Research</b> 1611 Connecticut Ave, NW Suite 400 Washington, D.C. 20009 <i>For general support.</i>	2	\$0	\$150,000	\$0	\$150,000	\$0
<b>Center for Effective Government</b> 2040 S Street, NW, 2nd Floor Washington, D.C. 20009 <i>For its Government Matters campaign.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>Center for Effective Government</b> 2040 S Street, NW, 2nd Floor Washington, D.C. 20009 <i>For general support.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>Center for Effective Philanthropy, Inc.</b> 675 Massachusetts Avenue Seventh Floor Cambridge, MA 02139 <i>For general support for 2012 and 2013.</i>	2	\$25,000	\$0	\$0	\$25,000	\$0
<b>Center for Investigative Reporting, Inc.</b> 2130 Center Street, Suite 103 Berkeley, CA 94704-2565 <i>For general support.</i>	2	\$40,000	\$0	\$0	\$40,000	\$0
<b>Center for Political Accountability</b> 1233 20th Street, NW, Suite 205 Washington, D.C. 20036 <i>For general support.</i>	2	\$0	\$70,000	\$0	\$70,000	\$0
<b>Center for Public Integrity</b> 910 17th Street, NW 7th Floor Washington, D.C. 20006 <i>For general support.</i>	2	\$40,000	\$0	\$0	\$40,000	\$0
<b>Center for Resource Solutions</b>	2	\$0	\$20,000	\$0	\$20,000	\$0

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1012 Torney Avenue San Francisco, CA 94129 <i>For its Green-e Climate program.</i>						
<b>Center for Responsive Politics</b> 1101 14th Street, NW Suite 1030 Washington, D.C. 20005 <i>For general support.</i>	2	\$0	\$200,000	\$0	\$100,000	\$100,000
<b>Center for Rural Strategies, Inc.</b> 46 East Main Street Whitesburg, KY 41858 United States <i>For its project, Establishing the Slavko Curuvija Fund in Serbia.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>Ceres, Inc.</b> 99 Chauncey Street Boston, MA 02111-1703 <i>For general support.</i>	2	\$0	\$400,000	\$0	\$400,000	\$0
<b>chashama, Inc.</b> 201 East 42nd Street 32nd Floor New York, NY 10017 <i>For strategic development planning.</i>	2	\$0	\$40,000	\$0	\$40,000	\$0
<b>Chesapeake Climate Action Network</b> P.O. Box 11138 Takoma Park, MD 20912 <i>For general support.</i>	2	\$25,000	\$0	\$0	\$25,000	\$0
<b>China Dialogue Trust</b> Suite 306 Grayston Centre 28 Charles Square London, N1 6HT United Kingdom <i>To support expanded coverage of environment and health and of energy and climate issues.</i>	8	\$65,000	\$0	\$0	\$65,000	\$0
<b>China Foundation Center</b> Room 1702, Building 1, Dongfang Ruijing, No. 16, Jianguomen Outer Street, Chaoyang District  Beijing, China <i>For general support.</i>	7	\$0	\$200,000	\$0	\$200,000	\$0
<b>Chinese Academy of Sciences</b> 52 Sanlihe Road Beijing, 100864 China <i>For its Forum on Health, Environment, and Development.</i>	6	\$165,000	\$0	\$0	\$165,000	\$0
<b>Chinese Staff and Workers Association, Inc.</b> P.O. Box 130401 New York, NY 10013 <i>For its Justice Will Be Served! campaign.</i>	2	\$0	\$35,000	\$0	\$35,000	\$0
<b>The Chinese University of Hong Kong</b> Shatin, NT	6	\$100,000	\$0	\$0	\$100,000	\$0

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<p>Hong Kong China  <i>For its Southern China Visiting Fellows Program for Civil Society Stakeholders.</i></p>						
<p><b>Christian Aid</b>  P.O. Box 100  London, SE1 7RT United Kingdom  <i>For continued support of its Southern Advocacy and Outreach on Climate Justice program.</i></p>	7	\$100,000	\$0	\$0	\$100,000	\$0
<p><b>Church World Service</b>  475 Riverside Drive, Suite 700  New York, NY 10115  <i>For its Giving Hope Peace Builders Partnership Initiative.</i></p>	2	\$0	\$10,000	\$0	\$10,000	\$0
<p><b>Citizens for Responsibility and Ethics in Washington, Inc.</b>  1400 Eye Street, NW  Suite 450  Washington, D.C. 20005  <i>For general support.</i></p>	2	\$0	\$25,000	\$0	\$25,000	\$0
<p><b>The City College 21st Century Foundation, Inc.</b>  160 Convent Avenue  Shephard Hall, Room 154  New York, NY 10031  <i>To support the installation of the Solar Roofpod, a Net-Zero Energy house, in the Spitzer School of Architecture's roof garden.</i></p>	2	\$0	\$22,500	\$0	\$22,500	\$0
<p><b>Civic Alliance</b>  Studentska ulica  Lamela 9, br. 5  Podgorica, 8100 Montenegro  <i>For general support.</i></p>	7	\$100,000	\$0	\$0	\$100,000	\$0
<p><b>Civic Association CRTA-The Center for Research, Transparency and Accountability</b>  24, Cetinjska Street  Belgrade, 11000 Serbia  <i>For general support.</i></p>	7	\$0	\$100,000	\$0	\$100,000	\$0
<p><b>Clean Air Initiative for Asian Cities Center, Inc.</b>  Unit 3504-3505, Robinsons-Equitable Tower, ADB Avenue  Pasig City, NCR 1605 Philippines  <i>For its project, Pearl River Delta Regional Air Quality Management.</i></p>	7	\$0	\$150,000	\$0	\$100,000	\$50,000

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<b>Clean Air-Cool Planet, Inc., A Northeast Alliance</b> 100 Market Street, Suite 204 Portsmouth, NH 03831 <i>For the Ted Smith Fund for the Next Generation of Environmental Leaders.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>Clean Energy Finance Center</b> 24 Brenway Drive West Hartford, CT 06117 <i>For general support.</i>	2	\$50,000	\$0	\$0	\$50,000	\$0
<b>Clean Energy States Alliance, Inc.</b> 50 State Street, Suite 1 Montpelier, VT 05602 <i>For its Offshore Wind Accelerator project.</i>	2	\$0	\$150,000	\$0	\$150,000	\$0
<b>Climate Prosperity Project, Inc.</b> Clean Economy Solutions c/o Mission Post, 318 Blackwell Steet, Suite 130  Durham, NC 27701 <i>For general support.</i>	2	\$0	\$150,000	\$0	\$150,000	\$0
<b>Club Alpbach Belgrade</b> Borska Street 70 Belgrade, 11000 Serbia <i>For its Summer School on European Integration.</i>	8	\$15,000	\$0	\$0	\$15,000	\$0
<b>Coalition for Green Capital</b> 2001 K Street, NW, Suite 802 Washington, D.C. 20006 <i>For the Coalition for Green Capital.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>Colorado State University Foundation</b> 410 Univesity Services Center Fort Collins, CO 80523-9100 <i>For Colorado State University's Center for the New Energy Economy and its National Clean Energy Policy Project.</i>	2	\$0	\$150,000	\$0	\$150,000	\$0
<b>Trustees of Columbia University in the City of New York</b> Office of Research Administration 1210 Amsterdam Avenue Room 254 Engineering Terrace, Mail Code: 2205  New York, NY 10027	1	\$0	\$20,000	\$0	\$20,000	\$0

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<i>For its Columbia Center for Children's Environmental Health's air pollution and environmental health conference in China.</i>						
<b>Committee for Economic Development</b> 2000 L Street, NW, Suite 700 Washington, D.C. 20036 <i>For its Business Champions for Campaign Finance Reform and Judicial Independence project.</i>	2	\$0	\$40,000	\$0	\$40,000	\$0
<b>Common Cause Education Fund</b> 1133 19th Street, NW, 9th Floor Washington, D.C. 20036 <i>For its work on campaign finance reform.</i>	2	\$0	\$200,000	\$0	\$100,000	\$100,000
<b>Conservation Law Foundation, Inc.</b> 62 Summer Street Boston, MA 02110 <i>For its work on offshore wind deployment.</i>	2	\$25,000	\$0	\$0	\$25,000	\$0
<b>The Constitution Project</b> 1200 18th Street, NW Suite 1000 Washington, D.C. 20036 <i>For general support.</i>	2	\$50,000	\$0	\$0	\$50,000	\$0
<b>Consultative Group on Biological Diversity</b> Presidio Building 1016 P.O. Box 29361 San Francisco, CA 94129-0361 <i>For 2013 membership and general support.</i>	2	\$0	\$32,550	\$0	\$32,550	\$0
<b>Convergence</b> 1101 17th Street, NW Suite 1350 Washington, D.C. 20036 <i>For its U.S.-Pakistan Leaders Forum.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>Cornell University</b> Sponsored Financial Services P.O. Box 22 Ithaca, NY 14851-0022 <i>For the Cornell Global Labor Institute.</i>	1	\$0	\$75,000	\$0	\$75,000	\$0
<b>Council on Foreign Relations, Inc.</b> 58 East 68th Street New York, NY 10021 <i>For its Contingency Planning Roundtable Series.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>Council on Foundations, Inc.</b> 2121 Crystal Drive Suite 700 Arlington, VA 22202 <i>For general support for 2014 and 2015.</i>	2	\$0	\$79,000	\$0	\$79,000	\$0
<b>Creative Time, Inc.</b> 59 East 4th Street, Suite 6E New York, NY 10003	2	\$0	\$75,000	\$0	\$75,000	\$0

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**475 Riverside Drive, Suite 900**  
**New York, New York 10015**

**SCHEDULE 13**  
**FORM 990-PF**  
**YEAR 2013**

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*FYE12/31/2013*

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<b>Recipient and Purpose</b>	<b>Tax Status</b>	<b>Beginning Balance</b>	<b>Approved in 2013</b>	<b>Lapsed in 2013</b>	<b>Paid in 2013</b>	<b>Ending Balance</b>
<i>For its Community Residency program.</i>						
<b>Crisis Action, Inc.</b> 866 United Nations Plaza Suite 4018 New York, NY 10017 <i>For general support.</i>	2	\$0	\$200,000	\$0	\$100,000	\$100,000
<b>Crisis Management Initiative</b> Eteläranta 12, 2nd Floor Helsinki, 00130 Finland <i>For its Middle East and North Africa program.</i>	7	\$0	\$200,000	\$0	\$100,000	\$100,000
<b>Cuban Artists Fund, Inc.</b> 41 Union Square West Room 610 New York, NY 10003 <i>For general support.</i>	2	\$0	\$100,000	\$0	\$50,000	\$50,000
<b>Slavko Curuvija Foundation</b> Belgrade Serbia <i>For general support.</i>	8	\$0	\$50,000	\$0	\$50,000	\$0
<b>Dance Service New York City, Inc.</b> 218 East 18th Street, 4th Floor New York, NY 10003 <i>To help build the capacity of Dance/NYC.</i>	2	\$110,000	\$0	\$0	\$110,000	\$0
<b>University of Delaware</b> 162 The Green Newark, DE 19716 <i>For its Special Initiative on Offshore Wind project.</i>	1	\$0	\$200,000	\$0	\$0	\$200,000
<b>Democracy 21 Education Fund</b> 2000 Massachusetts Avenue, NW Washington, D.C. 20036 <i>For general support.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>Democracy Matters Institute, Inc.</b> P.O. Box 157 Hamilton, NY 13346 <i>For general support.</i>	2	\$0	\$40,000	\$0	\$40,000	\$0
<b>Demos: A Network for Ideas and Action, Ltd.</b> 220 Fifth Avenue, Second Floor New York, NY 10001 <i>For its project on money in politics.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>DokuFest</b> Mimar Sinan 12 Prizren, 20000 Kosovo <i>For general support.</i>	7	\$0	\$60,000	\$0	\$30,000	\$30,000
<b>Earth Island Institute, Inc.</b> 2150 Allston Way, Suite 460 Berkeley, CA 94704-1375 <i>For its project, Energy Action Coalition.</i>	2	\$0	\$200,000	\$0	\$200,000	\$0

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<b>Earth Island Institute, Inc.</b> 2150 Allston Way, Suite 460 Berkeley, CA 94704-1375 <i>For its project, EcoEquity.</i>	2	\$0	\$150,000	\$0	\$75,000	\$75,000
<b>Earth Island Institute, Inc.</b> 2150 Allston Way, Suite 460 Berkeley, CA 94704-1375 <i>For its Energy Action Coalition Power Shift conference.</i>	2	\$0	\$20,000	\$0	\$20,000	\$0
<b>Edge Funders Alliance</b> Box 559 60 29th Street San Francisco, CA 94110 <i>For general support.</i>	2	\$0	\$20,000	\$0	\$20,000	\$0
<b>Ekspedicija-EXPEDITIO</b> P.O. Box 85 Kotor, Crna Gora 85330 Montenegro <i>For general support.</i>	7	\$25,000	\$0	\$0	\$25,000	\$0
<b>Emerging Democracies Institute</b> 1916 17th Street, NW, Apt. 409 Washington, D.C. 20009 <i>For general support.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>The Energy Foundation</b> 301 Battery Park, 5th Floor San Francisco, CA 94111 <i>For its Power Integrated Initiative project.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>Enterprise Community Partners, Inc.</b> One Whitehall Street 11th Floor New York, NY 10004 <i>For its PartnerPREP program.</i>	2	\$0	\$250,000	\$0	\$100,000	\$150,000
<b>Environmental Defense Fund, Incorporated</b> 257 Park Avenue South, 17th Floor New York, NY 10010 <i>For its building energy-efficiency finance project.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>Environmental Grantmakers Association</b> 475 Riverside Drive New York, NY 10115 <i>For its U.S.-China environmental grantmakers' study exchange trip.</i>	2	\$21,259	\$0	\$0	\$21,259	\$0
<b>Environmental Grantmakers Association</b> 475 Riverside Drive New York, NY 10115 <i>For general support.</i>	2	\$0	\$23,800	\$0	\$23,800	\$0
<b>European Environmental Bureau</b> Federation of Environmental Citizens Organisations 34, Boulevard de Waterloo  Brussels, B-1000 Belgium <i>For its project, Involving Western Balkan Civil</i>	7	\$0	\$50,000	\$0	\$50,000	\$0

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<i>Society in Environmentally Sound EU Enlargement.</i>						
<b>FairVote</b> 6930 Carroll Avenue Suite 610 Takoma Park, MD 20912 <i>For the Ranked Choice Voting Education and Outreach project.</i>	2	\$0	\$80,000	\$0	\$80,000	\$0
<b>FATA Research Centre</b> 23 A, Street: 28, F-10/1 Islamabad Pakistan <i>For general support.</i>	7	\$0	\$30,000	\$0	\$30,000	\$0
<b>FIERCE</b> 147 West 24th Street 6th Floor New York, NY 10011 <i>For general support.</i>	2	\$25,000	\$0	\$0	\$25,000	\$0
<b>ForestEthics</b> 1 Haight Street San Francisco, CA 94102 <i>For the creation of training materials for its Business Ethics Network.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>ForestEthics</b> 1 Haight Street San Francisco, CA 94102 <i>To support a research project on the sustainability of Chinese manufacturing processes.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
<b>Forum for Civic Initiatives</b> Aktash Quarter Rexhep Mala Prishtina, 10000 Kosovo <i>For general support.</i>	7	\$0	\$100,000	\$0	\$100,000	\$0
<b>Forum for Civic Initiatives</b> Aktash Quarter Rexhep Mala Prishtina, 10000 Kosovo <i>For the Civil Society House Project in Kosovo.</i>	7	\$0	\$120,000	\$0	\$120,000	\$0
<b>Forum for Civic Initiatives</b> Aktash Quarter Rexhep Mala Prishtina, 10000 Kosovo <i>For its Ideas Partnership project.</i>	7	\$0	\$11,000	\$0	\$11,000	\$0
<b>Forum Mladi I Neformalna Edukacija</b> ul. Bratstva i jedinstva br. 4 Podgorica, 81000 Montenegro <i>For its project, Youth Green Montenegro.</i>	7	\$40,000	\$0	\$0	\$40,000	\$0
<b>Forward Works</b> 2H, Yat Sing Mansion, Lei King Wan, Sai Wan Ho	7	\$0	\$150,000	\$0	\$75,000	\$75,000

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Hong Kong China <i>For its project, Greenovation Hub.</i>						
<b>Foundation Center</b> 79 Fifth Avenue, 8th Floor New York, NY 10003 <i>For general support for 2013 and 2014.</i>	2	\$30,000	\$0	\$0	\$30,000	\$0
<b>Foundation Center</b> 79 Fifth Avenue, 8th Floor New York, NY 10003 <i>For its project, Mapping the Democracy Funding Landscape.</i>	2	\$0	\$32,000	\$0	\$28,150	\$3,850
<b>The Foundation for a Civil Society, Ltd.</b> 25 East End Ave Apt. 1B New York, NY 10028 <i>For its Iran project.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>Foundation for National Progress</b> 222 Sutter Street Suite 600 San Francisco, CA 94108 <i>For its Dark Money and the Courts project.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
<b>Foundation for Sustainable Development</b> P.O. Box 634 Austin, TX 78767 <i>For its Keeping PACE in Texas project.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>Fractured Atlas Productions, Inc.</b> 248 West 35th Street, 10th Floor New York, NY 10001 <i>For public performances of its project, Third Streaming.</i>	2	\$0	\$10,000	\$0	\$10,000	\$0
<b>Franklin Furnace Archive, Inc.</b> 80 Hanson Place, Suite 301 Brooklyn, NY 11217-1506 <i>For its film collaboration with WNET and Three Thirds Productions.</i>	2	\$0	\$125,000	\$0	\$125,000	\$0
<b>Free Speech for People, Inc.</b> 48 N. Pleasant Street, Suite 304 Amherst, MA 01002 <i>For its Legal Advocacy program.</i>	2	\$0	\$30,000	\$0	\$30,000	\$0
<b>Fresh Energy</b> 408 St. Peter Street Suite 220 St. Paul, MN 55102 <i>For its Clean Energy, Efficiency, and Climate program.</i>	2	\$0	\$150,000	\$0	\$150,000	\$0
<b>Friends of the Earth</b> 1100 15th Street, NW, Suite 1100	2	\$0	\$100,000	\$0	\$100,000	\$0

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Washington, D.C. 20005 <i>For continued support of its Economic Policy program's initiative, Advancing Sustainability Standards in International Finance and Trade.</i>						
<b>EcoPeace Middle East Environmental NGO Forum</b>	2	\$0	\$200,000	\$0	\$100,000	\$100,000
85 Nahalat Binyamin Street Tel Aviv, 66102 Israel <i>For general support.</i>						
<b>Fund for Active Citizenship</b>	7	\$75,000	\$0	\$0	\$75,000	\$0
Vaka Djurovica - Nova Varos II Podgorica, 81000 Montenegro <i>For general support.</i>						
<b>Fund for Active Citizenship</b>	7	\$0	\$120,000	\$0	\$120,000	\$0
Vaka Djurovica - Nova Varos II Podgorica, 81000 Montenegro <i>For its Civil Society House project in Montenegro.</i>						
<b>Fund for Constitutional Government</b>	2	\$50,000	\$0	\$0	\$50,000	\$0
122 Maryland Avenue, NE Washington, D.C. 20002 <i>For its project, OpenTheGovernment.org.</i>						
<b>Fund for Constitutional Government</b>	2	\$0	\$10,000	\$0	\$10,000	\$0
122 Maryland Avenue, NE Washington, D.C. 20002 <i>For its Peace and Security Funders Group project.</i>						
<b>Fund for Global Human Rights</b>	2	\$0	\$150,000	\$0	\$150,000	\$0
1666 Connecticut Avenue, NW Suite 410 Washington, D.C. 20009 <i>For its Egypt program.</i>						
<b>Fund for the City of New York, Inc.</b>	2	\$0	\$75,000	\$0	\$75,000	\$0
121 Avenue of the Americas New York, NY 10013 <i>For its New York Green Fund project.</i>						
<b>The President and Directors Georgetown College (Georgetown University)</b>	1	\$0	\$400,000	\$0	\$200,000	\$200,000
37th and O Streets, NW Washington, D.C. 20057 <i>For the Georgetown Climate Center.</i>						
<b>The President and Directors Georgetown College (Georgetown University)</b>	1	\$0	\$140,000	\$0	\$120,000	\$20,000
37th and O Streets, NW Washington, D.C. 20057 <i>For its Georgetown Climate Center.</i>						
<b>Global Fund for Community Foundations</b>	8	\$0	\$50,000	\$0	\$50,000	\$0
Registered Office Community House Citilink Business Park						

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Albert Street Belfast, BT12 4HQ Northern Ireland <i>For general support.</i>						
<b>Global Fund for Community Foundations</b> Registered Office Community House Citilink Business Park Albert Street Belfast, BT12 4HQ Northern Ireland <i>For its project, the Global Alliance for Community Philanthropy.</i>	8	\$0	\$75,000	\$0	\$75,000	\$0
<b>Global Fund for Women, Inc.</b> 222 Sutter Street, Suite 500 San Francisco, CA 94108 <i>For its work to support and strengthen women-led organizations in Egypt.</i>	2	\$0	\$125,000	\$0	\$125,000	\$0
<b>Global Philanthropy Partnership</b> 1916 N. Mohawk Street, Suite 7 Chicago, IL 60614 <i>For its Urban Sustainability Directors Network.</i>	2	\$0	\$75,000	\$0	\$75,000	\$0
<b>Grantmakers in the Arts</b> 4055 21st Avenue West, Suite 100 Seattle, WA 98119-1247 <i>For organizational membership.</i>	2	\$0	\$1,000	\$0	\$1,000	\$0
<b>Grants Managers Network, Inc.</b> 1666 K Street, NW Suite 440 Washington, D.C. 20006 <i>For general support for 2014 and 2015.</i>	2	\$0	\$4,500	\$0	\$4,500	\$0
<b>Green Guerillas, Inc.</b> 232 East 11th Street New York, NY 10003 <i>For its Harvest for Neighborhoods campaign.</i>	2	\$0	\$9,000	\$0	\$9,000	\$0
<b>Groundswell Inc.</b> 1156 15th Street, NW, Suite 840 Washington, D.C. 20005 <i>For general support.</i>	2	\$400,000	\$0	\$0	\$250,000	\$150,000
<b>Group for Legal and Political Studies</b> Rexhep Luci str. 10/5 Prishtina, 10 000 Kosovo <i>For general support.</i>	7	\$0	\$40,000	\$0	\$40,000	\$0
<b>Guangdong Harmony Foundation</b> Room 806, Haizhu Science Park Sun Yat-sen University No. 135 Xingang Road Guangzhou, 510275 China	7	\$125,000	\$0	\$0	\$125,000	\$0

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<i>To establish its South China Environmental Leadership Fund.</i>						
<b>President and Fellows of Harvard College</b> 124 Mount Auburn Street Cambridge, MA 02138 <i>For the Taubman Center for State and Local Government at the Kennedy School for its project, Declining American Working Class Mobility in the Decades Ahead.</i>	1	\$50,000	\$0	\$0	\$50,000	\$0
<b>The Vaclav Havel Library Foundation</b> 321 East 73rd Street New York, NY 10021 <i>For its Havel Archival Project Focus Meeting.</i>	2	\$0	\$15,000	\$0	\$15,000	\$0
<b>Health Care Without Harm</b> 12355 Sunrise Valley Drive Suite 680 Reston, VA 20191 <i>For its climate program.</i>	2	\$0	\$75,000	\$0	\$75,000	\$0
<b>Heartefact Fund</b> Bulevar Kralja Aleksandra 82/6 Belgrade, 11000 Serbia <i>For general support.</i>	7	\$30,000	\$0	\$0	\$30,000	\$0
<b>Hebrew University of Jerusalem</b> Mount Scopus Jerusalem, 91905 Israel <i>For its Community-Campus partnership.</i>	6	\$0	\$150,000	\$0	\$75,000	\$75,000
<b>Highlander Research and Education Center, Inc.</b> 1959 Highlander Way New Market, TN 37820 <i>For its youth and intergenerational work.</i>	2	\$40,000	\$0	\$0	\$40,000	\$0
<b>The Hudson River Museum of Westchester</b> 511 Warburton Avenue Yonkers, NY 10701 <i>To support the establishment of a public history interpreter position, the Glenview Explainer, in the museum.</i>	2	\$0	\$10,000	\$0	\$10,000	\$0
<b>Humanitarian Law Center - Documentation and Memory</b> Decanska 12 III/IV Belgrade, 11110 Serbia <i>For its project, the International Forum for Transitional Justice in post-Yugoslav States.</i>	7	\$0	\$17,000	\$0	\$17,000	\$0

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<b>Immigrant Legal Resource Center</b> 1663 Mission Street, Suite 602 San Francisco, CA 94103 <i>For its New Americans Campaign in New York.</i>	2	\$0	\$250,000	\$0	\$0	\$250,000
<b>Independent Journalists' Association of Vojvodina</b> Zmaj Jovina 3/1 Novi Sad, 21000 Serbia <i>For its Research Journalism and Local Self-Government project.</i>	7	\$0	\$25,000	\$0	\$25,000	\$0
<b>Independent Sector</b> 1602 L Street, NW Suite 900 Washington, D.C. 20036 <i>For its 2013 Annual Conference.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>Independent Sector</b> 1602 L Street, NW Suite 900 Washington, D.C. 20036 <i>For general support for 2014 and 2015.</i>	2	\$0	\$24,300	\$0	\$24,300	\$0
<b>Innovation Center for Energy and Transportation</b> 592 Garfield Avenue South Pasadena, CA 91030 <i>For general support.</i>	2	\$50,000	\$0	\$0	\$50,000	\$0
<b>Innovation Center for Energy and Transportation</b> 592 Garfield Avenue South Pasadena, CA 91030 <i>For general support.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>Innovation Network for Communities</b> 156 Grover Lane Tamworth, NH 03886 <i>For its Urban Sustainability Directors Network Policy project.</i>	2	\$0	\$30,000	\$0	\$30,000	\$0
<b>Institute for Advanced Studies GAP</b> Mother Theresa Str. 42/29 Pristina, 10000 Kosovo <i>For general support.</i>	7	\$75,000	\$0	\$0	\$75,000	\$0
<b>Institute for Development Policy</b> Rrustem Statovci str. 78 Pristina Kosovo <i>For general support.</i>	7	\$0	\$144,000	\$0	\$72,000	\$72,000
<b>Institute for EastWest Studies, Inc.</b> 11 East 26th Street, 20th Floor New York, NY 10010 <i>For its work on the Partnership to Strengthen Women's Political Empowerment and to Advance the Role of Women in Peace, Security, and Human</i>	2	\$0	\$100,000	\$0	\$100,000	\$0

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<i>Rights project.</i>						
<b>Institute for Energy Economics and Financial Analysis, Inc.</b> 3430 Rocky River Drive Cleveland, OH 44111 <i>For its work on climate finance.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>Institute for Governance and Sustainable Development, Inc.</b> 2300 Wisconsin Avenue, NW Suite 300B Washington, D.C. 20007 <i>For its work on climate change.</i>	2	\$0	\$300,000	\$0	\$150,000	\$150,000
<b>Institute for Governance and Sustainable Development, Inc.</b> 2300 Wisconsin Avenue, NW Suite 300B Washington, D.C. 20007 <i>For its international climate change project.</i>	2	\$0	\$125,000	\$0	\$125,000	\$0
<b>Institute for Integrated Transitions</b> Pau Claris Street Number 155, 3rd Floor Barcelona, 08009 Spain <i>For general support.</i>	8	\$80,000	\$0	\$0	\$80,000	\$0
<b>Institute for Local Self-Reliance</b> 2720 East 22nd Street Minneapolis, MN 55406 <i>For its Citizens for Clean Affordable Energy campaign.</i>	2	\$0	\$20,000	\$0	\$20,000	\$0
<b>Institute for Market Transformation, Inc.</b> 1707 L Street, NW Suite 1050 Washington, D.C. 20036 <i>For its work on implementing New York City's Greener, Greater Building Plan.</i>	2	\$0	\$167,459	\$0	\$83,730	\$83,730
<b>Institute for Middle East Understanding</b> 174 West 4th Street, Suite 171 New York, NY 10014 <i>For general support.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>Institute for State Effectiveness</b> 600 New Hampshire Avenue, NW Suite 900 Washington, D.C. 20037 <i>For its New Silk Route project.</i>	2	\$125,000	\$0	\$0	\$125,000	\$0
<b>Institute of International Education</b> 809 United Nations Plaza New York, NY 10017 <i>For the Global Travel and Learning Fund.</i>	2	\$0	\$103,000	\$0	\$103,000	\$0
<b>Institute of International Education</b>	2	\$0	\$135,000	\$0	\$106,794	\$28,206

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809 United Nations Plaza New York, NY 10017 <i>For the Global Travel and Learning Fund.</i>						
<b>Institute of Public and Environmental Affairs</b>	7	\$210,000	\$0	\$0	\$0	\$210,000
601 Room, 3 Danyuan, 9 Haolou Xin Fun Jian Yuan Guang Qu Men Nei Street Beijing China <i>For its Green Choice Initiative.</i>						
<b>International Council on Clean Transportation</b>	2	\$0	\$250,000	\$0	\$125,000	\$125,000
1225 I Street, NW, Suite 900 Washington, D.C. 20005 <i>For its project, Reducing Air Pollution from Transport in Guangdong.</i>						
<b>International Crisis Group</b>	2	\$25,000	\$0	\$0	\$25,000	\$0
1629 K Street, NW Room 450 Washington, D.C. 20006 <i>For its work in Afghanistan and Pakistan.</i>						
<b>International Institute for Sustainable Development</b>	7	\$0	\$200,000	\$0	\$100,000	\$100,000
161 Portage Avenue East 6th Floor Winnipeg, MB R3B 0Y4 Canada <i>For its Investment and Sustainable Development program.</i>						
<b>Investigative News Network</b>	2	\$0	\$70,000	\$0	\$70,000	\$0
17514 Ventura Boulevard, Suite 103 Encino, CA 91316 <i>For general support.</i>						
<b>Investigative Reporters and Editors, Inc.</b>	2	\$0	\$15,000	\$0	\$15,000	\$0
141 Neff Annex Missouri School of Journalism Columbia, MO 65211 <i>For a series of panels focused on transparency issues at their 2013 annual conference.</i>						
<b>Investor Watch</b>	8	\$60,000	\$0	\$0	\$60,000	\$0
286 Sandycombe Road Kew Gardens Surrey, TW9 3NG United Kingdom <i>For its Carbon Tracker Initiative.</i>						
<b>Islands First, Inc.</b>	2	\$0	\$50,000	\$0	\$50,000	\$0
380 Lexington Avenue, 17th Floor New York, NY 10168 <i>For general support.</i>						

**ROCKEFELLER BROTHERS FUND, INC.**  
**13-1760106**  
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**New York, New York 10015**

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<b>J Street Education Fund, Inc.</b> P.O. Box 66073 Washington, D.C. 20035 <i>For general support.</i>	2	\$0	\$250,000	\$0	\$125,000	\$125,000
<b>Just Vision</b> 1616 P Street, NW, Suite 340 Washington, D.C. 20036 <i>For general support.</i>	2	\$0	\$200,000	\$0	\$100,000	\$100,000
<b>Justice at Stake Campaign, Inc.</b> 717 D Street, NW, Suite 203 Washington, D.C. 20004 <i>For general support.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>Juvenile Justice Project of Louisiana</b> 1600 Oretha Castle Haley Boulevard New Orleans, LA 70113-1311 <i>For its youth-led organizing projects.</i>	2	\$40,000	\$0	\$0	\$40,000	\$0
<b>Keigwin and Company, Inc.</b> 143 West 29th Street, 5th Floor New York, NY 10001 <i>To support its 10th anniversary campaign.</i>	2	\$125,000	\$0	\$0	\$75,000	\$50,000
<b>Keigwin and Company, Inc.</b> 143 West 29th Street, 5th Floor New York, NY 10001 <i>For the creation of a theatrical evening-length dance work.</i>	2	\$0	\$35,000	\$0	\$0	\$35,000
<b>League of Conservation Voters Education Fund</b> 1920 L Street, NW Suite 800 Washington, D.C. 20036 <i>For its Latino Outreach and Engagement Project.</i>	2	\$125,000	\$0	\$0	\$125,000	\$0
<b>League of Conservation Voters Education Fund</b> 1920 L Street, NW Suite 800 Washington, D.C. 20036 <i>For its Keystone XL Pipeline Public Education campaign.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>League of Conservation Voters Education Fund</b> 1920 L Street, NW Suite 800 Washington, D.C. 20036 <i>For its Keystone XL Pipeline Public Education campaign.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>League of Young Voters Education Fund</b> 540 President Street 3rd Floor Brooklyn, NY 11215	2	\$60,000	\$0	\$0	\$60,000	\$0

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<i>For capacity building.</i>						
<b>Library of Congress</b> Attn: Nina Latterell 101 Independence Avenue, SE Washington, D.C. 20540 <i>For its Congressional Research Service's Seminar for New Members.</i>	1	\$0	\$50,000	\$0	\$27,510	\$22,490
<b>Jose Limon Dance Foundation</b> 307 West 38th Street, Suite 1105 New York, NY 10018 <i>For general support.</i>	2	\$0	\$30,000	\$0	\$30,000	\$0
<b>Lincoln Center for the Performing Arts, Inc.</b> 70 Lincoln Center Plaza New York, NY 10023-6583 <i>For its Lincoln Center Institute's Artist Mentoring Lab.</i>	2	\$120,000	\$0	\$0	\$120,000	\$0
<b>Lincoln Center for the Performing Arts, Inc.</b> 70 Lincoln Center Plaza New York, NY 10023-6583 <i>For the Lincoln Center Education's Artist Mentoring Lab.</i>	2	\$0	\$210,000	\$0	\$0	\$210,000
<b>MAPLight</b> 2223 Shattuck Avenue Berkeley, CA 94704 <i>For general support.</i>	2	\$50,000	\$0	\$0	\$50,000	\$0
<b>Media Impact Funders, Inc.</b> 200 West Washington Square Suite 220 Philadelphia, PA 19106 <i>For 2013 membership.</i>	2	\$0	\$7,000	\$0	\$7,000	\$0
<b>Media Matters for America</b> 455 Massachusetts Avenue, NW, Suite 600 Washington, D.C. 20031 <i>For its Climate and Energy Initiative.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>Metropolitan Waterfront Alliance, Inc.</b> 241 Water Street, 3rd Floor New York, NY 10038 <i>For general support.</i>	2	\$0	\$300,000	\$0	\$300,000	\$0
<b>Middle East Policy Network, Inc.</b> P.O. Box 9613 Washington, D.C. 20016-9997 <i>For general support.</i>	2	\$0	\$30,000	\$0	\$30,000	\$0
<b>MinKwon Center for Community Action, Inc.</b> 136-19 41st Avenue, 3rd Floor Flushing, NY 11355 <i>For its immigrant rights and civic participation efforts.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0

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<b>Mitvim - The Israeli Institute for Regional Foreign Policies</b> c/o Eyal Bressler & Co., 11 Tuval Street Ramat Gan, 52522 Israel <i>For general support.</i>	8	\$0	\$20,000	\$0	\$20,000	\$0
<b>MOLAD-The Center for the Renewal of Democracy</b> 20 Emek Refaim Street Jerusalem, 93105 Israel <i>For general support.</i>	8	\$0	\$100,000	\$0	\$50,000	\$50,000
<b>More Art, Inc.</b> 71 Nassau Street Suite 13A New York, NY 10038 <i>For House of God, its collaborative work with Andres Serrano.</i>	2	\$0	\$60,000	\$0	\$0	\$60,000
<b>Mountain Association for Community Economic Development</b> 433 Chestnut Street Berea, KY 40403 <i>To support its How\$martKY project.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>Multidisciplinary Association for Psychedelic Studies</b> 1215 Mission Street Santa Cruz, CA 95060 <i>For general support.</i>	2	\$0	\$10,000	\$0	\$10,000	\$0
<b>Museum of Contemporary African Diasporan Arts</b> 80 Hanson Place, First Floor Brooklyn, NY 11217 <i>For its Artists-In-Schools program.</i>	2	\$0	\$22,500	\$0	\$22,500	\$0
<b>Nation Institute</b> 116 East 16th Street 8th Floor New York, NY 10003 <i>For its Investigative Fund.</i>	2	\$0	\$50,000	\$0	\$25,000	\$25,000
<b>National Foundation for Advancement in the Arts, Inc.</b> 2100 Biscayne Boulevard Miami, FL 33137 <i>For the film, A Portrait of Marina Abramovic.</i>	2	\$0	\$100,000	\$0	\$0	\$100,000
<b>National Institute on Money in State Politics</b> 833 N. Last Chance Gulch 2nd Floor Helena, MT 59601 <i>For general support.</i>	2	\$0	\$200,000	\$0	\$100,000	\$100,000
<b>National Iranian American Council</b> 1411 K Street NW, Suite 250 Washington, D.C. 20005	2	\$0	\$50,000	\$0	\$50,000	\$0

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<i>For its project, Comprehensive Approaches to Support Diplomacy and Prevent War.</i>						
<b>National Priorities Project, Inc.</b> 243 King Street Suite 109 Northampton, MA 01060 <i>For general support.</i>	2	\$0	\$140,000	\$0	\$70,000	\$70,000
<b>National Wildlife Federation</b> 11100 Wildlife Center Drive Reston, VA 20190-5362 <i>For its Campaign for Atlantic Offshore Wind Power.</i>	2	\$0	\$75,000	\$0	\$75,000	\$0
<b>Native Youth Leadership Alliance</b> P.O. Box 241 Pine Ridge, SD 57770 <i>For general support.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>Natural Capitalism Solutions, Inc.</b> 11823 N. 75th Street Longmont, CO 80503 <i>For its CLEAN Policy project.</i>	2	\$150,000	\$0	\$0	\$150,000	\$0
<b>Natural Capitalism Solutions, Inc.</b> 11823 N. 75th Street Longmont, CO 80503 <i>For its CLEAN Action Fund.</i>	2	\$0	\$400,000	\$0	\$0	\$400,000
<b>Natural Resources Defense Council, Inc.</b> 40 West 20th Street New York, NY 10011 <i>For its two projects: Implementing Environment and Health Policy in China; and Addressing Heavy Metal Pollution and Emission from Ports and Shipping.</i>	2	\$0	\$650,000	\$0	\$325,000	\$325,000
<b>The Network for the Affirmation of the NGO Sector 7</b>  Dalmatinska 188 Podgorica, 81000 Montenegro <i>For general support.</i>		\$30,000	\$0	\$0	\$30,000	\$0
<b>New Economics Institute, Inc.</b> One Broadway 14th Floor Cambridge, MA 02142 <i>For general support.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>New Energy Economy, Inc.</b> 343 East Alameda Street Santa Fe, NM 87501-2229 <i>For its Santa Fe Public Utility funders convening.</i>	2	\$0	\$5,000	\$0	\$5,000	\$0
<b>The New Fund for Cinema and Television in Israel</b>  5 Yokneam Street Tel Aviv, 67443 Israel	7	\$0	\$3,500	\$0	\$3,500	\$0

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<i>For its campaign for the film, 5 Broken Cameras.</i>						
<b>New Venture Fund</b> 1201 Connecticut Avenue, NW, Suite 300 Washington, D.C. 20036 <i>For its Fossil Fuel Reduction project.</i>	2	\$0	\$400,000	\$0	\$400,000	\$0
<b>New Woman Foundation</b> 14 Abd El Moneem Sanad Street Mohandeseen Cairo Egypt <i>For its Egyptian Youth and Political and Social Change project.</i>	7	\$54,000	\$0	\$54,000	\$0	\$0
<b>New York City Center, Inc.</b> 130 West 56th Street New York, NY 10019 <i>For its Choreography Fellowship.</i>	2	\$120,000	\$0	\$0	\$60,000	\$60,000
<b>New York City Energy Efficiency Corporation</b> 110 William Street New York, NY 10038 <i>For its New York City Energy Efficiency Corporation.</i>	2	\$125,000	\$0	\$0	\$125,000	\$0
<b>New York Communities Organizing Fund, Inc.</b> 2-4 Nevins Street, 2nd Floor Brooklyn, NY 11217 <i>For its project, New York Communities for Change.</i>	2	\$25,000	\$0	\$0	\$25,000	\$0
<b>The New York Community Trust</b> 909 Third Avenue, 22nd Floor New York, NY 10022 <i>For its Fund for New Citizens project.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
<b>New York Foundation for the Arts, Inc.</b> 20 Jay Street, Suite 740 Brooklyn, NY 11201 <i>For its Season of Cambodia festival.</i>	2	\$35,000	\$0	\$0	\$35,000	\$0
<b>New York Foundation for the Arts, Inc.</b> 20 Jay Street, Suite 740 Brooklyn, NY 11201 <i>For its Pakistan Arts Project.</i>	2	\$45,000	\$0	\$0	\$45,000	\$0
<b>New York Foundation for the Arts, Inc.</b> 20 Jay Street, Suite 740 Brooklyn, NY 11201 <i>For its project, ARTMKT.</i>	2	\$0	\$185,000	\$0	\$185,000	\$0
<b>New York Foundation for the Arts, Inc.</b> 20 Jay Street, Suite 740 Brooklyn, NY 11201 <i>For its project, the Human Grid.</i>	2	\$0	\$15,000	\$0	\$15,000	\$0

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<b>New York Foundation for the Arts, Inc.</b> 20 Jay Street, Suite 740 Brooklyn, NY 11201 <i>For its project, Nuevo New York.</i>	2	\$0	\$110,000	\$0	\$0	\$110,000
<b>The New York Immigration Coalition, Inc.</b> 137-139 West 25th Street 12th Floor New York, NY 10001-7277 <i>For its grassroots civic base-building efforts.</i>	2	\$0	\$250,000	\$0	\$150,000	\$100,000
<b>New York Public Radio</b> 160 Varick Street New York, NY 10013 <i>For its Spotlight Immigration program.</i>	2	\$0	\$75,000	\$0	\$75,000	\$0
<b>Nine Seven Two-Advancement of Citizen Journalism</b> 40 Shderot Chen Street Tel Aviv, 64167 Israel <i>For general support.</i>	7	\$30,000	\$0	\$0	\$30,000	\$0
<b>Non-Governmental Organization Emancipimi Civil Ma Ndryshe</b> rr. Zeki Shulemajaja 2 Pristina, 10000 Kosovo <i>For general support.</i>	7	\$20,000	\$0	\$0	\$20,000	\$0
<b>Nonprofit Coordinating Committee of New York, Inc.</b> 1350 Broadway Suite 1801 New York, NY 10018 <i>For general support for 2014 and 2015.</i>	2	\$0	\$3,000	\$0	\$3,000	\$0
<b>Nonprofit Information Networking Association</b> 112 Water Street, Suite 400 Boston, MA 02109 <i>For general support.</i>	2	\$20,000	\$0	\$0	\$20,000	\$0
<b>Northwest Bronx Community and Clergy Coalition</b> 103 East 196th Street Bronx, NY 10468-3637 <i>For its Green Team initiative.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>The Ocean Conservancy, Inc.</b> 1300 19th Street, NW 8th Floor Washington, D.C. 20036	2	\$0	\$200,000	\$0	\$200,000	\$0

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<i>For its ocean acidification project.</i>						
<b>Oceana, Inc.</b> 1350 Connecticut Avenue, NW 5th Floor Washington, D.C. 20036 <i>For general support.</i>	2	\$0	\$250,000	\$0	\$250,000	\$0
<b>Oil Change International</b> 714 G Street, SE Suite 202 Washington, D.C. 20003 <i>For general support.</i>	2	\$0	\$175,000	\$0	\$175,000	\$0
<b>Optimist Association</b> Marsala Tita bb Bosilegrad Serbia <i>For its project, Friends Against Poverty.</i>	7	\$0	\$12,900	\$0	\$12,900	\$0
<b>Oregon Environmental Council, Inc.</b> 222 NW Davis Street, Suite 309 Portland, OR 97209 <i>For general support.</i>	2	\$50,000	\$0	\$0	\$50,000	\$0
<b>OXFAM America</b> 226 Causeway Street, 5th Floor Boston, MA 02114-2206 <i>For its Typhoon Haiyan relief and recovery efforts in the Philippines.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>Pacific News Service</b> 275 Ninth Street San Francisco, CA 94103 <i>For its program, New America Media, for leadership and transition planning and implementation.</i>	2	\$0	\$40,000	\$0	\$40,000	\$0
<b>Partners Albania, Center for Change and Conflict Management</b> Muhamet Gjolllesha Tirana, 1019 Albania <i>For general support.</i>	7	\$0	\$50,000	\$0	\$50,000	\$0
<b>Partners Albania, Center for Change and Conflict Management</b> Muhamet Gjolllesha Tirana, 1019 Albania <i>For general support.</i>	7	\$0	\$19,000	\$0	\$19,000	\$0
<b>Partnership for Public Service, Inc.</b> 1100 New York Avenue, NW Suite 200 East	2	\$0	\$80,000	\$0	\$80,000	\$0

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Washington, D.C. 20005 <i>For a case study and manual to enable the smooth transition of power between presidential administrations.</i>						
<b>Peace Direct</b> Development House 56-64 Leonard Street London, EC2A 4 LT United Kingdom <i>For its Pakistan Peace Exchange and Network.</i>	2	\$0	\$70,000	\$0	\$70,000	\$0
<b>Performance Zone, Inc.</b> 75 Maiden Lane Suite 906 New York, NY 10038 <i>For its project, Pontus Lidberg Dance.</i>	2	\$0	\$85,000	\$0	\$0	\$85,000
<b>Pesticide Action Network-North America Regional Center</b> 1611 Telegraph Avenue, Suite 1200 Oakland, CA 94612 <i>For its project, Global Alliance for Incinerator Alternatives.</i>	2	\$0	\$75,000	\$0	\$75,000	\$0
<b>Pesticide Eco-Alternatives Center Yunnan Thoughtful Action</b> Apt. 1212, 1214, 1216, 12/F Block 14 Yunnan Yingxiang Quarter Chuanjin Road Kunming, Yunnan 650224 China <i>For capacity building.</i>	7	\$0	\$110,000	\$0	\$55,000	\$55,000
<b>Philanthropy for Active Civic Engagement</b> 1201 15th Street, NW Suite 420 Washington, D.C. 20005 <i>For 2013 membership and general support.</i>	2	\$0	\$34,000	\$0	\$34,000	\$0
<b>Philanthropy New York, Inc.</b> 79 Fifth Avenue Fourth Floor New York, NY 10003 <i>For its Tennis Legacy Fund project.</i>	2	\$0	\$20,000	\$0	\$20,000	\$0
<b>Philanthropy New York, Inc.</b> 79 Fifth Avenue Fourth Floor New York, NY 10003 <i>For general support for 2014 and 2015.</i>	2	\$0	\$39,500	\$0	\$39,500	\$0
<b>Ploughshares Fund</b> 1808 Wedemeyer Street, Suite 200 San Francisco, CA 94129 <i>For its Iran campaign.</i>	2	\$0	\$1,000,000	\$0	\$500,000	\$500,000
<b>Polaris Institute USA</b> 2235 Lakeshore Road P.O. Box 106	2	\$75,000	\$0	\$0	\$75,000	\$0

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Essex, NY 12936 <i>For its project, the Our World Is Not For Sale network, for its work related to the World Trade Organization.</i>						
<b>Pratt Institute</b> 200 Willoughby Avenue Brooklyn, NY 11205 <i>For the Pratt Center for Community Development's Retrofit Block by Block program.</i>	2	\$100,000	\$0	\$0	\$100,000	\$0
<b>Pratt Institute</b> 200 Willoughby Avenue Brooklyn, NY 11205 <i>For the Pratt Center for Community Development's Retrofit Block by Block program.</i>	2	\$0	\$125,000	\$0	\$125,000	\$0
<b>Trustees of Princeton University</b> Office of Research and Project Administration 4 New South Building  Princeton, NJ 08544-5264 <i>For the Program on Science and Global Security at the Woodrow Wilson School of Public and International Affairs.</i>	1	\$0	\$70,000	\$0	\$70,000	\$0
<b>ProgressNow Education</b> 1600 University Avenue West Suite 401 Saint Paul, MN 55104 <i>For its Stand Against Keystone XL initiative.</i>	2	\$0	\$15,000	\$0	\$15,000	\$0
<b>Progressive America Fund dba Center for Working Families</b> 1133 Broadway, Suite 332 New York, NY 10010 <i>For its Green Jobs Green New York initiative.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0
<b>Progressive America Fund dba Center for Working Families</b> 1133 Broadway, Suite 332 New York, NY 10010 <i>For its strategic planning process.</i>	2	\$0	\$20,000	\$0	\$20,000	\$0
<b>The Project on Government Oversight, Inc.</b> 1100 G Street, NW Suite 900 Washington, D.C. 20005 <i>For general support.</i>	2	\$50,000	\$0	\$0	\$50,000	\$0
<b>Proteus Fund, Inc.</b> 15 Research Drive, Suite B Amherst, MA 01002 <i>For its Piper Fund.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>Public Campaign</b>	2	\$0	\$200,000	\$0	\$100,000	\$100,000

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1133 19th Street, NW Suite 900 Washington, D.C. 20036 <i>For general support.</i>						
<b>Public Citizen Foundation, Inc.</b> 1600 20th Street, NW Washington, D.C. 20009 <i>For its Global Trade Watch program.</i>	2	\$82,000	\$0	\$0	\$82,000	\$0
<b>Public Citizen Foundation, Inc.</b> 1600 20th Street, NW Washington, D.C. 20009 <i>For its Global Trade Watch program's effort to align global investment rules with democratic, environmental, and development objectives.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>Public Citizen Foundation, Inc.</b> 1600 20th Street, NW Washington, D.C. 20009 <i>For its work with the Corporate Reform Coalition.</i>	2	\$0	\$75,000	\$0	\$75,000	\$0
<b>Public Interest Projects, Inc.</b> 45 West 36th Street, 6th Floor New York, NY 10018 <i>For its InsideClimate News project.</i>	2	\$0	\$200,000	\$0	\$200,000	\$0
<b>Public Interest Projects, Inc.</b> 45 West 36th Street, 6th Floor New York, NY 10018 <i>For membership in its project, the Funders' Committee for Civic Participation.</i>	2	\$0	\$4,500	\$0	\$4,500	\$0
<b>Public Policy and Education Fund of New York, Inc.</b> 94 Central Avenue Albany, NY 12206 <i>For its Public Financing of Elections in New York project.</i>	2	\$0	\$75,000	\$0	\$75,000	\$0
<b>Public Works The Center for the Public Sector</b> 3801 N. Capital of Texas Highway E-240/446 Austin, TX 78746 <i>For general support.</i>	2	\$217,171	\$0	\$0	\$92,171	\$125,000
<b>Rainforest Action Network</b> 425 Bush Street San Francisco, CA 94108 <i>For its Energy and Finance program.</i>	2	\$0	\$100,000	\$0	\$50,000	\$50,000
<b>Regional Environmental Center for Central and Eastern Europe</b>	6	\$0	\$150,000	\$0	\$150,000	\$0

**ROCKEFELLER BROTHERS FUND, INC.**  
**13-1760106**  
**475 Riverside Drive, Suite 900**  
**New York, New York 10015**

**SCHEDULE 13**  
**FORM 990-PF**  
**YEAR 2013**

PART XV, Lines 3(a) and 3(b) Grants and Contributions Paid During the Year and Approved for Future Payment  
**SCHEDULE OF GRANTS TO ORGANIZATIONS**  
 FYE12/31/2013

*NOTE: There are no relationships between any individual grantee and any foundation manager or substantial contributor.*

<b>Recipient and Purpose</b>	<b>Tax Status</b>	<b>Beginning Balance</b>	<b>Approved in 2013</b>	<b>Lapsed in 2013</b>	<b>Paid in 2013</b>	<b>Ending Balance</b>
<p>Ady Endre ut 9-11            Szentendre, 2000 Hungary  <i>To continue its project, Education for Sustainable Development in the Western Balkans: Turning Education into Action for a Sustainable Future.</i></p>						
<p><b>Pascal Rioult Dance Theatre, Inc.</b>            246 West 38th Street            4th Floor            New York, NY 10018  <i>For its new marketing and publicity efforts.</i></p>	2	\$0	\$40,000	\$0	\$40,000	\$0
<p><b>Jerome Robbins Foundation</b>            156 West 56th Street, Suite 900            New York, NY 10019  <i>For its Floria V. Lasky Symposium.</i></p>	4	\$0	\$12,000	\$0	\$12,000	\$0
<p><b>Rockefeller Philanthropy Advisors</b>            6 West 48th Street            10th Floor            New York, NY 10036  <i>For its Climate Nexus project.</i></p>	2	\$200,000	\$0	\$0	\$200,000	\$0
<p><b>The Franklin and Eleanor Roosevelt Institute</b>            570 Lexington Avenue            Fifth Floor            New York, NY 10022  <i>For its program on the role of government.</i></p>	2	\$0	\$50,000	\$0	\$50,000	\$0
<p><b>Shelley &amp; Donald Rubin Foundation, Inc.</b>            17 West 17th Street, 9th Floor            New York, NY 10011  <i>For its Cuban visual arts programming.</i></p>	4	\$0	\$91,000	\$0	\$91,000	\$0
<p><b>Rutgers University Foundation</b>            7 College Avenue            New Brunswick, NJ 08901  <i>For its post-Hurricane Sandy statewide public poll in New Jersey.</i></p>	1	\$0	\$20,000	\$0	\$20,000	\$0
<p><b>San Francisco Chamber of Commerce Foundation</b>            235 Montgomery Street, 7th Floor            San Francisco, CA 94104  <i>For its Chambers for Innovation and Clean Energy project.</i></p>	2	\$0	\$100,000	\$0	\$100,000	\$0
<p><b>Save the Children Federation, Inc.</b>            P.O. Box 950            54 Wilton Road            Westport, CT 06881  <i>For its Typhoon Haiyan relief and recovery efforts in the Philippines.</i></p>	2	\$0	\$50,000	\$0	\$50,000	\$0
<p><b>Search for Common Ground</b>            1601 Connecticut Avenue, NW            Suite 200</p>	2	\$0	\$75,000	\$0	\$75,000	\$0

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*FYE12/31/2013*

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<b>Recipient and Purpose</b>	<b>Tax Status</b>	<b>Beginning Balance</b>	<b>Approved in 2013</b>	<b>Lapsed in 2013</b>	<b>Paid in 2013</b>	<b>Ending Balance</b>
Washington, D.C. 20009-1035 <i>For its Iran work.</i>						
<b>Seventh Generation Advisors</b> 2601 Ocean Park, Suite 311 Santa Monica, CA 90405 <i>For its work with the R20 Regions of Climate Action.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>Shangri-la Institute for Sustainable Communities</b> 709, Building A, SOHO New Town, No. 88 Jianguo Road, Chaoyang District Beijing, 100022 China <i>For its Climate Change Education project.</i>	7	\$100,000	\$0	\$0	\$100,000	\$0
<b>Sierra Club Foundation</b> 85 Second Street Suite 750 San Francisco, CA 94105 <i>For its Trade and Climate project.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0
<b>Sierra Club Foundation</b> 85 Second Street Suite 750 San Francisco, CA 94105 <i>For its Beyond Coal and Tar Sands projects.</i>	2	\$0	\$500,000	\$0	\$300,000	\$200,000
<b>Sierra Club Foundation</b> 85 Second Street Suite 750 San Francisco, CA 94105 <i>For its International Financial Institution Reform project.</i>	2	\$0	\$125,000	\$0	\$125,000	\$0
<b>Sightline Institute</b> 1402 Third Avenue, Suite 500 Seattle, WA 98101 <i>For its Pacific Coastal Collaborative project.</i>	2	\$0	\$75,000	\$0	\$75,000	\$0
<b>So Percussion</b> 101 Lafayette Ave. #17B Brooklyn, NY 11217 <i>Toward fundraising and institutional strategies to accommodate the rapid growth of the organization.</i>	2	\$0	\$30,000	\$0	\$30,000	\$0
<b>Social Science Research Council</b> One Pierrepont Plaza, 15th Floor Brooklyn, NY 11201 <i>For its China Environment and Health Initiative.</i>	2	\$250,000	\$0	\$0	\$250,000	\$0
<b>South Centre</b> Ch. du Champ d'Anier 17 P.O. Box 228	7	\$0	\$500,000	\$0	\$300,000	\$200,000

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**YEAR 2013**

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Geneva 19, 1211 Switzerland <i>For general support.</i>						
<b>St. Ann's Warehouse, Inc.</b> 55 Washington Street, Suite 458 Brooklyn, NY 11201 <i>For capacity building.</i>	2	\$0	\$75,000	\$0	\$75,000	\$0
<b>Stichting European Climate Foundation</b> Riviermarkt 5 The Hague, 2513 AM Netherlands <i>For the Pooled Fund for International Energy.</i>	7	\$0	\$200,000	\$0	\$100,000	\$100,000
<b>Stichting Global Partnership for the Prevention of Armed Conflict</b> Laan van Meerdervoort 70, 6th Floor The Hague, 2517 AN The Netherlands <i>For its consortium to strengthen peacebuilding policy through civil society empowerment.</i>	7	\$700,000	\$0	\$0	\$350,000	\$350,000
<b>The Henry L. Stimson Center</b> 1111 19th Street, NW, 12th Floor Washington, D.C. 20036 <i>For its project, Engaging Community Voices in Local, National, and International Protection Strategies and Decision-Making.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>Strategies for the Global Environment</b> 2101 Wilson Boulevard, Suite 550 Arlington, VA 22201 <i>To support its Plug-In Vehicle initiative.</i>	2	\$100,000	\$0	\$100,000	\$0	
<b>Strategies for the Global Environment</b> 2101 Wilson Boulevard, Suite 550 Arlington, VA 22201 <i>For its Plug-in Electric Vehicle Deployment initiative.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>Strategies for the Global Environment</b> 2101 Wilson Boulevard, Suite 550 Arlington, VA 22201 <i>For its Plug-in Electric Vehicle Deployment initiative.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>The Sunlight Foundation</b> 1818 N Street, NW Suite 300 Washington, D.C. 20036 <i>For general support.</i>	2	\$40,000	\$0	\$0	\$40,000	\$0
<b>Sustainable Markets Foundation</b> 45 West 36th Street, 6th Floor New York, NY 10018-7635 <i>For its Eco-Accountability project.</i>	2	\$0	\$75,000	\$0	\$75,000	\$0
<b>Sustainable Markets Foundation</b> 45 West 36th Street, 6th Floor	2	\$0	\$50,000	\$0	\$50,000	\$0

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**YEAR 2013**

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<b>Recipient and Purpose</b>	<b>Tax Status</b>	<b>Beginning Balance</b>	<b>Approved in 2013</b>	<b>Lapsed in 2013</b>	<b>Paid in 2013</b>	<b>Ending Balance</b>
New York, NY 10018-7635 <i>For its project, The Message.</i>						
<b>The Telos Group</b> P.O. Box 33248 Washington, D.C. 20033-3248 <i>For general support.</i>	2	\$75,000	\$0	\$0	\$75,000	\$0
<b>Third World Network Berhad</b> 131 Jalan Macalister Road Penang, 10400 Malaysia <i>For the dissemination of What Next Volume III: Climate, Development, and Equity.</i>	7	\$0	\$15,000	\$0	\$15,000	\$0
<b>Third World Network Berhad</b> 131 Jalan Macalister Road Penang, 10400 Malaysia <i>For general support.</i>	7	\$0	\$400,000	\$0	\$200,000	\$200,000
<b>Third World Network Ghana</b> 9 Ollenu Street, East Legon P.O. Box 19452 Accra Ghana <i>For its project on Mineral Resources and Transformation in Africa.</i>	7	\$100,000	\$0	\$0	\$100,000	\$0
<b>Times Square District Management Association</b> 1560 Broadway Suite 800 New York, NY 10036 <i>For its Public Art Program.</i>	2	\$60,000	\$0	\$0	\$60,000	\$0
<b>Times Square District Management Association</b> 1560 Broadway Suite 800 New York, NY 10036 <i>For its Public Art Program.</i>	2	\$0	\$132,000	\$0	\$46,770	\$85,230
<b>Trag Foundation</b> Majke Jevrosime 19/I Belgrade, 106502 Serbia <i>For general support.</i>	7	\$0	\$200,000	\$0	\$100,000	\$100,000
<b>Trag Foundation</b> Majke Jevrosime 19/I Belgrade, 106502 Serbia <i>For the Civil Society House project in Serbia.</i>	7	\$0	\$120,000	\$0	\$120,000	\$0
<b>Tsinghua University</b> Institute of Energy, Environment, and Economy  Beijing, 100084 China <i>For its comparative study on low-carbon</i>	6	\$0	\$150,000	\$0	\$150,000	\$0

PART XV, Lines 3(a) and 3(b) Grants and Contributions Paid During the Year and Approved for Future Payment  
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<i>development pathways in China, India, and Brazil.</i>						
<b>Trustees of Tufts College</b> Medford, MA 02155 <i>For the International Investment and Sustainable Development project of the Globalization and Sustainable Development program of its Global Development and Environment Institute.</i>	1	\$0	\$200,000	\$0	\$117,955	\$82,045
<b>UnionDocs, Inc.</b> 322 Union Avenue, 1st Floor Brooklyn, NY 11211 <i>For its Collaborative Studio project, Living Los Sures.</i>	2	\$0	\$25,000	\$0	\$25,000	\$0
<b>United Nations</b> 1 United Nations Plaza New York, NY 10017 <i>For its program, the United Nations Development Programme, for its Egypt Network for Integrated Development program.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>U.S. Green Building Council, New York Chapter</b> 20 Broad Street, Suite 709 New York, NY 10005 <i>For general support.</i>	2	\$150,000	\$0	\$0	\$75,000	\$75,000
<b>urgewald</b> Von-Galen Str. 4 Sassenberg, 48336 Germany <i>For research and analysis on public policies that subsidize fossil fuel investments globally.</i>	7	\$0	\$37,500	\$0	\$37,500	\$0
<b>USAction Education Fund</b> 1825 K Street, NW Suite 210 Washington, D.C. 20006 <i>For general support.</i>	2	\$0	\$80,000	\$0	\$40,000	\$40,000
<b>Virginia Organizing, Inc.</b> 703 Concord Avenue Charlottesville, VA 22903 <i>For organizational membership of its project, the Health and Environmental Funders Network.</i>	2	\$0	\$1,500	\$0	\$1,500	\$0
<b>Voice of the People, Inc.</b> 1779 Massachusetts Avenue, NW Suite 510	2	\$0	\$50,000	\$0	\$50,000	\$0

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<b>Recipient and Purpose</b>	<b>Tax Status</b>	<b>Beginning Balance</b>	<b>Approved in 2013</b>	<b>Lapsed in 2013</b>	<b>Paid in 2013</b>	<b>Ending Balance</b>
Washington, D.C. 20036 <i>For its Campaign for a Citizen Cabinet.</i>						
<b>Washington Environmental Council</b> 1402 3rd Avenue, Suite 1400 Seattle, WA 98101 <i>For general support.</i>	2	\$0	\$50,000	\$0	\$50,000	\$0
<b>Washington Environmental Council</b> 1402 3rd Avenue, Suite 1400 Seattle, WA 98101 <i>For its Pacific Coast Collaborative Skamania Conference.</i>	2	\$0	\$20,000	\$0	\$20,000	\$0
<b>Washington Monthly Corporation</b> 1200 18th Street, NW Suite 330 Washington, D.C. 20036 <i>For further support of its Government in My Backyard website.</i>	2	\$0	\$110,000	\$0	\$110,000	\$0
<b>West Harlem Environmental Action, Inc.</b> 1854 Amsterdam Avenue, 2nd Floor New York, NY 10031 <i>For its Northern Manhattan Clean Heat Initiative and its waterfront revitalization work.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>Women's Action for New Directions Education Fund, Inc.</b> 691 Massachusetts Avenue Arlington, MA 02476 <i>For its work on the Partnership to Strengthen Women's Political Empowerment and to Advance the Role of Women in Peace, Security, and Human Rights project.</i>	2	\$0	\$100,000	\$0	\$100,000	\$0
<b>Works and Process, Inc.</b> 845 Third Avenue 16th Floor New York, NY 10022 <i>For its 30th anniversary season's strategic plan and special programs.</i>	2	\$0	\$200,000	\$0	\$75,000	\$125,000
<b>World Resources Institute</b> 10 G Street, NE Washington, D.C. 20002 <i>For a case study by its International Financial Flows and Environment project on the evolution of South-South development finance.</i>	2	\$0	\$20,000	\$0	\$20,000	\$0
<b>World Resources Institute</b> 10 G Street, NE Washington, D.C. 20002 <i>To support the work of its Sustainable Finance Center of Excellence.</i>	2	\$0	\$200,000	\$0	\$200,000	\$0
<b>Young Voices on Climate Change, Inc.</b>	2	\$50,000	\$0	\$0	\$50,000	\$0

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P.O. Box 127 Thurmont, MD 21788 <i>For its project Young Voices for the Planet.</i>						
<b>Youth Initiative for Human Rights</b> 10 Djure Danicica Street, 3rd Floor, Apt. 16 Belgrade, 11000 Serbia <i>For its project, Interactive Platforms for High School Children.</i>	7	\$13,000	\$0	\$0	\$13,000	\$0
<b>Yunnan Health and Development Research Association</b> No. 102, 1st Unit, 6th Group, Yinhaishanshuijian No. 748 Dianchi Road  Kunming, 650228 China <i>For its environment and health project.</i>	7	\$80,000	\$0	\$0	\$80,000	\$0
<b>Zhongshan University</b> Room 807, Science and Technology Park No. 135, Xingang West Road Guangzhou, Guangdong 510275 China <i>For its Center on Philanthropy.</i>	6	\$0	\$360,000	\$0	\$180,000	\$180,000
<b>Grand Total</b>		<b>\$8,299,430</b>	<b>\$28,025,209</b>	<b>\$468,000</b>	<b>\$27,351,089</b>	<b>\$8,505,551</b>
<b>Known historical difference</b>		\$2	\$0	\$0	\$0	\$2
<b>Per G/L @ 12/31/2013</b>		\$8,299,428	\$28,025,209	\$468,000	\$27,351,089	\$8,505,549
<b>2013 Matching Gifts (see following attached schedule)</b>					\$48,015	
			<b>Total Part XV, line 3(a)</b>		<b>\$27,399,104</b>	
			<b>Total Part XV, line 3(b)</b>			<b>\$8,505,549</b>

**Key to Tax Status**

	Foundation Status of Recipient	
1	PC	U.S. church, school, hospital, government agency 509(a)(1) and 170(b)(1)(A)(i-iii, v)
2	PC	U.S. publicly supported organization 509(a)(1) and 170(b)(1)(A)(iv, vi); 509(a)(2)
3	POF	U.S. private operating foundation
4	PF	U.S. private non-operating foundation
5	NC	U.S. non 501(c)(3)
6	PC	foreign church, school, hospital, government agency
7	PC	foreign organization equivalent to publicly supported 501(c)(3)
8	PF	foreign organization equivalent to private foundation

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**Detail of Employee Matching Gifts**

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The Rockefeller Brothers Fund makes matching grants only to U.S. publicly supported organizations.

Date	Organization	Matching Gift Amount
1/23/2013	IYENGAR YOGA ASSOCIATION OF GR	130
1/23/2013	REGIS HIGH SCHOOL	2,000
2/6/2013	INTERNATIONAL RESCUE COMMITTEE	50
2/13/2013	AMERICAN ACADEMY IN ROME	1,000
2/13/2013	EARTHJUSTICE	50
2/27/2013	AMERICAN CANCER SOCIETY	50
2/27/2013	THE GOLDEN HAT FOUNDATION	3,000
3/7/2013	NATIONAL MULTIPLE SCLEROSIS SOCIETY	100
3/7/2013	VALLEY STREAM CAT RESCUE, INC.	100
3/14/2013	CARE	50
3/14/2013	THE DREAM PROJECT	200
4/3/2013	THE HARVEY BERNHARDT FOUNDATION	100
4/3/2013	THIRTEEN WNET	243
4/10/2013	NEW YORK FOUNDATION FOR THE ARTS	250
4/10/2013	SKOHEGAN SCHOOL OF PAINTING AN	650
4/17/2013	CASITA MARIA, INC.	150
4/17/2013	GIRL SCOUTS HEART OF THE HUDSON	25
4/17/2013	LITERACY PARTNERS	750
4/24/2013	AMERICAN CANCER SOCIETY	100
4/24/2013	INTERNATIONAL WOMEN'S	200
4/24/2013	LEUKEMIA & LYMPHOMA SOCIETY,IN	50
4/24/2013	UNITED STATES OLYMPIC COMMITTE	50
5/1/2013	NATIONAL MOBILIZATION AGAINST	25
5/8/2013	THE LEUKEMIA & LYMPHOMA SOCIETY	25
5/15/2013	BALLET HISPANICO	200
5/15/2013	KUNDIMAN, INC.	30
5/15/2013	REGIS HIGH SCHOOL	1,000
6/5/2013	MUNICIPAL ART SOCIETY	500
6/5/2013	NATIONAL MULTIPLE SCLEROSIS SOCIETY	100
6/12/2013	AIDS WALK NEW YORK	25
6/12/2013	AIDS WALK NEW YORK	50
6/12/2013	KEIGWIN AND COMPANY, INC.	125
6/12/2013	UNION COUNTY PERFORMING ARTS C	125
6/19/2013	CHASHAMA INC.	500
6/19/2013	ONE FUND BOSTON, INC	50
6/19/2013	THE RIGHT QUESTION INSTITUTE	150

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Date	Organization	Matching Gift Amount
7/10/2013	AIDS WALK NEW YORK-GMHC	25
7/10/2013	AIDS WALK NEW YORK-GMHC	25
7/10/2013	AIDS WALK NEW YORK-GMHC	50
7/10/2013	AIDS WALK NEW YORK-GMHC	50
7/10/2013	AMERICAN BIRD CONSERVANCY	50
7/10/2013	FOORE SCHOOL	200
7/10/2013	PRINCETON UNIVERSITY	400
7/10/2013	THE TRINITY SCHOOL	1,000
7/10/2013	THE TRINITY SCHOOL	1,000
7/10/2013	THE YOUTH DEVELOPMENT PROJECT	500
7/10/2013	WALK THE WALK AMERICA	25
7/17/2013	CHESTER THEATRE GROUP	200
7/17/2013	PRINCETON IN ASIA	500
7/24/2013	THE LEUKEMIA & LYMPHOMA SOCIETY	50
7/31/2013	SPCA OF CENTRAL FLORIDA	80
11/13/2013	California Academy of Sciences	100
11/13/2013	Audubon New York	350
11/13/2013	Paralyzed Veterans of America	250
11/13/2013	Avon Foundation for Women	40
11/13/2013	New York Public Radio	104
11/13/2013	Dance Theater In Westchester	200
11/13/2013	Westchester County Historical Society	150
11/19/2013	Columbia University	120
11/19/2013	Silent Animal Voices Echo, Inc	200
11/19/2013	Interfaith Nutrition Network	500
11/20/2013	New Heights Youth Inc.	50
11/20/2013	Linnaean Society of New York	35
11/26/2013	Stone Barns Center For Food & Agriculture	125
11/26/2013	World Food Program USA	200
11/26/2013	Ballet Hispanico of New York	150
11/26/2013	St. Joseph Hill Academy	500
11/26/2013	Hudson River Museum	250
12/4/2013	Stone Barns Center For Food & Agriculture	250
12/4/2013	Shelburne Museum	500
12/4/2013	Shelburne Museum	3,500

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**Detail of Employee Matching Gifts**

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Date	Organization	Matching Gift Amount
12/4/2013	Yorktown Volunteer Ambulance Corps.	50
12/4/2013	St. John Villa Academy	200
12/4/2013	Stone Educational Systems, Inc	3,000
12/11/2013	The Architectural League of NY	1,000
12/11/2013	Emma Willard School	500
12/11/2013	Demos	200
12/11/2013	New Haven Museum	250
12/11/2013	American Cancer Society	35
12/11/2013	Regis High School	1,000
12/11/2013	St. John Villa Academy	100
12/11/2013	Greater Hudson Heritage Network	208
12/11/2013	Westchester County Historical Society	40
12/17/2013	The Aloha Foundation, Inc.	600
12/17/2013	Independent Sector	1,500
12/17/2013	National Mobilization Against Sweatshops	1,400
12/17/2013	Saint Ann's School	500
12/18/2013	Bowdoin College	2,000
12/18/2013	Ossing Food Pantry	150
12/18/2013	Trinity School	500
12/18/2013	Allen County Historical Society	300
12/18/2013	Brown University	500
12/18/2013	Open Space Institute-NYFC/OSI	1,000
12/18/2013	World Wildlife Fund	75
12/18/2013	Brown University	200
12/18/2013	Earthjustice	75
12/19/2013	New York Youth Symphony	250
12/19/2013	The Metropolitan Museum of Art	600
12/31/2013	Kids Club of Tarrytown & Sleepy Hollow, Inc.	150
12/31/2013	Princeton In Asia	500
12/31/2013	YWCA of Brooklyn	50
12/31/2013	Museum of Modern Art	600
12/31/2013	Bideawee	250
12/31/2013	Lutheran Medical Center	350
12/31/2013	Thirteen/WNET	100
12/31/2013	Boston Latin School Association	100
12/31/2013	Boulevard Ensemble Inc.	200

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**Detail of Employee Matching Gifts**

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The Rockefeller Brothers Fund makes matching grants only to U.S. publicly supported organizations.

Date	Organization	Matching Gift Amount
12/31/2013	Children'S Chorus Of Washington	200
12/31/2013	Harvard College Fund	250
12/31/2013	Lyndhurst, National Trust for Historic Preservation	500
12/31/2013	New York City Audubon Society, Inc	50
12/31/2013	New York Philharmonic	150
12/31/2013	Phillips Exter Academy	500
12/31/2013	The Packer Collegiate Institute	200
12/31/2013	The Victoria Snelgrove Memorial Fund	100
12/31/2013	iMentor Inc	50
12/31/2013	Care	200
12/31/2013	Columbia University	1,000
12/31/2013	Doctors Without Borders	200
12/31/2013	Doctors Without Borders	1,000
12/31/2013	OXFAM America	1,000
12/31/2013	Union County Arts Center, Inc.	150
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