

Department of the Treasury Internal Revenue Service

# **Return of Private Foundation**

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

Do not enter social security numbers on this form as it may be made public.
 Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Page 1 OMB No. 1545-0052

2014 Open to Public Inspection

| For ca                   | lendar year 2014, or tax year beginning                                                                     | , 2014                    | , and ending       | ,                                                       |
|--------------------------|-------------------------------------------------------------------------------------------------------------|---------------------------|--------------------|---------------------------------------------------------|
|                          | foundation                                                                                                  |                           |                    | A Employer identification number                        |
| Rock                     | efeller Brothers Fund, Inc.                                                                                 |                           |                    | 13-1760106                                              |
|                          | and street (or P.O. box number if mail is not delivered to street a                                         | ddress)                   | Room/suite         | B Telephone number (see instructions)                   |
| 475                      | Riverside Drive                                                                                             |                           | 900                | (212) 812-4200                                          |
|                          | wn, state or province, country, and ZIP or foreign postal code                                              |                           |                    | C If exemption application is pending, check here . ►   |
|                          | York                                                                                                        |                           | 10115              | C II exemption application is pending, check here.      |
| G Ch                     | eck all that apply: Initial return                                                                          | Initial return of a forme | er public charity  | <b>D</b> 1 Foreign organizations, check here            |
|                          | Final return                                                                                                | Amended return            |                    |                                                         |
|                          | Address change                                                                                              | Name change               |                    | 2 Foreign organizations meeting the 85% test, check     |
| H Ch                     | eck type of organization: X Section 501                                                                     | (c)(3) exempt private fou | undation           | here and attach computation                             |
|                          | Section 4947(a)(1) nonexempt charitable true                                                                |                           | rivate foundation  | E If private foundation status was terminated           |
| I Fair                   |                                                                                                             |                           |                    | under section 507(b)(1)(A), check here ►                |
|                          | Deat II as house (a) Key a 1()                                                                              | 0                         | ash X Accrual      |                                                         |
|                          |                                                                                                             | Other (specify)           | ,_,                | <b>F</b> If the foundation is in a 60-month termination |
| ► ç                      | ( )                                                                                                         | column (d) must be on c   | cash basis.)       | under section 507(b)(1)(B), check here ►                |
| Part                     |                                                                                                             | (a) Revenue and           | (b) Net investment | (c) Adjusted net (d) Disbursements                      |
|                          | Expenses (The total of amounts in                                                                           | expenses per books        | income             | income for charitable                                   |
|                          | columns (b), (c), and (d) may not neces-<br>sarily equal the amounts in column (a)                          |                           |                    | purposes                                                |
|                          | (see instructions).)                                                                                        |                           |                    | (cash basis only)                                       |
|                          | 1 Contributions, gifts, grants, etc, received (attach schedule)                                             | 4,163,800.                |                    |                                                         |
|                          | 2 Ck ► if the found is <b>not</b> required to attach Sch B                                                  | _,,                       |                    |                                                         |
|                          |                                                                                                             |                           |                    |                                                         |
|                          | 3 Interest on savings and temporary cash investments                                                        | 218,077.                  | 218,07             | 7.                                                      |
|                          | 4 Dividends and interest from securities                                                                    | 5,618,693.                | 11,678,92          | 8.                                                      |
|                          | 5 a Gross rents                                                                                             | -,,                       |                    |                                                         |
|                          | <b>b</b> Net rental income                                                                                  |                           |                    |                                                         |
| R                        | or (loss) • • • • • • • • • • • • • • • • • •                                                               | 92,828,935.               |                    |                                                         |
| Ē                        | <b>b</b> Gross sales price for all                                                                          | 52,020,555.               |                    |                                                         |
| V                        | assets on line 6a                                                                                           |                           | 100 246 40         | r l                                                     |
| E                        | <ul> <li>7 Capital gain net income (from Part IV, line 2)</li> <li>8 Net short-term capital gain</li> </ul> |                           | 100,246,49         | 5.                                                      |
| N<br>U                   | 9 Income modifications                                                                                      |                           |                    |                                                         |
| Ĕ                        | 10 a Gross sales less                                                                                       |                           |                    |                                                         |
|                          | allowances                                                                                                  |                           |                    |                                                         |
|                          | b Less: Cost of                                                                                             |                           |                    |                                                         |
|                          | goods sold • • •                                                                                            |                           |                    |                                                         |
|                          | <b>C</b> Gross profit or (loss) (attach schedule)                                                           |                           |                    |                                                         |
|                          | <b>11</b> Other income (attach schedule)                                                                    |                           |                    |                                                         |
|                          | See Line 11 Stmt                                                                                            | 474,074.                  | -3,101,88          |                                                         |
|                          | <b>12</b> Total. Add lines 1 through 11                                                                     | 103,303,579.              | 109,041,61         |                                                         |
|                          | <b>13</b> Compensation of officers, directors, trustees, etc                                                | 1,451,136.                | 168,75             |                                                         |
|                          | <b>14</b> Other employee salaries and wages                                                                 | 4,377,759.                | 123,51             |                                                         |
|                          | <b>15</b> Pension plans, employee benefits                                                                  | 2,562,217.                | 122,40             | 0. 2,193,884.                                           |
| А                        | <b>16 a</b> Legal fees (attach schedule) Schedule .3.                                                       | 264,696.                  | 136,11             | 6. 121,191.                                             |
| D<br>M                   |                                                                                                             | 155,351.                  | 57,15              | 7. 16,456.                                              |
| 1                        | <b>c</b> Other prof. fees (attach sch) Schedule .3.                                                         | 8,102,694.                | 5,230,86           |                                                         |
| O I                      | <b>17</b> Interest                                                                                          | -,, <b>-</b> ·            | ,,00               |                                                         |
| O I<br>P S<br>E T<br>R R | 18 Taxes (attach schedule)(see instrs) See Line.18 Stmt                                                     | 3,347,420.                |                    |                                                         |
|                          | 19 Depreciation (attach (Schedule 1A)                                                                       | 5,51,120.                 |                    |                                                         |
| Ť Ť                      | sch) and depletion Schedule .4.                                                                             | 820,596.                  | 33,56              | 8.                                                      |
| I I<br>N V               | <b>20</b> Occupancy                                                                                         | 871,039.                  | 27,41              | 1. 839,630.                                             |
| GĖ                       | 21 Travel, conferences, and meetings                                                                        | 1,132,967.                | 25,12              |                                                         |
| ΑE                       | 22 Printing and publications                                                                                | 103,282.                  |                    | 0. 109,932.                                             |
| A E<br>N X<br>D P        | 23 Other expenses (attach schedule)                                                                         |                           |                    |                                                         |
| E<br>N                   | See Line 23 Stmt (Schedule 1A)                                                                              | 1,175,674.                | 28,77              | 8. 893,023.                                             |
| S                        | 24 Total operating and administrative                                                                       |                           |                    |                                                         |
| E<br>S                   | expenses. Add lines 13 through 23                                                                           | 24,364,831.               | 5,953,69           | 3. 11,675,260.                                          |
| -                        | 25 Contributions, gifts, grants paid • • • • • • • • •                                                      | 25,693,082.               |                    | 29,880,120.                                             |
|                          | 26 Total expenses and disbursements.                                                                        |                           |                    |                                                         |
|                          | Add lines 24 and 25                                                                                         | 50,057,913.               | 5,953,69           | 3. 41,555,380.                                          |
|                          | 27 Subtract line 26 from line 12:                                                                           |                           |                    |                                                         |
|                          | a Excess of revenue over expenses                                                                           |                           |                    |                                                         |
|                          | and disbursements                                                                                           | 53,245,666.               |                    |                                                         |
|                          | <b>b</b> Net investment income (if negative, enter -0-)                                                     |                           | 103,087,92         | 3.                                                      |
|                          | C Adjusted net income (if negative, enter -0-)                                                              |                           |                    |                                                         |

BAA For Paperwork Reduction Act Notice, see instructions.

Form **8868** 

(Rev. January 2014)

#### Department of the Treasury Internal Revenue Service

# 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.

Х

If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box

• 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 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

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

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

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

| Application                              | Return | Application                       | Return |
|------------------------------------------|--------|-----------------------------------|--------|
| Is For                                   | Code   | Is For                            | 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     |

#### • The books are in the care of DGERALDINE F. WATSON, 475 RIVERSIDE DRIVE, NEW YORK, NY, 10022

| Telephone No. ▶ 212 812-4228 FAX No. ▶                                                                                         |                         |
|--------------------------------------------------------------------------------------------------------------------------------|-------------------------|
| <ul> <li>If the organization does not have an office or place of business in the United States, check this box</li> </ul>      | ▶                       |
| • If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN)                              |                         |
| for the whole group, check this box                                                                                            |                         |
| 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 08/17, 20 15, to file the exempt organization return for the organization named ab                                       | hove. The extension is  |
| for the organization's return for:                                                                                             |                         |
| $\blacktriangleright$ X calendar year 20 14 or                                                                                 |                         |
|                                                                                                                                | 00                      |
| ▶ tax year beginning, 20, and ending, 2                                                                                        | 20                      |
|                                                                                                                                |                         |
| 2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return                      | n                       |
| Change in accounting period                                                                                                    |                         |
| 3a 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> \$ 4,920,000. |
| <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> \$ 5,405,686. |
| c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS                 |                         |
|                                                                                                                                | 3c \$ 0                 |
| Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form |                         |
| instructions.                                                                                                                  |                         |

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

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

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).

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| Part                                            |                                                                       | Additional (Not Automatic) 3-Month Ex                                                                                                                                                                                                                                | xtension o                                                            | of Time. Only file the orig                                            | inal (no copies needed).                                 |                            |
|-------------------------------------------------|-----------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------|------------------------------------------------------------------------|----------------------------------------------------------|----------------------------|
|                                                 |                                                                       |                                                                                                                                                                                                                                                                      |                                                                       | E                                                                      | nter filer's identifying number, s                       |                            |
|                                                 |                                                                       | Name of exempt organization or other filer, see in                                                                                                                                                                                                                   | nstructions.                                                          |                                                                        | Employer identification number                           | (EIN) or                   |
| Туре                                            | or                                                                    |                                                                                                                                                                                                                                                                      |                                                                       |                                                                        |                                                          |                            |
| print                                           |                                                                       | ROCKEFELLER BROTHERS FUND, IN                                                                                                                                                                                                                                        |                                                                       |                                                                        | 13-1760106                                               |                            |
| File by tl                                      | he                                                                    | Number, street, and room or suite no. If a P.O. bo                                                                                                                                                                                                                   | ox, see instru                                                        | ctions.                                                                | Social security number (SSN)                             |                            |
| due date                                        | e for                                                                 | 475 RIVERSIDE DRIVE                                                                                                                                                                                                                                                  |                                                                       |                                                                        |                                                          |                            |
| filing yo<br>return. S                          |                                                                       | City, town or post office, state, and ZIP code. For                                                                                                                                                                                                                  | r a foreign ad                                                        | ldress, see instructions.                                              |                                                          |                            |
| instructi                                       | ons.                                                                  | NEW YORK, NY 10115                                                                                                                                                                                                                                                   |                                                                       |                                                                        |                                                          |                            |
| Enter                                           | the Re                                                                | eturn code for the return that this application                                                                                                                                                                                                                      | is for (file a                                                        | •                                                                      | ach return)                                              | 04                         |
| Appli                                           | catior                                                                | 1                                                                                                                                                                                                                                                                    | Return                                                                | Application                                                            |                                                          | Return                     |
| Is For                                          |                                                                       | Code                                                                                                                                                                                                                                                                 | Is For                                                                |                                                                        | Code                                                     |                            |
| Form                                            | 990 c                                                                 | or Form 990-EZ                                                                                                                                                                                                                                                       | 01                                                                    |                                                                        |                                                          |                            |
| Form                                            | 990-E                                                                 | 3L                                                                                                                                                                                                                                                                   | 02                                                                    | Form 1041-A                                                            |                                                          | 08                         |
| Form                                            | 4720                                                                  | (individual)                                                                                                                                                                                                                                                         | 03                                                                    | Form 4720 (other than in                                               | dividual)                                                | 09                         |
| Form                                            | 990-F                                                                 | PF                                                                                                                                                                                                                                                                   | 04                                                                    | Form 5227                                                              |                                                          | 10                         |
| Form                                            | 990-                                                                  | Г (sec. 401(a) or 408(a) trust)                                                                                                                                                                                                                                      | 05                                                                    | Form 6069                                                              |                                                          | 11                         |
| Form                                            | 990-7                                                                 | Γ (trust other than above)                                                                                                                                                                                                                                           | 06                                                                    | Form 8870                                                              |                                                          | 12                         |
| STOP                                            | ! Do n                                                                | ot complete Part II if you were not already                                                                                                                                                                                                                          | granted ar                                                            | n automatic 3-month exter                                              | nsion on a previously filed Fo                           | rm 8868.                   |
| for the<br>list wit<br>4 I<br>5 F<br>6 I<br>7 S | e whole<br><u>h the</u><br>reque<br>or ca<br>f the ta<br>C<br>State i | or a Group Return, enter the organization's fo<br>e group, check this box                                                                                                                                                                                            | f it is for pa<br>n is for.<br>ntil<br>ing<br>nonths, chee<br>RMATION | art of the group, check this<br>1<br>, 20, ar<br>ck reason: Initial re | box▶ and a<br>. <u>1/16_, 20_15_</u> .<br>nd ending<br>  | this is<br>ttach a<br>, 20 |
| b<br>b<br>e                                     | nonref<br>f this<br>estima<br>amoun                                   | application is for Forms 990-BL, 990-PF, 9<br>undable credits. See instructions.<br>application is for Forms 990-PF, 990-T,<br>ted tax payments made. Include any pr<br>it paid previously with Form 8868.<br><b>The Due.</b> Subtract line 8b from line 8a. Include | , 4720, o<br>ior year c                                               | r 6069, enter any refur<br>overpayment allowed as                      | 8a     \$ 4       adable credits and<br>a credit and any | 920,000.<br>405,686.       |
|                                                 |                                                                       | onic Federal Tax Payment System). See instru                                                                                                                                                                                                                         |                                                                       | · · ·                                                                  | 8c \$                                                    | 0                          |
|                                                 |                                                                       | Signature and Verifica                                                                                                                                                                                                                                               |                                                                       | st be completed for P                                                  |                                                          |                            |
|                                                 |                                                                       | ies of perjury, I declare that I have examined the belief, it is true, correct, and complete, and that I                                                                                                                                                             | his form, in                                                          | cluding accompanying sched                                             | dules and statements, and to the                         | e best of my               |

Signature

Form 8868 (Rev. 1-2014)

8/5/15

Date 🕨

Title ▶ PAID PREPARER

| Form 9      | 990-l     | PF (2014) Rockefeller Brothers Fund, Inc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                              | 13-176                       |                       |
|-------------|-----------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|------------------------------|-----------------------|
| Part        | П         | Attached schedules and amounts in the description<br>column should be for end-of-year amounts only.<br>(See instructions.)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | Beginning of year            | End o                        | f year                |
| i ait       |           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | (a) Book Value               | (b) Book Value               | (c) Fair Market Value |
|             | 1         | Cash – non-interest-bearing                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 1,275,018.                   | 2,270,432.                   | 2,270,432.            |
|             | 2         | Savings and temporary cash investments                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | 282,678,787.                 | 22,820,654.                  | 22,820,654.           |
|             | 3         | Accounts receivable                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                              |                              |                       |
|             |           | Less: allowance for doubtful accounts                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | 770,427.                     | 1,322,630.                   | 1,322,630.            |
|             | 4         | Pledges receivable                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                              |                              |                       |
|             |           | Less: allowance for doubtful accounts                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | 17,589,094.                  | 16,864,980.                  | 16,864,980            |
|             | 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)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                              |                              |                       |
| A<br>S      |           | Less: allowance for doubtful accounts                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                              |                              |                       |
| S           | 8         | Inventories for sale or use                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                              |                              |                       |
| S<br>E<br>T | 9         | Prepaid expenses and deferred charges                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | 11,573.                      | 5,634.                       | 5,634                 |
| S           | 10 a      | Investments – U.S. and state government                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | ·                            | •                            |                       |
|             |           | a Investments – U.S. and state government<br>obligations (attach schedule)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 37,344,487.                  | 0.                           | 0                     |
|             | k         | ${\sf p}$ Investments – corporate stock (attach schedule) . ${\tt Schedule.5}$                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | 97,856,298.                  | 203,216,731.                 | 203,216,731           |
|             | c         | c Investments — corporate bonds (attach schedule)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                              |                              |                       |
|             | 11        | Investments – land, buildings, and equipment: basis                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                              |                              |                       |
|             |           | Less: accumulated depreciation<br>(attach schedule) Schedule .6. ► 0.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                              |                              |                       |
|             |           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | 510,000.                     | 510,000.                     | 510,000               |
|             | 12        | Investments – mortgage loans                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                              |                              |                       |
|             | 13        | Investments – other (attach schedule) Schedule . 7                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | 426,219,469.                 | 632,294,587.                 | 632,294,587           |
|             | 14        | Land, buildings, and equipment: basis                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                              |                              |                       |
|             | 45        | Less: accumulated depreciation<br>(attach schedule) Schedule .8.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | 6,317,065.                   | 6,074,712.                   | 6,074,712             |
|             | 15<br>16  | Other assets (describe ►<br>Total assets (to be completed by all filers)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                              |                              |                       |
|             | 10        | see the instructions. Also, see page 1, item I)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | 870,572,218.                 | 885,380,360.                 | 885,380,360           |
| Ļ           | 17        | Accounts payable and accrued expenses                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | 6,755,875.                   | 14,482,113.                  |                       |
| A           | 18        | Grants payable                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | 8,505,549.                   | 4,441,885.                   |                       |
| В           | 19        | Deferred revenue                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                              |                              |                       |
| ł           | 20        | Loans from officers, directors, trustees, & other disqualified persons                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                              |                              |                       |
| ī           | 21        | Mortgages and other notes payable (attach schedule)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                              |                              |                       |
| T<br>I      | 22        | Other liabilities (describe <a>Taxes</a> Payable                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | 5,940,750.                   | 3,005,272.                   |                       |
| E<br>S      | 23        | Total liabilities (add lines 17 through 22)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 21,202,174.                  | 21,929,270.                  |                       |
|             |           | Foundations that follow SFAS 117, check here                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                              |                              |                       |
| F           | 24        |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | 821,763,951.                 | 835,894,852.                 |                       |
| U           | 25        | Temporarily restricted                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | 17,642,750.                  | 17,530,437.                  |                       |
| N<br>D      | 26        | Permanently restricted                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | 9,963,343.                   | 10,025,801.                  |                       |
| BA          | 20        | Foundations that do not follow SFAS 117, check here .  and complete lines 27 through 31.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | 9,903,343.                   | 10,025,001.                  |                       |
| L           | <b>07</b> |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                              |                              |                       |
| Ā           | 27<br>20  | Capital stock, trust principal, or current funds                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                              |                              |                       |
| N<br>C      | 28        | Paid-in or capital surplus, or land, bldg., and equipment fund                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                              |                              |                       |
| Ē           | 29        | Retained earnings, accumulated income, endowment, or other funds                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | 040.050.041                  | 0.60 451 005                 |                       |
| S           | 30<br>31  | Total net assets or fund balances (see instructions)<br>Total liabilities and net assets/fund balances<br>(see instructions)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 849,370,044.<br>870,572,218. | 863,451,090.<br>885,380,360. |                       |
| Part        |           | Analysis of Changes in Net Assets or Fund Balance                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                              | 000,000,000.                 |                       |
| 1           | Total     | net assets or fund balances at beginning of year – Part II, column (a                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | a), line 30 (must agree wi   | th                           | 849,370,044           |
|             |           | r amount from Part I, line 27a                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                              |                              | 53,245,666            |
|             |           | increases not included in line 2 (itemize)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                              |                              | 688,988               |
|             |           | lines 1, 2, and 3                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                              |                              |                       |
|             |           | association for the second se |                              |                              | 903,304,698           |

39,853,608.

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| orm 990-PF (2014) Rockefell                                                                                                                                                                                                                                                                                                                    |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                             |                                                                                                                  | 1                     | 3-1760106                                                   | Page 3                                                                                                                               |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|-----------------------|-------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------|
|                                                                                                                                                                                                                                                                                                                                                | Losses for Tax on Investment                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                                                                                                                                                                                                                                                                             |                                                                                                                  |                       |                                                             | ( B                                                                                                                                  |
| (a) List and describe<br>2-story brick warehous                                                                                                                                                                                                                                                                                                | e the kind(s) of property sold (e.g., real e<br>se; or common stock, 200 shares MLC C                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | estate,<br>Company)                                                                                                                                                                                                                                                                         | (b) How acc<br>P — Purch<br>D — Dona                                                                             | iase                  | (C) Date acquired (month, day, year)                        | <b>(d)</b> Date sold (month, day, year)                                                                                              |
| <b>1a</b> See Schedule 1                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                             |                                                                                                                  |                       |                                                             |                                                                                                                                      |
| b                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                             |                                                                                                                  |                       |                                                             |                                                                                                                                      |
| с                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                             |                                                                                                                  |                       |                                                             |                                                                                                                                      |
| d                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                             |                                                                                                                  |                       |                                                             |                                                                                                                                      |
|                                                                                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                             |                                                                                                                  |                       |                                                             |                                                                                                                                      |
| e                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                             |                                                                                                                  |                       | <i>"</i> .) <u>.</u> .                                      | <i>"</i>                                                                                                                             |
| (e) Gross sales price                                                                                                                                                                                                                                                                                                                          | (f) Depreciation allowed<br>(or allowable)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | (g) Cost or other bas<br>plus expense of sale                                                                                                                                                                                                                                               |                                                                                                                  |                       | <b>(h)</b> Gain or<br>(e) plus (f) mir                      |                                                                                                                                      |
| a                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                             |                                                                                                                  |                       |                                                             |                                                                                                                                      |
| b                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                             |                                                                                                                  |                       |                                                             |                                                                                                                                      |
| C                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                             |                                                                                                                  |                       |                                                             |                                                                                                                                      |
| d                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                             |                                                                                                                  |                       |                                                             |                                                                                                                                      |
| е                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                             |                                                                                                                  |                       |                                                             |                                                                                                                                      |
| Complete only for assets show                                                                                                                                                                                                                                                                                                                  | ing gain in column (h) and owned by the                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | e foundation on 12/31/69                                                                                                                                                                                                                                                                    |                                                                                                                  |                       | (I) Gains (Col                                              | ump (b)                                                                                                                              |
| (i) Fair Market Value                                                                                                                                                                                                                                                                                                                          | (i) Adjusted basis                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | (k) Excess of column                                                                                                                                                                                                                                                                        | (i)                                                                                                              | q                     | ain minus column (k)                                        |                                                                                                                                      |
| as of 12/31/69                                                                                                                                                                                                                                                                                                                                 | as of 12/31/69                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | over column (j), if an                                                                                                                                                                                                                                                                      |                                                                                                                  |                       | an -0-) <b>or</b> Losses (fro                               |                                                                                                                                      |
|                                                                                                                                                                                                                                                                                                                                                | +                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                             |                                                                                                                  |                       |                                                             |                                                                                                                                      |
| a                                                                                                                                                                                                                                                                                                                                              | +                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                             |                                                                                                                  |                       |                                                             |                                                                                                                                      |
| b                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                             |                                                                                                                  |                       |                                                             |                                                                                                                                      |
| С                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                             |                                                                                                                  | <u> </u>              |                                                             |                                                                                                                                      |
| d                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                             |                                                                                                                  |                       |                                                             |                                                                                                                                      |
| е                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                             |                                                                                                                  |                       |                                                             |                                                                                                                                      |
| 2 Capital gain net income or (net                                                                                                                                                                                                                                                                                                              | capital loss).                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | enter in Part I, line 7<br>r -0- in Part I, line 7                                                                                                                                                                                                                                          |                                                                                                                  |                       |                                                             |                                                                                                                                      |
|                                                                                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                             | -                                                                                                                | 2                     | 100                                                         | ),246,495.                                                                                                                           |
| S Net Short-term capital gain of (i                                                                                                                                                                                                                                                                                                            | loss) as defined in sections 1222(5) and                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | i (6).                                                                                                                                                                                                                                                                                      |                                                                                                                  |                       |                                                             |                                                                                                                                      |
|                                                                                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                             |                                                                                                                  |                       |                                                             |                                                                                                                                      |
|                                                                                                                                                                                                                                                                                                                                                | 8, column (c) (see instructions). If (loss)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                             | ·                                                                                                                | 3                     |                                                             |                                                                                                                                      |
| in Part I, line 8                                                                                                                                                                                                                                                                                                                              | <u></u>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | <u></u>                                                                                                                                                                                                                                                                                     | nent Inco                                                                                                        | -                     |                                                             |                                                                                                                                      |
| in Part I, line 8                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | d Tax on Net Investm                                                                                                                                                                                                                                                                        |                                                                                                                  | -                     |                                                             |                                                                                                                                      |
| in Part I, line 8                                                                                                                                                                                                                                                                                                                              | er Section 4940(e) for Reduced<br>foundations subject to the section 4940                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | d Tax on Net Investm                                                                                                                                                                                                                                                                        |                                                                                                                  | -                     |                                                             |                                                                                                                                      |
| in Part I, line 8 Part V Qualification Under or optional use by domestic private section 4940(d)(2) applies, leave th as the foundation liable for the sect                                                                                                                                                                                    | er Section 4940(e) for Reduced<br>foundations subject to the section 4940<br>his part blank.<br>tion 4942 tax on the distributable amoun                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | <b>d Tax on Net Investm</b><br>D(a) tax on net investment in<br>nt of any year in the base pe                                                                                                                                                                                               | ncome.)                                                                                                          | ome                   | _                                                           | X No                                                                                                                                 |
| in Part I, line 8                                                                                                                                                                                                                                                                                                                              | er Section 4940(e) for Reduced<br>e foundations subject to the section 4940<br>his part blank.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | <b>d Tax on Net Investm</b><br>D(a) tax on net investment in<br>nt of any year in the base pe                                                                                                                                                                                               | ncome.)                                                                                                          | ome                   | _                                                           | X No                                                                                                                                 |
| in Part I, line 8<br>Part V Qualification Under<br>for optional use by domestic private<br>section 4940(d)(2) applies, leave the<br>las the foundation liable for the sect<br>Yes,' the foundation does not quali                                                                                                                              | er Section 4940(e) for Reduced<br>foundations subject to the section 4940<br>his part blank.<br>tion 4942 tax on the distributable amoun                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | <b>d Tax on Net Investm</b><br>D(a) tax on net investment in<br>nt of any year in the base pe<br>ete this part.                                                                                                                                                                             | ncome.)<br>eriod?                                                                                                | ome                   | _                                                           | X No                                                                                                                                 |
| in Part I, line 8<br>art V Qualification Under<br>or optional use by domestic private<br>section 4940(d)(2) applies, leave the<br>as the foundation liable for the sect<br>Yes,' the foundation does not qualitant<br>1 Enter the appropriate amount in                                                                                        | er Section 4940(e) for Reduced<br>foundations subject to the section 4940<br>his part blank.<br>tion 4942 tax on the distributable amoun<br>ify under section 4940(e). Do not comple<br>n each column for each year; see the ins<br>(b)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | d Tax on Net Investm<br>d(a) tax on net investment in<br>nt of any year in the base pe<br>ete this part.<br>structions before making ar                                                                                                                                                     | ncome.)<br>eriod?                                                                                                | ome                   | Yes                                                         |                                                                                                                                      |
| in Part I, line 8<br>art V Qualification Under<br>or optional use by domestic private<br>section 4940(d)(2) applies, leave th<br>as the foundation liable for the sect<br>Yes,' the foundation does not quali<br>1 Enter the appropriate amount in<br>(a)<br>Base period years                                                                 | er Section 4940(e) for Reduced<br>e foundations subject to the section 4940<br>his part blank.<br>tion 4942 tax on the distributable amoun<br>ify under section 4940(e). Do not comple                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | d Tax on Net Investm<br>D(a) tax on net investment in<br>t of any year in the base pe<br>ete this part.<br>structions before making ar<br>(c)<br>Net value of                                                                                                                               | ncome.)<br>eriod?<br>ny entries.                                                                                 | <u>ome</u>            | Yes<br>(d)<br>Distribution                                  | ratio                                                                                                                                |
| in Part I, line 8                                                                                                                                                                                                                                                                                                                              | er Section 4940(e) for Reduced<br>foundations subject to the section 4940<br>his part blank.<br>tion 4942 tax on the distributable amoun<br>ify under section 4940(e). Do not comple<br>n each column for each year; see the ins<br>(b)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | d Tax on Net Investm<br>D(a) tax on net investment in<br>nt of any year in the base pe<br>ete this part.<br>structions before making ar<br>(c)                                                                                                                                              | ncome.)<br>eriod?<br>ny entries.                                                                                 | <u>ome</u>            | Yes                                                         | ratio                                                                                                                                |
| in Part I, line 8<br>art V Qualification Under<br>proptional use by domestic private<br>section 4940(d)(2) applies, leave the<br>as the foundation liable for the sect<br>Yes,' the foundation does not qualit<br>1 Enter the appropriate amount in<br>(a)<br>Base period years<br>Calendar year (or tax year<br>beginning in)                 | er Section 4940(e) for Reduced<br>foundations subject to the section 4940<br>his part blank.<br>tion 4942 tax on the distributable amoun<br>ify under section 4940(e). Do not comple<br>n each column for each year; see the ins<br>(b)<br>Adjusted qualifying distributions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | d Tax on Net Investment in<br>D(a) tax on net investment in<br>t of any year in the base pe<br>ete this part.<br>structions before making ar<br>(c)<br>Net value of<br>noncharitable-use ass                                                                                                | ncome.)<br>eriod?<br>ny entries.<br>ets                                                                          | <u>ome</u>            | Yes<br>(d)<br>Distribution                                  | ratio<br>y column (c))                                                                                                               |
| in Part I, line 8<br>art V Qualification Under<br>proptional use by domestic private<br>section 4940(d)(2) applies, leave the<br>as the foundation liable for the sect<br>Yes,' the foundation does not qualit<br>1 Enter the appropriate amount in<br>(a)<br>Base period years<br>Calendar year (or tax year<br>beginning in)<br>2013         | er Section 4940(e) for Reduced<br>a foundations subject to the section 4940<br>his part blank.<br>tion 4942 tax on the distributable amount<br>ify under section 4940(e). Do not complet<br>n each column for each year; see the inst<br>(b)<br>Adjusted qualifying distributions<br>40,859,797.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | d Tax on Net Investm<br>D(a) tax on net investment in<br>t of any year in the base pe<br>ete this part.<br>structions before making ar<br>(c)<br>Net value of<br>noncharitable-use ass<br>794,383                                                                                           | eriod?<br>eriod?<br>eris<br>ets<br>2 , 459 .                                                                     | <u>ome</u>            | Yes<br>(d)<br>Distribution                                  | ratio<br>y column (c))<br>0.051436                                                                                                   |
| in Part I, line 8<br>art V Qualification Under<br>proptional use by domestic private<br>section 4940(d)(2) applies, leave the<br>as the foundation liable for the sect<br>Yes,' the foundation does not qualit<br>Enter the appropriate amount in<br>Base period years<br>Calendar year (or tax year<br>beginning in)<br>2013<br>2012          | er Section 4940(e) for Reduced<br>a foundations subject to the section 4940<br>his part blank.<br>tion 4942 tax on the distributable amound<br>ify under section 4940(e). Do not complet<br>n each column for each year; see the inst<br>(b)<br>Adjusted qualifying distributions<br>40,859,797.<br>42,416,766.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | d Tax on Net Investm<br>D(a) tax on net investment in<br>t of any year in the base per<br>ete this part.<br>structions before making ar<br>(c)<br>Net value of<br>noncharitable-use ass<br>794,383<br>739,355                                                                               | eriod?<br>eriod?<br>eris<br>2 , 459 .<br>3 , 492 .                                                               | <u>ome</u>            | Yes<br>(d)<br>Distribution                                  | ratio<br>y column (c))<br>0.051436<br>0.057370                                                                                       |
| in Part I, line 8<br>art V Qualification Under<br>proptional use by domestic private<br>section 4940(d)(2) applies, leave the<br>as the foundation liable for the sect<br>Yes,' the foundation does not qualit<br>1 Enter the appropriate amount in<br>(a)<br>Base period years<br>Calendar year (or tax year<br>beginning in)<br>2013         | er Section 4940(e) for Reduced<br>a foundations subject to the section 4940<br>his part blank.<br>tion 4942 tax on the distributable amount<br>ify under section 4940(e). Do not complet<br>n each column for each year; see the inst<br>(b)<br>Adjusted qualifying distributions<br>40,859,797.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | d Tax on Net Investm<br>D(a) tax on net investment in<br>t of any year in the base pe<br>ete this part.<br>structions before making ar<br>(c)<br>Net value of<br>noncharitable-use ass<br>794,383                                                                                           | eriod?<br>eriod?<br>eris<br>2 , 459 .<br>3 , 492 .                                                               | <u>ome</u>            | Yes<br>(d)<br>Distribution                                  | ratio<br>y column (c))<br>0.051436<br>0.057370                                                                                       |
| in Part I, line 8<br>art V Qualification Under<br>proptional use by domestic private<br>section 4940(d)(2) applies, leave the<br>as the foundation liable for the sect<br>Yes,' the foundation does not qualit<br>1 Enter the appropriate amount in<br>(a)<br>Base period years<br>Calendar year (or tax year<br>beginning in)<br>2013<br>2012 | er Section 4940(e) for Reduced<br>a foundations subject to the section 4940<br>his part blank.<br>tion 4942 tax on the distributable amound<br>ify under section 4940(e). Do not complet<br>n each column for each year; see the inst<br>(b)<br>Adjusted qualifying distributions<br>40,859,797.<br>42,416,766.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | d Tax on Net Investm<br>D(a) tax on net investment in<br>t of any year in the base per<br>ete this part.<br>structions before making ar<br>(c)<br>Net value of<br>noncharitable-use ass<br>794,383<br>739,355                                                                               | eriod?<br>eriod?<br>ets<br>2,459.<br>3,492.<br>3,551.                                                            | <u>ome</u>            | Yes<br>(d)<br>Distribution                                  | ratio<br>y column (c))<br>0.051436<br>0.057370<br>0.056987                                                                           |
| in Part I, line 8                                                                                                                                                                                                                                                                                                                              | er Section 4940(e) for Reduced<br>e foundations subject to the section 4940<br>his part blank.<br>tion 4942 tax on the distributable amoun<br>ify under section 4940(e). Do not comple<br>in each column for each year; see the ins<br>(b)<br>Adjusted qualifying distributions<br>40,859,797.<br>42,416,766.<br>42,332,134.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | d Tax on Net Investment in<br>D(a) tax on net investment in<br>t of any year in the base per<br>ete this part.<br>structions before making an<br>(c)<br>Net value of<br>noncharitable-use ass<br>794,383<br>739,355<br>742,833                                                              | eriod?<br>eriod?<br>ets<br>2,459.<br>3,492.<br>3,551.<br>5,732.                                                  | <u>ome</u>            | Yes<br>(d)<br>Distribution                                  | ratio<br>y column (c))<br>0.051436<br>0.057370<br>0.056987<br>0.059450                                                               |
| in Part I, line 8                                                                                                                                                                                                                                                                                                                              | er Section 4940(e) for Reduced<br>foundations subject to the section 4940<br>his part blank.<br>tion 4942 tax on the distributable amount<br>ify under section 4940(e). Do not completent<br>n each column for each year; see the inst<br>(b)<br>Adjusted qualifying distributions<br>40,859,797.<br>42,416,766.<br>42,332,134.<br>41,573,616.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | d Tax on Net Investment in<br>D(a) tax on net investment in<br>to of any year in the base per-<br>ete this part.<br>structions before making an<br>(c)<br>Net value of<br>noncharitable-use ass<br>794,383<br>739,354<br>742,833<br>699,301                                                 | eriod?<br>eriod?<br>ets<br>2,459.<br>3,492.<br>3,551.<br>5,732.                                                  | <u>ome</u>            | Yes<br>(d)<br>Distribution                                  | ratio<br>y column (c))<br>0.051436<br>0.057370<br>0.056987<br>0.059450                                                               |
| in Part I, line 8                                                                                                                                                                                                                                                                                                                              | er Section 4940(e) for Reduced<br>foundations subject to the section 4940<br>his part blank.<br>tion 4942 tax on the distributable amount<br>ify under section 4940(e). Do not completent<br>n each column for each year; see the inst<br>(b)<br>Adjusted qualifying distributions<br>40,859,797.<br>42,416,766.<br>42,332,134.<br>41,573,616.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | d Tax on Net Investment in<br>D(a) tax on net investment in<br>the of any year in the base per-<br>ete this part.<br>structions before making ar<br>(c)<br>Net value of<br>noncharitable-use ass<br>794,383<br>739,355<br>742,833<br>699,301<br>647,413                                     | eriod?<br>eriod?<br>ets<br>2,459.<br>3,492.<br>3,551.<br>5,732.<br>2,111.                                        | <u>ome</u>            | Yes<br>(d)<br>Distribution                                  | ratio<br>y column (c))<br>0.051436<br>0.057370<br>0.056987<br>0.059450<br>0.080783                                                   |
| in Part I, line 8                                                                                                                                                                                                                                                                                                                              | er Section 4940(e) for Reduced<br>a foundations subject to the section 4940<br>anis part blank.<br>tion 4942 tax on the distributable amount<br>ify under section 4940(e). Do not complet<br>n each column for each year; see the inst<br>(b)<br>Adjusted qualifying distributions<br>40,859,797.<br>42,416,766.<br>42,332,134.<br>41,573,616.<br>52,300,115.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | d Tax on Net Investment in<br>D(a) tax on net investment in<br>t of any year in the base perete<br>this part.<br>structions before making ar<br>(c)<br>Net value of<br>noncharitable-use ass<br>794,383<br>739,355<br>742,833<br>699,301<br>647,413                                         | eriod?<br>eriod?<br>ets<br>2,459.<br>3,492.<br>3,551.<br>5,732.<br>2,111.                                        |                       | Yes<br>(d)<br>Distribution                                  | ratio<br>y column (c))<br>0.051436<br>0.057370<br>0.056987<br>0.059450<br>0.080783                                                   |
| in Part I, line 8                                                                                                                                                                                                                                                                                                                              | er Section 4940(e) for Reduced<br>foundations subject to the section 4940<br>his part blank.<br>tion 4942 tax on the distributable amoun<br>ify under section 4940(e). Do not comple<br>n each column for each year; see the ins<br>(b)<br>Adjusted qualifying distributions<br>40,859,797.<br>42,416,766.<br>42,332,134.<br>41,573,616.<br>52,300,115.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | d Tax on Net Investment in<br>D(a) tax on net investment in<br>the of any year in the base per-<br>ete this part.<br>structions before making ar<br>(c)<br>Net value of<br>noncharitable-use ass<br>794, 383<br>739, 356<br>742, 833<br>699, 301<br>647, 413<br>on line 2 by 5, or by the   | ncome.)<br>eriod?<br>by entries.<br>ets<br>2,459.<br>3,492.<br>3,551.<br>5,732.<br>2,111.                        |                       | Yes<br>(d)<br>Distribution                                  | ratio<br>y column (c))<br>0.051436<br>0.057370<br>0.059450<br>0.080783<br>0.306026                                                   |
| in Part I, line 8                                                                                                                                                                                                                                                                                                                              | er Section 4940(e) for Reduced<br>a foundations subject to the section 4940<br>anis part blank.<br>tion 4942 tax on the distributable amount<br>ify under section 4940(e). Do not complet<br>n each column for each year; see the inst<br>(b)<br>Adjusted qualifying distributions<br>40,859,797.<br>42,416,766.<br>42,332,134.<br>41,573,616.<br>52,300,115.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | d Tax on Net Investment in<br>D(a) tax on net investment in<br>the of any year in the base per-<br>ete this part.<br>structions before making ar<br>(c)<br>Net value of<br>noncharitable-use ass<br>794,383<br>739,355<br>742,833<br>699,301<br>647,413<br>on line 2 by 5, or by the        | ncome.)<br>eriod?<br>by entries.<br>ets<br>2,459.<br>3,492.<br>3,551.<br>5,732.<br>2,111.                        | (colu                 | Yes<br>(d)<br>Distribution                                  | ratio<br>y column (c))<br>0.051436<br>0.057370<br>0.056987<br>0.059450<br>0.080783<br>0.306026                                       |
| in Part I, line 8                                                                                                                                                                                                                                                                                                                              | er Section 4940(e) for Reduced<br>foundations subject to the section 4940<br>his part blank.<br>tion 4942 tax on the distributable amound<br>ify under section 4940(e). Do not completent<br>n each column for each year; see the instant<br>(b)<br>Adjusted qualifying distributions<br>40,859,797.<br>42,416,766.<br>42,332,134.<br>41,573,616.<br>52,300,115.<br>e 5-year base period — divide the total contents of the section of | d Tax on Net Investment in<br>D(a) tax on net investment in<br>the of any year in the base per-<br>ete this part.<br>structions before making ar<br>(c)<br>Net value of<br>noncharitable-use ass<br>794,383<br>739,355<br>742,833<br>699,301<br>647,413<br>on line 2 by 5, or by the<br>ars | ncome.)<br>eriod?<br>ny entries.<br>ets<br>2 , 459 .<br>3 , 492 .<br>3 , 551 .<br>5 , 732 .<br>2 , 111 .<br>     | <br>(colu<br>         | Yes<br>(d)<br>Distribution<br>Imn (b) divided b             | ratio<br>y column (c))<br>0.051436<br>0.057370<br>0.056987<br>0.059450<br>0.059450<br>0.080783<br>0.306026<br>0.306026               |
| in Part I, line 8                                                                                                                                                                                                                                                                                                                              | er Section 4940(e) for Reduced<br>foundations subject to the section 4940<br>his part blank.<br>tion 4942 tax on the distributable amoun<br>ify under section 4940(e). Do not comple<br>n each column for each year; see the ins<br>(b)<br>Adjusted qualifying distributions<br>40,859,797.<br>42,416,766.<br>42,332,134.<br>41,573,616.<br>52,300,115.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | d Tax on Net Investment in<br>D(a) tax on net investment in<br>the of any year in the base per-<br>ete this part.<br>structions before making ar<br>(c)<br>Net value of<br>noncharitable-use ass<br>794,383<br>739,355<br>742,833<br>699,301<br>647,413<br>on line 2 by 5, or by the<br>ars | ncome.)<br>eriod?<br>ny entries.<br>ets<br>2 , 459 .<br>3 , 492 .<br>3 , 551 .<br>5 , 732 .<br>2 , 111 .<br>     | (colu                 | Yes<br>(d)<br>Distribution<br>Imn (b) divided b             | ratio<br>y column (c))<br>0.051436<br>0.057370<br>0.056987<br>0.059450<br>0.059450<br>0.080783<br>0.306026<br>0.306026               |
| in Part I, line 8                                                                                                                                                                                                                                                                                                                              | er Section 4940(e) for Reduced<br>a foundations subject to the section 4940<br>anis part blank.<br>tion 4942 tax on the distributable amound<br>ify under section 4940(e). Do not completent<br>n each column for each year; see the instant<br>(b)<br>Adjusted qualifying distributions<br>40,859,797.<br>42,416,766.<br>42,332,134.<br>41,573,616.<br>52,300,115.<br>e 5-year base period — divide the total contents of the section | d Tax on Net Investment in<br>D(a) tax on net investment in<br>the of any year in the base per-<br>ete this part.<br>structions before making ar<br>(c)<br>Net value of<br>noncharitable-use ass<br>794,383<br>739,355<br>742,833<br>699,301<br>647,413<br>on line 2 by 5, or by the<br>ars | ncome.)<br>eriod?<br>ny entries.<br>ets<br>2 , 459 .<br>3 , 492 .<br>3 , 551 .<br>5 , 732 .<br>2 , 111 .<br>     | 2<br>3<br>4           | Yes<br>(d)<br>Distribution<br>Imm (b) divided b             | ratio<br>y column (c))<br>0.051436<br>0.057370<br>0.059450<br>0.059450<br>0.080783<br>0.306026<br>0.061205                           |
| in Part I, line 8                                                                                                                                                                                                                                                                                                                              | er Section 4940(e) for Reduced<br>foundations subject to the section 4940<br>his part blank.<br>tion 4942 tax on the distributable amound<br>ify under section 4940(e). Do not completent<br>n each column for each year; see the instant<br>(b)<br>Adjusted qualifying distributions<br>40,859,797.<br>42,416,766.<br>42,332,134.<br>41,573,616.<br>52,300,115.<br>e 5-year base period — divide the total contents of the section of | d Tax on Net Investment in<br>D(a) tax on net investment in<br>the of any year in the base per-<br>ete this part.<br>structions before making ar<br>(c)<br>Net value of<br>noncharitable-use ass<br>794,383<br>739,355<br>742,833<br>699,301<br>647,413<br>on line 2 by 5, or by the<br>ars | ncome.)<br>eriod?<br>ny entries.<br>ets<br>2 , 459 .<br>3 , 492 .<br>3 , 551 .<br>5 , 732 .<br>2 , 111 .<br>     | <br>(colu<br>         | Yes<br>(d)<br>Distribution<br>Imm (b) divided b             | ratio<br>y column (c))<br>0.051436<br>0.057370<br>0.059450<br>0.059450<br>0.080783<br>0.306026<br>0.061205                           |
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| in Part I, line 8                                                                                                                                                                                                                                                                                                                              | er Section 4940(e) for Reduced<br>foundations subject to the section 4940<br>his part blank.<br>tion 4942 tax on the distributable amound<br>ify under section 4940(e). Do not completent<br>n each column for each year; see the instant<br>(b)<br>Adjusted qualifying distributions<br>40,859,797.<br>42,416,766.<br>42,332,134.<br>41,573,616.<br>52,300,115.<br>e 5-year base period — divide the total of<br>has been in existence if less than 5 year<br>table-use assets for 2014 from Part X, li                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | d Tax on Net Investment in<br>D(a) tax on net investment in<br>the of any year in the base per-<br>ete this part.<br>structions before making ar<br>(c)<br>Net value of<br>noncharitable-use ass<br>794,383<br>739,355<br>742,833<br>699,301<br>647,413<br>                                 | ncome.)<br>eriod?<br>ny entries.<br>ets<br>2 , 459 .<br>3 , 492 .<br>3 , 551 .<br>5 , 732 .<br>2 , 111 .<br><br> | 2<br>3<br>4<br>5      | Yes (d) Distribution Imn (b) divided b 839 51               | ratio<br>y column (c))<br>0.051436<br>0.057370<br>0.056987<br>0.059450<br>0.080783<br>0.306026<br>0.061205<br>9.582,744.             |
| in Part I, line 8                                                                                                                                                                                                                                                                                                                              | er Section 4940(e) for Reduced<br>a foundations subject to the section 4940<br>anis part blank.<br>tion 4942 tax on the distributable amound<br>ify under section 4940(e). Do not completed<br>in each column for each year; see the instant<br>(b)<br>Adjusted qualifying distributions<br>40,859,797.<br>42,416,766.<br>42,332,134.<br>41,573,616.<br>52,300,115.<br>e 5-year base period — divide the total of<br>thas been in existence if less than 5 year<br>table-use assets for 2014 from Part X, li<br>ome (1% of Part I, line 27b)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | d Tax on Net Investment in<br>D(a) tax on net investment in<br>the of any year in the base per-<br>ete this part.<br>structions before making ar<br>(c)<br>Net value of<br>noncharitable-use ass<br>794,383<br>739,355<br>742,833<br>699,301<br>647,413<br>on line 2 by 5, or by the<br>ars | ncome.)<br>eriod?<br>ny entries.<br>ets<br>2 , 459 .<br>3 , 492 .<br>3 , 551 .<br>5 , 732 .<br>2 , 111 .<br><br> | 2<br>3<br>4<br>5<br>6 | Yes (d) Distribution Imn (b) divided b 839 51               | ratio<br>y column (c))<br>0.051436<br>0.057370<br>0.059450<br>0.059450<br>0.080783<br>0.306026<br>0.306026<br>0.061205<br>9.582,744. |
| in Part I, line 8                                                                                                                                                                                                                                                                                                                              | er Section 4940(e) for Reduced<br>a foundations subject to the section 4940<br>anis part blank.<br>tion 4942 tax on the distributable amound<br>ify under section 4940(e). Do not complete<br>n each column for each year; see the instant<br>(b)<br>Adjusted qualifying distributions<br>40,859,797.<br>42,416,766.<br>42,332,134.<br>41,573,616.<br>52,300,115.<br>e 5-year base period — divide the total of<br>thas been in existence if less than 5 year<br>table-use assets for 2014 from Part X, li<br>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | d Tax on Net Investment in<br>D(a) tax on net investment in<br>the of any year in the base per-<br>ete this part.<br>structions before making ar<br>(c)<br>Net value of<br>noncharitable-use ass<br>794,383<br>739,355<br>742,833<br>699,301<br>647,413<br>on line 2 by 5, or by the<br>ars | ncome.)<br>eriod?<br>ny entries.<br>ets<br>2 , 459 .<br>3 , 492 .<br>3 , 551 .<br>5 , 732 .<br>2 , 111 .<br><br> | 2<br>3<br>4<br>5<br>6 | Yes<br>(d)<br>Distribution<br>mn (b) divided b<br>839<br>51 | ratio<br>y column (c))<br>0.051436<br>0.057370<br>0.056987<br>0.059450<br>0.080783<br>0.306026<br>0.061205<br>9.582,744.             |

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 t Part VI instructions.

| Form | 990-PF(2014) Rockefeller Brothers Fund, Inc.                                                                                                                                                                                          | 13-1                 | 760106     |            | Pa           | age <b>4</b> |
|------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|------------|------------|--------------|--------------|
| Par  |                                                                                                                                                                                                                                       | see in               | structions | s)         |              | 3            |
|      | Exempt operating foundations described in section 4940(d)(2), check here And enter 'N/A' on line 1.                                                                                                                                   |                      |            | . <u>7</u> |              |              |
|      | 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,                                                                                                                                                            | • • •                | 1          | 2,06       | 1,7          | 58.          |
|      | check here . ► and enter 1% of Part I, line 27b                                                                                                                                                                                       |                      |            |            |              |              |
| 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          | 2,06       | 1,7!         | 58.          |
| 4    | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                           | · · ·[_              | 4          |            |              |              |
| 5    | Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-                                                                                                                                               | · · · L              | 5          | 2,06       | <u>1,7</u>   | 58.          |
| 6    | Credits/Payments:                                                                                                                                                                                                                     |                      |            |            |              |              |
|      | 2014 estimated tax pmts and 2013 overpayment credited to 2014                                                                                                                                                                         | 36.                  |            |            |              |              |
|      | Exempt foreign organizations – tax withheld at source                                                                                                                                                                                 |                      |            |            |              |              |
|      | Tax paid with application for extension of time to file (Form 8868)                                                                                                                                                                   | _                    |            |            |              |              |
| Ċ    | Backup withholding erroneously withheld                                                                                                                                                                                               | _                    |            |            |              |              |
| 7    | Total credits and payments. Add lines 6a through 6d                                                                                                                                                                                   |                      |            | 5,40       | 5,68         | 86.          |
| 8    | Enter any <b>penalty</b> for underpayment of estimated tax. Check here if Form 2220 is attached                                                                                                                                       |                      | 8          |            |              |              |
| 9    | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed                                                                                                                                                         |                      | 9          |            |              |              |
| 10   | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid                                                                                                                                             |                      |            | 3,34       |              |              |
| 11   | Enter the amount of line 10 to be: Credited to 2015 estimated tax                                                                                                                                                                     | 🎦 1                  | 1          | 3,34       | 3,92         | 28.          |
|      | t VII-A Statements Regarding Activities                                                                                                                                                                                               |                      |            |            |              | <u> </u>     |
| 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?                                                                  |                      |            | 1a         | Yes          | No<br>X      |
| b    | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?                                                                                            |                      |            | 1 b        |              | х            |
|      | If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials public                                                                                                                | shed                 |            |            |              |              |
|      | or distributed by the foundation in connection with the activities.                                                                                                                                                                   |                      |            |            |              |              |
|      | Did the foundation file <b>Form 1120-POL</b> for this year?                                                                                                                                                                           |                      |            | 1 c        | _            | X            |
| U    | (1) On the foundation $\triangleright$ \$ 0 (2) On foundation managers $\cdot$ $\triangleright$ \$ 0                                                                                                                                  |                      |            |            |              |              |
| е    | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on                                                                                                                      |                      |            |            |              |              |
|      | foundation managers ► \$_0                                                                                                                                                                                                            |                      |            |            |              |              |
| 2    | Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>                                                                     |                      |            | 2          |              | X            |
| 2    | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles                                                                                                                        |                      |            |            |              |              |
| 5    | of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes                                                                                                                           |                      |            | 3          |              | Х            |
| 4 a  | Did the foundation have unrelated business gross income of \$1,000 or more during the year?                                                                                                                                           |                      |            | 4 a        | Х            |              |
| b    | If 'Yes,' has it filed a tax return on Form 990-T for this year?                                                                                                                                                                      |                      |            | 4 b        | Х            |              |
| 5    | Was there a liquidation, termination, dissolution, or substantial contraction during the year?                                                                                                                                        |                      |            | 5          |              | Х            |
|      | If 'Yes,' attach the statement required by General Instruction T.                                                                                                                                                                     |                      |            |            |              |              |
| 6    | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:                                                                                                                                     |                      |            |            |              |              |
|      | <ul> <li>By language in the governing instrument, or</li> </ul>                                                                                                                                                                       |                      |            |            |              |              |
|      | • By state legislation that effectively amends the governing instrument so that no mandatory directions that con-                                                                                                                     | flict                |            |            |              |              |
|      | with the state law remain in the governing instrument?                                                                                                                                                                                |                      | -          | 6          | Х            |              |
| 7    | Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV                                                                                                   |                      |            | 7          | Х            |              |
| 8 a  | Enter the states to which the foundation reports or with which it is registered (see instructions)                                                                                                                                    | ▶                    |            |            |              |              |
|      | See States Registered In (Schedule 1A)                                                                                                                                                                                                |                      |            |            |              |              |
| 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? If 'No,' attach explanation</i>                    |                      |            | 8 b        | Х            |              |
| 9    | Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 49 for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If 'Yes,' complete F | 942(j)(5<br>Part XIV | )          | 9          |              | Х            |
| 10   | Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their nar and addresses                                                                                                      | nes                  | [          | 10         |              | x            |
| BAA  |                                                                                                                                                                                                                                       |                      |            | m 990-l    | <b>PF</b> (2 |              |

|          | 990-PF (2014)       Rockefeller Brothers Fund, Inc.       13-1760         t VII-A       Statements Regarding Activities (continued)       13-1760                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <u>106</u> | F              | Page 5    |
|----------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|----------------|-----------|
| 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<br>13 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)                                                                                                                                                                                                                                                                                                                                                                                                                         |            | x              | x         |
|          | Website address                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | · · ·      |                | <u> </u>  |
| 14       | The books are in care of ► Geraldine F. Watson       Telephone no. ► (21)         Located at ► 475 Riverside Drive       New York       NY                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | 2)_812     | 2-423          | <u>30</u> |
| 15       | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |            | ►<br>N/A       |           |
| 16       | At any time during calendar year 2014, 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?                                                                                                                                                                                                                                                                                                                                                                                                                        |            | Yes            | No        |
|          | See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If 'Yes,'                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |            |                | X         |
| Par      | enter the name of the foreign country<br>t 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? $\dots \dots \dots$                                                                                                                                                                                                                                                                                                                                                                                                       | o          |                |           |
|          | (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | D          |                |           |
|          | <ul> <li>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?</li> <li>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?</li> <li>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?</li> <li>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?</li> <li>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?</li> <li>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?</li> </ul> | -          |                |           |
|          | (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)?                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | o          |                |           |
|          | (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.).                                                                                                                                                                                                                                                                                                                                                                 | 0          |                |           |
| b        | If any answer is 'Yes' to 1a(1)-(6), did <b>any</b> 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)?                                                                                                                                                                                                                                                                                                                                                                                      | 1k         | 5              | x         |
|          | Organizations relying on a current notice regarding disaster assistance check here                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |            |                |           |
| c        | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?                                                                                                                                                                                                                                                                                                                                                                                                                          | 10         | ;              | 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)):                                                                                                                                                                                                                                                                                                                                                                                                                                   |            |                |           |
| а        | At the end of tax year 2014, did the foundation have any undistributed income (lines 6d<br>and 6e, Part XIII) for tax year(s) beginning before 2014?                                                                                                                                                                                                                                                                                                                                                                                                                                                             | D          |                |           |
|          | If 'Yes,' list the years ► 20 _ , 20 _ , 20 _ , 20                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |            |                |           |
| 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 <b>all</b> years listed, answer 'No' and attach statement — see instructions.)                                                                                                                                                                                                                                                                                          | 21         | 5 N//          | 4         |
| c        | If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here.<br>$\triangleright$ 20 , 20 , 20 , 20                                                                                                                                                                                                                                                                                                                                                                                                                                                    |            |                |           |
| 3 a      | Did the foundation hold more than a 2% direct or indirect interest in any business<br>enterprise at any time during the year?                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 0          |                |           |
| b        | <ul> <li>b) If 'Yes,' did it have excess business holdings in 2014 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</li> <li>(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 2014.).</li> </ul>                                                                                 |            | D N//          | 4         |
| 4 a      | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |            |                | x         |
| b        | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?                                                                                                                                                                                                                                                                                                                                                                                | 4 k        |                | X         |
| BAA      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | Form 99    | <b>90-PF</b> ( | 2014)     |

| Form 990-PF (2014) Rockefeller Brothe                                                                                               | ers Fund, Inc.                                                  |                                                | 13-176                                                                        | 50106                     | Page 6              |
|-------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------|------------------------------------------------|-------------------------------------------------------------------------------|---------------------------|---------------------|
| Part VII-B Statements Regarding Activit                                                                                             | ies for Which Form                                              | n 4720 May Be Req                              | uired (continued)                                                             |                           |                     |
| <b>5 a</b> During the year did the foundation pay or incur a                                                                        | •                                                               |                                                |                                                                               |                           |                     |
| (1) Carry on propaganda, or otherwise attempt t                                                                                     | o influence legislation (se                                     | ection 4945(e))?                               | ···· Yes X                                                                    | No                        |                     |
| <ul> <li>(2) Influence the outcome of any specific public<br/>on, directly or indirectly, any voter registration</li> </ul>         | n drive? `                                                      |                                                |                                                                               | No                        |                     |
| (3) Provide a grant to an individual for travel, stu                                                                                | dy, or other similar purpo                                      | oses?                                          | ···· Yes X                                                                    | No                        |                     |
| (4) Provide a grant to an organization other than<br>in section 4945(d)(4)(A)? (see instructions)                                   | a charitable, etc, organiz                                      | zation described                               | X Yes                                                                         | No                        |                     |
| (5) Provide for any purpose other than religious,<br>educational purposes, or for the prevention of                                 | charitable, scientific, lite<br>of cruelty to children or ar    | rary, or<br>nimals?                            | Yes 🛛                                                                         | No                        |                     |
| b If any answer is 'Yes' to 5a(1)-(5), did any of the<br>described in Regulations section 53.4945 or in a<br>(see instructions)?    | current notice regarding                                        | disaster assistance                            |                                                                               | 5b                        | X                   |
| Organizations relying on a current notice regardi                                                                                   | ng disaster assistance ch                                       | neck here                                      |                                                                               |                           |                     |
| <b>c</b> If the answer is 'Yes' to question 5a(4), does the tax because it maintained expenditure responsib                         | foundation claim exempt ility for the grant?                    | ion from the Schedu                            | le 9 X Yes                                                                    | No                        |                     |
| If 'Yes,' attach the statement required by Regula                                                                                   | tions section 53.4945-5(c                                       | 1).                                            |                                                                               |                           |                     |
| <b>6 a</b> Did the foundation, during the year, receive any on a personal benefit contract?                                         |                                                                 |                                                |                                                                               | No                        |                     |
| <b>b</b> Did the foundation, during the year, pay premium                                                                           | ns, directly or indirectly, o                                   | n a personal benefit con                       | tract?                                                                        | 6b                        | X                   |
| If 'Yes' to 6b, file Form 8870.                                                                                                     | en en en entre terre anne hall de la                            |                                                |                                                                               |                           |                     |
| <ul><li>7 a At any time during the tax year, was the foundati</li><li>b If 'Yes,' did the foundation receive any proceeds</li></ul> |                                                                 |                                                |                                                                               |                           | N/A                 |
| Part VIII Information About Officers, D                                                                                             |                                                                 |                                                |                                                                               |                           |                     |
| and Contractors                                                                                                                     |                                                                 |                                                |                                                                               | Imployees                 |                     |
| 1 List all officers, directors, trustees, foundatio                                                                                 | n managers and their c                                          | ompensation (see inst                          | uctions).                                                                     |                           |                     |
| (a) Name and address                                                                                                                | (b) Title, and average<br>hours per week<br>devoted to position | (C)Compensation<br>(If not paid,<br>enter -0-) | (d)Contributions to<br>employee benefit<br>plans and deferred<br>compensation | (e) Expense<br>other allo | account,<br>owances |
| See Schedule 10                                                                                                                     |                                                                 |                                                |                                                                               |                           |                     |
|                                                                                                                                     |                                                                 |                                                |                                                                               |                           |                     |
|                                                                                                                                     |                                                                 | 1,451,136.                                     | 358,294.                                                                      | 2                         | 8,412.              |
|                                                                                                                                     |                                                                 |                                                |                                                                               |                           |                     |
|                                                                                                                                     |                                                                 |                                                |                                                                               |                           |                     |
|                                                                                                                                     |                                                                 |                                                |                                                                               |                           |                     |
|                                                                                                                                     |                                                                 |                                                |                                                                               |                           |                     |
|                                                                                                                                     |                                                                 |                                                |                                                                               |                           |                     |
|                                                                                                                                     |                                                                 |                                                |                                                                               |                           |                     |
|                                                                                                                                     |                                                                 |                                                |                                                                               |                           |                     |
|                                                                                                                                     |                                                                 |                                                |                                                                               |                           |                     |
| 2 Compensation of five highest-paid employee                                                                                        | · ·                                                             |                                                | , ,                                                                           |                           |                     |
| (a) Name and address of each employee paid more than \$50,000                                                                       | (b) Title, and average<br>hours per week<br>devoted to position | (c) Compensation                               | (d)Contributions to<br>employee benefit<br>plans and deferred<br>compensation | (e) Expense<br>other allo | account,<br>owances |
| Michael F. Northrop                                                                                                                 |                                                                 |                                                | •                                                                             |                           |                     |
| 475 Riverside Drive, Suite 900<br>New York NY 10115                                                                                 | Program Director<br>35.00                                       | 218,602.                                       | 85,279.                                                                       |                           | 5,197.              |
| Judy A. Clark<br>475 Riverside Drive, Suite 900                                                                                     | Executive Director                                              |                                                |                                                                               |                           |                     |
| New York NY 10115                                                                                                                   | 35.00                                                           | 194,395.                                       | 72,878.                                                                       |                           | 4,770.              |
| Ben Rodriguez-Cubenas                                                                                                               |                                                                 | •                                              | • • •                                                                         |                           |                     |
| 475 Riverside Drive, Suite 900<br>New York NY 10115                                                                                 | Program Director<br>35.00                                       | 192,331.                                       | 54,189.                                                                       |                           | 3,980.              |
| Shenyu Belsky                                                                                                                       |                                                                 |                                                |                                                                               |                           |                     |
| 475 Riverside Drive, Suite 900<br>New York NY 10115                                                                                 | Program Director<br>35.00                                       | 184,985.                                       | 50,846.                                                                       |                           | 4,884.              |
| Haki Abazi                                                                                                                          |                                                                 |                                                |                                                                               |                           |                     |
| 475 Riverside Drive, Suite 900<br>New York NY 10115                                                                                 | Program Director<br>35.00                                       | 184,320.                                       | 70,419.                                                                       |                           | 8,909.              |
| Total number of other employees paid over \$50,000 .                                                                                |                                                                 | 104,320.                                       |                                                                               | <u> </u>                  | <u>8,909.</u><br>36 |
| BAA                                                                                                                                 | TEEA0306 06/                                                    | 17/14                                          |                                                                               | Form <b>990-</b>          |                     |

# Form 990-PF (2014) Rockefeller Brothers Fund, Inc. 13-1760106

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

| 3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.' |                                                             |       |                        |            |  |  |
|------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|-------|------------------------|------------|--|--|
|                                                                                                                  | (a) Name and address of each person paid more than \$50,000 |       |                        |            |  |  |
| Greenrock Corporation                                                                                            |                                                             |       | Facilities Maintenance |            |  |  |
| 200 Lake_Road                                                                                                    |                                                             |       |                        |            |  |  |
| Sleepy Hollow                                                                                                    | NY                                                          | 10591 |                        | 1,279,928. |  |  |
| Investure, LLC                                                                                                   |                                                             |       | Investment Management  |            |  |  |
| 126 Garrett Street, Suite J                                                                                      |                                                             |       |                        |            |  |  |
| Charlottesville                                                                                                  | VA                                                          | 22902 |                        | 1,286,986. |  |  |
| Perella Weinberg Partners                                                                                        |                                                             |       | Investment Management  |            |  |  |
| 767_Fifth Avenue                                                                                                 |                                                             |       |                        |            |  |  |
| New York                                                                                                         | NY                                                          | 10153 |                        | 3,012,792. |  |  |
| Patterson, Belknap, Webb & Tyler                                                                                 |                                                             |       | Legal Services         |            |  |  |
| 1133 Avenue of the Americas                                                                                      |                                                             |       |                        |            |  |  |
| New York                                                                                                         | NY                                                          | 10036 |                        | 322,401.   |  |  |
| Eagle_Capital_Management_LLC                                                                                     |                                                             |       | Investment Management  |            |  |  |
| 499 Park_Avenue                                                                                                  |                                                             |       |                        |            |  |  |
| New York                                                                                                         | NY                                                          | 10022 |                        | 297,574.   |  |  |
| Total number of others receiving over \$50,000 for profession                                                    | nal services                                                |       |                        | 11         |  |  |

# Part IX-A Summary of Direct Charitable Activities

| List th<br>organ | ist the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of<br>rganizations and other beneficiaries served, conferences convened, research papers produced, etc. |            |  |  |  |
|------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|--|--|--|
| 1                | Pocantico Historic Area<br>(See Schedule 11)                                                                                                                                                                                                            |            |  |  |  |
|                  |                                                                                                                                                                                                                                                         | 3,598,215. |  |  |  |
| 2                | Assistance to Charitable Organizations                                                                                                                                                                                                                  |            |  |  |  |
|                  | ·                                                                                                                                                                                                                                                       | 472,281.   |  |  |  |
| 3                | Pocantico Conference Center (See Schedule 11)                                                                                                                                                                                                           |            |  |  |  |
|                  |                                                                                                                                                                                                                                                         | 273,423.   |  |  |  |
| 4                |                                                                                                                                                                                                                                                         |            |  |  |  |
|                  |                                                                                                                                                                                                                                                         |            |  |  |  |

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

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. | Amount                    |
|-------------------------------------------------------------------------------------------------------------------|---------------------------|
| 1 None                                                                                                            |                           |
|                                                                                                                   | 0.                        |
| 2                                                                                                                 |                           |
|                                                                                                                   |                           |
| All other program-related investments. See instructions.                                                          |                           |
| 3                                                                                                                 |                           |
|                                                                                                                   |                           |
| Total. Add lines 1 through 3                                                                                      | None                      |
| BAA                                                                                                               | Form <b>990-PF</b> (2014) |

| Form   | 990-PF (2014) Rockefeller Brothers Fund, Inc.                                                                                                                                     | 13-176      | 0106       | Page 8 |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------|------------|--------|
| Par    | <b>Minimum Investment Return</b> (All domestic foundations must complete this part. Fo see instructions.)                                                                         | reign fou   | Indations, |        |
| 1      | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:<br>Average monthly fair market value of securities                     | 1a          | 849,597    | 7,078. |
| k      | • Average of monthly cash balances                                                                                                                                                | 1b          | 2,771      | ,190.  |
|        | Fair market value of all other assets (see instructions)                                                                                                                          |             |            |        |
| C      | <sup>1</sup> Total (add lines 1a, b, and c)                                                                                                                                       | 1 d         | 852,368    | 3,268. |
| e      | Reduction claimed for blockage or other factors reported on lines 1a and 1c                                                                                                       |             |            |        |
|        | (attach detailed explanation)                                                                                                                                                     |             |            |        |
| 2      | Acquisition indebtedness applicable to line 1 assets                                                                                                                              |             |            |        |
| 3      | Subtract line 2 from line 1d                                                                                                                                                      | 3           | 852,368    | 3,268. |
| 4      | Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)                                                                         | 4           | 12,785     | 5.524. |
| 5      | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4                                                                              | 5           | 839,582    |        |
| 6      | Minimum investment return. Enter 5% of line 5                                                                                                                                     | 6           | 41,979     |        |
| Par    | t XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operat                                                                                        | ing found   |            | ·      |
|        | and certain foreign organizations check here                                                                                                                                      |             |            |        |
| 1      | Minimum investment return from Part X, line 6                                                                                                                                     | 1           | 41,979     | 9,137. |
| 2 a    | a Tax on investment income for 2014 from Part VI, line 5                                                                                                                          | 8.          |            |        |
| k      | D Income tax for 2014. (This does not include the tax from Part VI.)                                                                                                              |             |            |        |
| C      | Add lines 2a and 2b                                                                                                                                                               |             | 2,061      | ,758.  |
| 3      | Distributable amount before adjustments. Subtract line 2c from line 1                                                                                                             | 3           | 39,917     | 7,379. |
| 4      | Recoveries of amounts treated as qualifying distributions                                                                                                                         |             | 123        | 3,373. |
| 5      | Add lines 3 and 4                                                                                                                                                                 | 5           | 40,040     | ),752. |
| 6      | Deduction from distributable amount (see instructions)                                                                                                                            | 6           |            |        |
| 7      | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1                                                                                | 7           | 40,040     | ),752. |
| Par    | <b>t XII</b> Qualifying Distributions (see instructions)                                                                                                                          |             |            |        |
| 1<br>a | Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes:<br>Expenses, contributions, gifts, etc – total from Part I, column (d), line 26         | 1a          | 41,555     | 5,380. |
| k      | Program-related investments – total from Part IX-B                                                                                                                                | 1b          |            | 0.     |
| 2      | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes                                                                          | 2           | 569        | 9,882. |
| 3      | Amounts set aside for specific charitable projects that satisfy the:<br>9 Suitability test (prior IRS approval required)                                                          | 3a          |            |        |
|        | Cash distribution test (attach the required schedule)                                                                                                                             |             |            |        |
| 4      | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                                                                        | 4           | 42,125     | 5,262. |
| 5      | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income.<br>Enter 1% of Part I, line 27b (see instructions)                           | 5           |            | 0.     |
| 6      | Adjusted qualifying distributions. Subtract line 5 from line 4                                                                                                                    | 6           | 42,125     |        |
|        | Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether th qualifies for the section 4940(e) reduction of tax in those years. | e foundatio | •          |        |

BAA

Form **990-PF** (2014)

# Part XIII Undistributed Income (see instructions)

|                                                                                                | <b>(a)</b><br>Corpus | <b>(b)</b><br>Years prior to 2013 | <b>(c)</b><br>2013 | <b>(d)</b><br>2014 |
|------------------------------------------------------------------------------------------------|----------------------|-----------------------------------|--------------------|--------------------|
| 1 Distributable amount for 2014 from Part XI,                                                  |                      |                                   |                    |                    |
| line 7       .         2       Undistributed income, if any, as of the end of 2014:            |                      |                                   |                    | 40,040,752.        |
| a Enter amount for 2013 only                                                                   |                      |                                   | 0.                 |                    |
| <b>b</b> Total for prior years: 20 , 20 , 20                                                   |                      |                                   | 0.                 |                    |
| 3 Excess distributions carryover, if any, to 2014:                                             |                      |                                   |                    |                    |
| <b>a</b> From 2009 18,879,509.                                                                 |                      |                                   |                    |                    |
| <b>b</b> From 2010 6,486,566.                                                                  |                      |                                   |                    |                    |
| <b>c</b> From 2011 4,898,336.                                                                  |                      |                                   |                    |                    |
| <b>d</b> From 2012 4,562,360.                                                                  |                      |                                   |                    |                    |
| <b>e</b> From 2013 2,054,984.                                                                  |                      |                                   |                    |                    |
| f Total of lines 3a through e . Schedule 11A.                                                  | 36,881,755.          |                                   |                    |                    |
| 4 Qualifying distributions for 2014 from Part                                                  |                      |                                   |                    |                    |
| XII, line 4: ► \$ 42,125,262.                                                                  |                      |                                   |                    |                    |
| <b>a</b> Applied to 2013, but not more than line 2a                                            |                      |                                   |                    |                    |
| <b>b</b> Applied to undistributed income of prior years (Election required – see instructions) |                      |                                   |                    |                    |
| <b>c</b> Treated as distributions out of corpus (Election required – see instructions)         |                      |                                   |                    |                    |
| <b>d</b> Applied to 2014 distributable amount                                                  |                      |                                   |                    | 40,040,752.        |
| e Remaining amount distributed out of corpus                                                   | 2,084,510.           |                                   |                    |                    |
| <b>5</b> Excess distributions carryover applied to 2014                                        | 0.                   |                                   |                    | 0.                 |
| (If an amount appears in column (d), the same amount must be shown in column (a).)             |                      |                                   |                    |                    |
|                                                                                                |                      |                                   |                    |                    |
| 6 Enter the net total of each column as                                                        |                      |                                   |                    |                    |
| indicated below:                                                                               | 20.066.065           |                                   |                    |                    |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5                                            | 38,966,265.          |                                   |                    |                    |
| <b>b</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)        |                      |                                   |                    |                    |
| 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 2013. Subtract line 4a from                                         |                      |                                   |                    |                    |
| line 2a. Taxable amount — see instructions                                                     |                      |                                   | 0.                 |                    |
| f Undistributed income for 2014. Subtract lines                                                |                      |                                   |                    |                    |
| 4d and 5 from line 1. This amount must be distributed in 2015                                  |                      |                                   |                    | ^                  |
| <ul><li>7 Amounts treated as distributions out of</li></ul>                                    |                      |                                   |                    | 0.                 |
| corpus to satisfy requirements imposed by                                                      |                      |                                   |                    |                    |
| section 170(b)(1)(F) or 4942(g)(3) (Election<br>may be required – see instructions)            | 2,570,000.           |                                   |                    |                    |
| Schedule 11A                                                                                   | 2,570,000.           |                                   |                    |                    |
| 8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)  | 18,394,019.          |                                   |                    |                    |
| 9 Excess distributions carryover to 2015.<br>Subtract lines 7 and 8 from line 6a               | 18,002,246.          |                                   |                    |                    |
| 10 Analysis of line 9: Schedule 11A                                                            |                      |                                   |                    |                    |
| a Excess from 2010 6,486,566.                                                                  |                      |                                   |                    |                    |
| <b>b</b> Excess from 2011 4,898,336.                                                           |                      |                                   |                    |                    |
| <b>c</b> Excess from 2012 4,562,360.                                                           |                      |                                   |                    |                    |
| d Excess from 2013 2,054,984.                                                                  |                      |                                   |                    |                    |
| e Excess from 2014                                                                             |                      |                                   |                    | Form 000 PE (2014) |

Form **990-PF** (2014)

. 10 Б

|                                                                                                                                                                                    |                            |                                  |                          | I                     | Page 12    |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------|----------------------------------|--------------------------|-----------------------|------------|
| orm 990-PF (2014) Rockefeller Broth                                                                                                                                                |                            |                                  |                          | 13-1760106            | 5 Pag      |
| art XIV Private Operating Foundati                                                                                                                                                 | <b>v</b>                   |                                  |                          |                       | N/A        |
| a If the foundation has received a ruling or deter<br>is effective for 2014, enter the date of the rulin                                                                           | rmination letter that ing. | it is a private opera            | ting foundation, and t   | he ruling             |            |
| ${\bf b}$ Check box to indicate whether the foundation                                                                                                                             | is a private operatin      | g foundation descr               | ibed in section          | 4942(j)(3) or         | 4942(j)(5) |
| a Enter the lesser of the adjusted net                                                                                                                                             | Tax year                   |                                  | Prior 3 years            |                       |            |
| income from Part I or the minimum<br>investment return from Part X for<br>each year listed                                                                                         | <b>(a)</b> <sup>2014</sup> | <b>(b)</b> 2013                  | (c) 2012                 | <b>(d)</b> 2011       | (e) Total  |
| <b>b</b> 85% of line 2a                                                                                                                                                            |                            |                                  |                          |                       |            |
| <b>c</b> Qualifying distributions from Part XII,<br>line 4 for each year listed                                                                                                    |                            |                                  |                          |                       |            |
| d Amounts included in line 2c not used directly<br>for active conduct of exempt activities                                                                                         |                            |                                  |                          |                       |            |
| e Qualifying distributions made directly<br>for active conduct of exempt activities.<br>Subtract line 2d from line 2c                                                              |                            |                                  |                          |                       |            |
| Complete 3a, b, or c for the alternative test relied upon:                                                                                                                         |                            |                                  |                          |                       |            |
| a 'Assets' alternative test – enter:                                                                                                                                               |                            |                                  |                          |                       |            |
| (1) Value of all assets                                                                                                                                                            |                            |                                  |                          |                       |            |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i)                                                                                                                      |                            |                                  |                          |                       |            |
| <b>b</b> 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed                                                        |                            |                                  |                          |                       |            |
| c 'Support' alternative test – enter:                                                                                                                                              |                            |                                  |                          |                       |            |
| <ol> <li>Total support other than gross<br/>investment income (interest,<br/>dividends, rents, payments<br/>on securities loans (section<br/>512(a)(5)), or royalties).</li> </ol> |                            |                                  |                          |                       |            |
| (2) Support from general public and 5 or<br>more exempt organizations as provided<br>in section 4942(j)(3)(B)(iii).                                                                |                            |                                  |                          |                       |            |
| (3) Largest amount of support from<br>an exempt organization                                                                                                                       |                            |                                  |                          |                       |            |
| (4) Gross investment income                                                                                                                                                        |                            |                                  |                          |                       |            |
| rt XV Supplementary Information (<br>assets at any time during the                                                                                                                 | e year – see ins           | part only if the<br>structions.) | e foundation had         | \$5,000 or more       | e in       |
| Information Regarding Foundation Manage<br>a List any managers of the foundation who have<br>close of any tax year (but only if they have cor<br>None                              | e contributed more th      |                                  |                          | d by the foundation b | efore the  |
| b List any managers of the foundation who own                                                                                                                                      | 10% or more of the         | stock of a corporat              | tion (or an equally larg | e portion of the own  | ership of  |
| a partnership or other entity) of which the four                                                                                                                                   | ndation has a 10% o        | r greater interest.              |                          |                       | -          |
| None                                                                                                                                                                               |                            |                                  |                          |                       |            |
| Information Regarding Contribution, Grant<br>Check here if the foundation only mak<br>requests for funds. If the foundation makes gif<br>complete items 2a, b, c, and d.           | kes contributions to p     | preselected charita              | ble organizations and    |                       |            |
| a The name, address, and telephone number or                                                                                                                                       | r e-mail address of t      | he person to whom                | applications should b    | e addressed:          |            |
| See Schedule 12                                                                                                                                                                    |                            |                                  | -                        |                       |            |
|                                                                                                                                                                                    |                            |                                  |                          |                       |            |
| <b>b</b> The form in which applications should be subr<br>See Schedule 12                                                                                                          | mitted and information     | on and materials th              | ey should include:       |                       |            |

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

13-1760106

| 3 Grants and Contributions Paid During th                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | ne Year or Approved for Fut                                                                                        | ure Paymen                           | t                                |                  |
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| Recipient                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | If recipient is an individual,<br>show any relationship to any<br>foundation manager or<br>substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or contribution | Amount           |
| Name and address (home or business)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | substantial contributor                                                                                            | reopient                             |                                  |                  |
| <b>a</b> Paid during the year                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                    |                                      |                                  |                  |
| See Schedule 13                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                    |                                      |                                  |                  |
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| Tetel                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                    |                                      |                                  |                  |
| Total       Image: Constraint of the second se |                                                                                                                    |                                      | ▶ 3a                             | 29,880,120       |
| See Schedule 13                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                    |                                      |                                  |                  |
| see schedule 15                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                    |                                      |                                  |                  |
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| Total                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | · · · · · · · · · · · · · · · · · · ·                                                                              |                                      | ► 3k                             |                  |
| BAA                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | TEEA0501 06                                                                                                        | 6/17/14                              |                                  | Form 990-PF (201 |

# Part XVI-A Analysis of Income-Producing Activities

| Enter gros    | s amounts unless otherwise indicated.                                                           | Unrelate                        | d business income                                     | Excluded                      | d by section 512, 513, or 514                            | (e)                                                         |
|---------------|-------------------------------------------------------------------------------------------------|---------------------------------|-------------------------------------------------------|-------------------------------|----------------------------------------------------------|-------------------------------------------------------------|
| 1 Prog        | ram service revenue:                                                                            | <b>(a)</b><br>Business<br>code  | <b>(b)</b><br>Amount                                  | (c)<br>Exclu-<br>sion<br>code | <b>(d)</b><br>Amount                                     | Related or exempt<br>function income<br>(See instructions.) |
| а             |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
| b             |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
| с             |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
| d             |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
| e             |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
| f             | s and contracts from government agencies                                                        |                                 |                                                       |                               |                                                          |                                                             |
| -             | bership dues and assessments                                                                    |                                 |                                                       |                               |                                                          |                                                             |
|               | est on savings and temporary cash investments                                                   |                                 | 0.                                                    | 14                            | 218,077.                                                 |                                                             |
|               | dends and interest from securities                                                              | 525990                          | 15,836.                                               | 14                            | 5,602,857.                                               |                                                             |
| 5 Net         | rental income or (loss) from real estate:                                                       |                                 |                                                       |                               |                                                          |                                                             |
| <b>a</b> Deb  | t-financed property                                                                             |                                 |                                                       |                               |                                                          |                                                             |
| <b>b</b> Not  | debt-financed property                                                                          |                                 |                                                       |                               |                                                          |                                                             |
|               | ental income or (loss) from personal property                                                   |                                 |                                                       |                               |                                                          |                                                             |
|               | er investment income                                                                            | 525990                          | 2,637,309.                                            | 14                            | -2,163,235.                                              |                                                             |
|               | or (loss) from sales of assets other than inventory                                             | 525990                          | 3,239,876.                                            | 18                            | 89,589,059.                                              |                                                             |
|               | income or (loss) from special events                                                            |                                 |                                                       |                               |                                                          |                                                             |
|               | ss profit or (loss) from sales of inventory                                                     |                                 |                                                       |                               |                                                          |                                                             |
|               | er revenue:                                                                                     |                                 |                                                       |                               |                                                          |                                                             |
| a<br>b        |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
| с             |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
| d             |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
| е             |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
| 12 Sub        | total. Add columns (b), (d), and (e)                                                            |                                 | 5,893,021.                                            |                               | 93,246,758.                                              |                                                             |
| 13 Tota       | II. Add line 12, columns (b), (d), and (e)                                                      |                                 |                                                       |                               |                                                          | 99,139,779.                                                 |
| (See work     | sheet in line 13 instructions to verify calculations                                            | .)                              |                                                       |                               |                                                          |                                                             |
| Part XV       | <b>I-B</b> Relationship of Activities to the                                                    | Accomp                          | lishment of Exemp                                     | ot Purp                       | oses                                                     |                                                             |
| Line No.<br>▼ | Explain below how each activity for which inco<br>accomplishment of the foundation's exempt per | ome is reporte<br>urposes (othe | ed in column (e) of Part<br>er than by providing func | XVI-A co<br>Is for suc        | ontributed importantly to t<br>ch purposes). (See instru | he<br>ctions.)                                              |
|               | Not Applicable                                                                                  |                                 |                                                       |                               |                                                          |                                                             |
|               |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
|               |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
|               |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
|               |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
|               |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
|               |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
|               |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
|               |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
|               |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
|               |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
|               |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
|               |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
|               |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
|               |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
|               |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
|               |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
|               |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
|               |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
|               |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |
|               |                                                                                                 |                                 |                                                       |                               |                                                          |                                                             |

13-1760106

| <sub>:orm</sub> 990-PF (2014) | Rockefeller | Brothers | Fund, | Inc. |  |
|-------------------------------|-------------|----------|-------|------|--|
|                               |             |          |       |      |  |

Page 13

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

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

| (a) Line no.        | (b) Amount involved                                     | (c) Name o                           | f noncharitable exem                     | pt organization                            | (d) Description             | of transfers, transactions, an | d sharing arrangements                |
|---------------------|---------------------------------------------------------|--------------------------------------|------------------------------------------|--------------------------------------------|-----------------------------|--------------------------------|---------------------------------------|
|                     |                                                         |                                      |                                          |                                            |                             |                                |                                       |
|                     |                                                         |                                      |                                          |                                            |                             |                                |                                       |
|                     |                                                         |                                      |                                          |                                            |                             |                                |                                       |
|                     |                                                         |                                      |                                          |                                            |                             |                                |                                       |
|                     |                                                         |                                      |                                          |                                            |                             | <u> </u>                       | •                                     |
|                     |                                                         |                                      |                                          |                                            |                             |                                |                                       |
|                     |                                                         |                                      |                                          | · .                                        |                             |                                |                                       |
| · · · · ·           |                                                         |                                      |                                          |                                            | ·                           |                                | · · · · · · · · · · · · · · · · · · · |
|                     |                                                         |                                      |                                          |                                            |                             |                                |                                       |
|                     |                                                         |                                      |                                          |                                            |                             |                                | <u> </u>                              |
|                     |                                                         |                                      |                                          |                                            |                             |                                |                                       |
|                     |                                                         |                                      |                                          |                                            |                             | ·                              | ·                                     |
|                     |                                                         |                                      |                                          |                                            |                             | ·                              |                                       |
|                     |                                                         |                                      |                                          |                                            |                             |                                | · · · · · · · · · · · · · · · · · · · |
|                     |                                                         |                                      |                                          | ·                                          |                             | ·                              | ·                                     |
|                     |                                                         |                                      |                                          |                                            |                             | ·                              |                                       |
| 2 a ls the<br>desci | foundation directly or in<br>ribed in section 501(c) of | directly affiliate<br>the Code (othe | d with, or related<br>er than section 50 | to, one or more ta<br>01(c)(3)) or in sect | ax-exempt organization 527? | ations                         | Yes XNo                               |
| b If 'Ye            | s,' complete the following                              | g schedule.                          |                                          |                                            |                             |                                | · · · · · · · · · · · · · · · · · · · |
|                     | (a) Name of organization                                | n –                                  | (b) Type                                 | e of organization                          |                             | (c) Description of re          | elationship                           |

| Sign<br>Here   | enelities of perjury, I dec<br>and complete. Declarati | tier                                           | um, including accompanying schedules an<br>er) is based on all information of which pre<br>IO. 7.7.13<br>Date | •                | est of my knowledge and be | May the IRS discuss<br>this return with the<br>preparer shown below<br>(see instructions)?<br>X Yes No |
|----------------|--------------------------------------------------------|------------------------------------------------|---------------------------------------------------------------------------------------------------------------|------------------|----------------------------|--------------------------------------------------------------------------------------------------------|
| Paid           | <br>Print/Type preparer's                              |                                                | Preparer's signature                                                                                          | Date<br>10/26/15 | Check if self-employed     | PTIN<br>P01249521                                                                                      |
| Prepa<br>Use O | Firm's name 🕨 Firm's address 🕨                         | <u>KPMG LLP<br/>345 PARK AVENU</u><br>NEW YORK |                                                                                                               | 10154-0102       | Firm's EIN > 13-5          |                                                                                                        |
| BAA            |                                                        |                                                |                                                                                                               |                  |                            | Form 990-PF (2014)                                                                                     |

∵ (∡

| 475 Riverside Drive, Suite 9<br>New York, New York 1011 |                                                                                                              | FORM 990-PF<br>2014 |
|---------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|---------------------|
| INDEX OF SCHEDULES                                      | Schedule of Contributions, Gifts, Grants Received                                                            | Schedule B          |
|                                                         | Schedule of Expenditures - Taxes<br>Part I, line 18                                                          | Schedule 1A         |
|                                                         | Schedule of Expenditures - Other Expenses<br>Part I, line 23                                                 | Schedule 1A         |
|                                                         | Analysis of Changes in Fund Balance<br>Part III, line 3 & line 5                                             | Schedule 1A         |
|                                                         | Schedule of Dividends and Interest from Securities Part I, line 4                                            | Schedule 1B         |
|                                                         | Schedule of Capital Gain Net Income/(Loss)<br>Part 1, line 6a & Part IV                                      | Schedule 1          |
|                                                         | Schedule of Other Income<br>Part I, line 11                                                                  | Schedule 2          |
|                                                         | Schedule of Expenditures<br>Part I, line 16                                                                  | Schedule 3          |
|                                                         | Schedule of Depreciation<br>Part I, line 19                                                                  | Schedule 4          |
|                                                         | Schedule of Investments<br>Part II, line 10(a), (b) & (c)                                                    | Schedule 5          |
|                                                         | Schedule of Investments - Land, Buildings, and<br>Equipment<br>Part II, line 11                              | Schedule 6          |
|                                                         | Schedule of Investments - Other<br>Part II, line 13                                                          | Schedule 7          |
|                                                         | Schedule of Land, Buildings & Equipment<br>Part II, line 14                                                  | Schedule 8          |
|                                                         | Grants Subject to Expenditure Responsibility<br>Part VII-B, line 5 (c)                                       | Schedule 9          |
|                                                         | Compensation of Officers, Directors & Trustees<br>Part VIII, line 1                                          | Schedule 10         |
|                                                         | Summary of Direct Charitable Activities<br>Part IX-A                                                         | Schedule 11         |
|                                                         | Undistributed Income Statement<br>Part XIII, line 3, line 7 & line 10                                        | Schedule 11A        |
|                                                         | Information Regarding Grant Programs<br>Part XV, line 2 (a-d)                                                | Schedule 12         |
|                                                         | Grants and Contributions Paid During the Year or<br>Approved for Future Payment<br>Part XV, line 3 (a) & (b) | Schedule 13         |
|                                                         |                                                                                                              |                     |

FORM 990-PF

INDEX

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2014

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

## **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.

#### Department of the Treasury Internal Revenue Service Name of the organization

| Rockefeller Brothers Fund, Inc. |
|---------------------------------|
|---------------------------------|

| Employer identification | number |
|-------------------------|--------|
| 13-1760106              |        |

| Organization type (check one): |                                                                                  |
|--------------------------------|----------------------------------------------------------------------------------|
| Filers of:                     | Section:                                                                         |
| Form 990 or 990-EZ             | 501(c)( ) (enter number) organization                                            |
|                                | 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation |
|                                | 527 political organization                                                       |
| Form 990-PF                    | X 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

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

#### **Special Rules**

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

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

**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, or 990-PF.

Schedule **B** (Form 990, 990-EZ, or 990-PF) (2014)

Page

1 of

13-1760106

Employer identification number

2 of Part 1

Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization

Rockefeller Brothers Fund, Inc.

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

| (a)<br>Number | (b)<br>Name, address, and ZIP + 4              | (c)<br>Total<br>contributions | (d)<br>Type of contribution                   |
|---------------|------------------------------------------------|-------------------------------|-----------------------------------------------|
| 1             | The William and Flora Hewlett Foundation       |                               | Person X<br>Payroll                           |
|               | 2121 Sand Hill Road                            | \$ <u>1,500,000</u> .         | Noncash                                       |
|               | Menlo_ParkCA_94025                             |                               | (Complete Part II for noncash contributions.) |
| (a)<br>Number | (b)<br>Name, address, and ZIP + 4              | (c)<br>Total<br>contributions | (d)<br>Type of contribution                   |
| <u>2</u>      | The Advantage Foundation                       |                               | Person X<br>Payroll                           |
|               | Witikonerstrasse 61                            | \$1,000,000.                  | Noncash                                       |
|               | Postfach,_CH-8032,_SZ                          |                               | (Complete Part II for noncash contributions.) |
| (a)<br>Number | (b)<br>Name, address, and ZIP + 4              | (c)<br>Total<br>contributions | (d)<br>Type of contribution                   |
| <u>3</u>      | Barr Foundation                                | ć 1 000 000                   | Person X<br>Payroll                           |
|               | The Pilot_House, Lewis_Wharf                   | \$ <u>1,000,000</u> .         |                                               |
|               | BostonMA_02110                                 |                               | (Complete Part II for noncash contributions.) |
| (a)<br>Number | (b)<br>Name, address, and ZIP + 4              | (c)<br>Total<br>contributions | (d)<br>Type of contribution                   |
| 4             | Laszlo Bito and Olivia Carino Foundation       | \$500,000.                    | Person X<br>Payroll<br>Noncash                |
|               | New YorkNY_10123                               |                               | (Complete Part II for noncash contributions.) |
| (a)<br>Number | (b)<br>Name, address, and ZIP + 4              | (c)<br>Total<br>contributions | (d)<br>Type of contribution                   |
| <u>5 _ </u>   | Peggy_Dulany                                   |                               | Person X                                      |
|               | 30 Rockefeller Plaza                           | \$ <u>11,700</u> .            | Payroll<br>Noncash                            |
|               | New YorkNY_10112                               |                               | (Complete Part II for noncash contributions.) |
| (a)<br>Number | (b)<br>Name, address, and ZIP + 4              | (c)<br>Total<br>contributions | (d)<br>Type of contribution                   |
|               |                                                | contributions                 |                                               |
| <u>_6</u>     | David Rockefeller, Jr.                         | contributions                 | Person X                                      |
| <u>6</u>      | David Rockefeller, Jr.<br>30 Rockefeller Plaza | \$11_700.                     | Person X<br>Payroll<br>Noncash                |

Page

2 of

Employer identification number

2 of Part 1

Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization

Rockefeller Brothers Fund, Inc.

13-1760106 Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

| (a)<br>Number | (b)<br>Name, address, and ZIP + 4                                           | (c)<br>Total<br>contributions | (d)<br>Type of contribution                                                        |
|---------------|-----------------------------------------------------------------------------|-------------------------------|------------------------------------------------------------------------------------|
| 7             | Estate of Richard Rockefeller<br>30 Rockefeller Plaza<br>New York NY 10112  | \$ <u>11,700</u> .            | Person     X       Payroll     Image: Complete Part II for noncash contributions.) |
| (a)<br>Number | (b)<br>Name, address, and ZIP + 4                                           | (c)<br>Total<br>contributions | (d)<br>Type of contribution                                                        |
| <u>8</u>      | Eileen and Paul Growald<br>30 Rockefeller Plaza<br>New York NY 10112        | \$6 <u>,500</u> .             | Person X<br>Payroll<br>Noncash<br>(Complete Part II for<br>noncash contributions.) |
| (a)<br>Number | (b)<br>Name, address, and ZIP + 4                                           | (c)<br>Total<br>contributions | (d)<br>Type of contribution                                                        |
| <u>9</u>      | Rockefeller Philanthropy Advisors<br>6_West_48th_Street<br>New YorkNY_10036 | \$6,500.                      | Person X<br>Payroll Noncash (Complete Part II for<br>noncash contributions.)       |
| (a)<br>Number | (b)<br>Name, address, and ZIP + 4                                           | (c)<br>Total<br>contributions | (d)<br>Type of contribution                                                        |
|               |                                                                             | \$                            | Person<br>Payroll<br>Noncash<br>(Complete Part II for<br>noncash contributions.)   |
| (a)<br>Number | (b)<br>Name, address, and ZIP + 4                                           | (c)<br>Total<br>contributions | (d)<br>Type of contribution                                                        |
|               |                                                                             | \$                            | Person Payroll Noncash (Complete Part II for noncash contributions.)               |
| (a)<br>Number | (b)<br>Name, address, and ZIP + 4                                           | (c)<br>Total<br>contributions | (d)<br>Type of contribution                                                        |
|               |                                                                             | \$                            | Person<br>Payroll<br>Noncash<br>(Complete Part II for                              |

| Other income:<br>Misc. Investment Income<br>(See Schedule 2) | Rev/Exp Book<br>474,074. | Net Inv Inc<br>-3,101,884. | Adj Net Inc |
|--------------------------------------------------------------|--------------------------|----------------------------|-------------|
| Total                                                        | 474,074.                 | -3,101,884.                |             |

#### 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             | 71,731.      |             |             |              |
| Tax on Investment Income | 3,275,689.   |             |             |              |
|                          | 2 245 400    |             |             |              |
| Total                    | 3,347,420.   |             |             |              |

### 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                    | 8,683.       |             |             | 6,954.       |
| Messenger Services         | 1,070.       |             |             | 997.         |
| Dues                       | 29,618.      |             |             | 0.           |
| Capital Expenditures       | 45,481.      |             |             | -110,418.    |
| Office Supplies            | 48,710.      |             |             | 47,861.      |
| Maintenance & Repairs      | 58,713.      |             |             | 50,001.      |
| Telephone & Internet       | 109,945.     | 3,987.      |             | 104,470.     |
| Staff Development          | 75,260.      |             |             | 31,449.      |
| General Insurance          | 269,362.     | 6,373.      |             | 248,595.     |
| Equipment Leases & Rentals | 58,034.      |             |             | 55,657.      |
| Temporary Help             | 212,746.     |             |             | 212,073.     |
| Collections Maintenance    | 62,129.      |             |             | 62,129.      |
| Printing & Stationary      | 12,736.      |             |             | 12,451.      |
| Books & Subscriptions      | 6,736.       |             |             | 5,836.       |
| Misc.Expenses              | 176,451.     | 18,418.     |             | 164,968.     |
| Total                      | 1,175,674.   | 28,778.     |             | 893,023.     |

Form 990-PF, Page 2, Part III, Line 3 Other Increases Stmt

| See Part III, line 3 Stmt, SCHEDULE 1A |          |
|----------------------------------------|----------|
| Deferred Excise Tax Credit             | 688,988. |
|                                        |          |
| Total                                  | 688,988. |

Form 990-PF, Page 2, Part III, Line 5 Other Decreases Stmt

See Part III, line 5 Stmt, SCHEDULE 1A

Form 990-PF, Page 2, Part III, Line 5 Other Decreases Stmt

| Unrealized Depreciation on Investments                             | 34,449,429. |
|--------------------------------------------------------------------|-------------|
| Amounts Not Recognized as a Component of Net Periodic Benefit Cost | 5,404,179.  |
| Total                                                              | 39,853,608. |

Form 990-PF, Page 4, Part VII-A, Line 8a **States Registered In** 

| NY | _ | New York      |
|----|---|---------------|
| CA | - | California    |
| MA | - | Massachusetts |

Part I, line 4

| Dividends<br>Interest                                   | 5,618,693<br>0 |
|---------------------------------------------------------|----------------|
| Total line 4, col. (a)                                  | \$5,618,693    |
| Add: Dividends & Interest per Limited Partnerships K-1s | 6,060,235      |
|                                                         |                |

Total line 4, col. (b) \$11,678,928

**SCHEDULE 1B** 

FORM 990-PF

YEAR 2014

#### Schedule of Capital Gains and Losses

#### Part I, line 6a & Part IV, line 2 \*

| Brandywine Global Investment Management Trust\$1,530Brookfield Global Listed RE Fund639,681DSM Capital Partners(63,435)Eagle Capital Management LLC406,172Eton Park Overseas2,272,700Fir Tree Institutional Partners Fund II256GMO Emerging Domestic Opportunities Fund174,387Goldman Sachs Overlay Equity Swaps(643,650)Gotham Absolute Return Fund548,819Harrison Street Securities LLC(227,301)International REITS1,050,989Real Assets1,794,135Lazard Global Listed Infrastructure1,106,957Portfolio1,106,957Cash Account(46,506)Investure Fixed Income(1,092,988)Investure Fixed Income(21,417)Investure Global Equity Fund3,602,163Sanders Capital LLC(21,417)BNY Mellon Assets Servicing Beta Management Accounts3,602,163Net Realized Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)90,475,055Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)90,475,055Less: Gain/(loss) from Partnerships previously reflected in books,<br>for which K-1 values are now reflected on Form 990PF:<br>Brandywine Global Investment Management Trust<br>(1,530)<br>(83,055,965)(1,530)<br>(83,055,965)(83,055,965)<br>(83,057,495)(83,055,965)                                                       |                                                                            | G  | ain or (Loss) |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|----|---------------|
| DSM Capital Partners (63,435)<br>Eagle Capital Management LLC 406,172<br>Eton Park Overseas 2,272,700<br>Fir Tree Institutional Partners Fund II 256<br>GMO Emerging Domestic Opportunities Fund 174,387<br>Goldman Sachs Overlay Equity Swaps (643,650)<br>Gotham Absolute Return Fund 548,819<br>Harrison Street Securities LLC (227,301)<br>International REITS 1,050,989<br>Real Assets 1,794,135<br>Lazard Global Listed Infrastructure<br>Portfolio 1,106,957<br>Cash Account (1,002,985)<br>Investure Fixed Income (1,092,985)<br>Investure Global Equity Fund 83,055,965<br>Sanders Capital LLC (21,417)<br>BNY Mellon Assets Servicing Beta Management Accounts 3,602,163<br>Net Realized Gain per Books (Total Part I, line Ga,col.(a)) \$ 92,828,935<br>Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule) 90,475,055<br>Brandywine Global Investment Management Trust (1,530)<br>(83,057,495)                                                                                                                                                                                                                                                                                                                    | Brandywine Global Investment Management Trust                              | \$ | 1,530         |
| Eagle Capital Management LLC406,172Eton Park Overseas2,272,700Fir Tree Institutional Partners Fund II256GMO Emerging Domestic Opportunities Fund174,387Goldman Sachs Overlay Equity Swaps(643,650)Gotham Absolute Return Fund548,819Harrison Street Securities LLC(227,301)International REITS1,050,989Real Assets1,794,135Lazard Global Listed Infrastructure(46,506)Portfolio1,106,957Cash Account(46,506)Investure Fixed Income(1,092,985)Investure Global Equity Fund83,055,965Sanders Capital LLC(21,417)BNY Mellon Assets Servicing Beta Management Accounts3,602,163Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)90,475,055Less: Gain/(loss) from Partnerships previously reflected in books,<br>for which K-1 values are now reflected on Form 990PF:<br>Brandywine Global Investment Management Trust<br>Investure Global Equity Fund(1,530)<br>(83,055,965)<br>(83,055,965)                                                                                                                                                                                                                                                                                                                                   | Brookfield Global Listed RE Fund                                           |    | 639,681       |
| Eton Park Overseas2,272,700Fir Tree Institutional Partners Fund II256GMD Emerging Domestic Opportunities Fund174,387Goldman Sachs Overlay Equity Swaps(643,650)Gotham Absolute Return Fund548,819Harrison Street Securities LLC(227,301)International REITS1,050,989Real Assets1,794,135Lazard Global Listed Infrastructure1,106,957Cash Account(46,506)Investure Fixed Income(1,092,985)Investure Global Equity Fund83,055,965Sanders Capital LLC(21,417)BNY Mellon Assets Servicing Beta Management Accounts3,602,163Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)90,475,055Less: Gain/(loss) from Partnerships previously reflected in books,<br>for which K-1 values are now reflected on Form 990PF:<br>Brandywine Global Investment Management Trust<br>Investure Global Equity Fund(1,530)<br>(83,055,965)<br>(83,055,965)                                                                                                                                                                                                                                                                                                                                                                                       | DSM Capital Partners                                                       |    | (63,435)      |
| Fir Tree Institutional Partners Fund II       256         GMO Emerging Domestic Opportunities Fund       174,387         Goldman Sachs Overlay Equity Swaps       (643,650)         Gotham Absolute Return Fund       548,819         Harrison Street Securities LLC       (227,301)         International REITS       1,050,989         Real Assets       1,794,135         Lazard Global Listed Infrastructure       1         Portfolio       1,106,957         Cash Account       (46,506)         Investure Fixed Income       (1,092,985)         Investure Global Equity Fund       83,055,965         Sanders Capital LLC       (21,417)         BNY Mellon Assets Servicing Beta Management Accounts       3,602,163         Net Realized Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)       90,475,055         Less: Gain/(loss) from Partnerships previously reflected in books,       (1,530)         Investure Global Equity Fund       (83,055,965)         Less: Gain/(loss) from Partnerships previously reflected in books,       (1,530)         Investure Global Equity Fund       (83,055,965)         Brandywine Global Investment Management Trust       (1,530)         Investure Global Equity Fund       (83,055,965) | Eagle Capital Management LLC                                               |    | 406,172       |
| GMO Emerging Domestic Opportunities Fund174,387Goldman Sachs Overlay Equity Swaps(643,650)Gotham Absolute Return Fund548,819Harrison Street Securities LLC(227,301)International REITS1,050,989Real Assets1,794,135Lazard Global Listed Infrastructure1106,957Cash Account(46,506)Investure Fixed Income(1,092,985)Investure Fixed Income270,475Investure Global Equity Fund3,602,163Net Realized Gain per Books (Total Part I, line 6a,col.(a))\$ 92,828,935Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)90,475,055Less: Gain/(loss) from Partnerships previously reflected in books,<br>for which K-1 values are now reflected on Form 990PF;<br>Brandywine Global Investment Management Trust<br>(1,530)(1,530)Kastor Score(83,055,965)(83,057,495)(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                      | Eton Park Overseas                                                         |    | 2,272,700     |
| Goldman Sachs Overlay Equity Swaps(643,650)Gotham Absolute Return Fund548,819Harrison Street Securities LLC(227,301)International REITS1,050,989Real Assets1,794,135Lazard Global Listed Infrastructure1,106,957Cash Account(46,506)Investure Fixed Income(1,092,985)Investure Global Equity Fund83,055,965Sanders Capital LLC(21,417)BNY Mellon Assets Servicing Beta Management Accounts3,602,163Net Realized Gain per Books (Total Part I, line 6a,col.(a))\$ 92,828,935Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)90,475,055Less: Gain/(loss) from Partnerships previously reflected in books,<br>for which K-1 values are now reflected on Form 990PF:<br>Brandywine Global Investment Management Trust<br>Investure Global Equity Fund(1,530)<br>(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                   | Fir Tree Institutional Partners Fund II                                    |    | 256           |
| Gotham Absolute Return Fund548,819Harrison Street Securities LLC(227,301)International REITS1,050,989Real Assets1,794,135Lazard Global Listed Infrastructure1,106,957Portfolio1,106,957Cash Account(46,506)Investure Fixed Income(1,092,985)Investure Global Equity Fund83,055,965Sanders Capital LLC(21,417)BNY Mellon Assets Servicing Beta Management Accounts3,602,163Net Realized Gain per Books (Total Part I, line 6a,col.(a))\$ 92,828,935Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)90,475,055Less: Gain/(loss) from Partnerships previously reflected in books,<br>for which K-1 values are now reflected on Form 990PF:<br>Brandywine Global Investment Management Trust<br>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | GMO Emerging Domestic Opportunities Fund                                   |    | 174,387       |
| Harrison Street Securities LLC(227,301)International REITS1,050,989Real Assets1,794,135Lazard Global Listed Infrastructure7Portfolio1,106,957Cash Account(46,506)Investure Fixed Income(1,092,985)Investure Global Equity Fund83,055,965Sanders Capital LLC(21,417)BNY Mellon Assets Servicing Beta Management Accounts3,602,163Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)90,475,055Less: Gain/(loss) from Partnerships previously reflected in books,<br>for which K-1 values are now reflected on Form 990PF:<br>Brandywine Global Investure Global Equity Fund(1,530)<br>(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | Goldman Sachs Overlay Equity Swaps                                         |    | (643,650)     |
| International REITS1,050,989Real Assets1,794,135Lazard Global Listed Infrastructure1,106,957Cash Account(46,506)Investure Fixed Income(1,092,985)Investure Emerging Markets Fund270,475Investure Global Equity Fund83,055,965Sanders Capital LLC(21,417)BNY Mellon Assets Servicing Beta Management Accounts3,602,163Net Realized Gain per Books (Total Part I, line 6a,col.(a))\$ 92,828,935Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)90,475,055Less: Gain/(loss) from Partnerships previously reflected in books,<br>for which K-1 values are now reflected on Form 990PF:<br>Brandywine Global Investment Management Trust<br>(R3,055,965)(1,530)<br>(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Gotham Absolute Return Fund                                                |    | 548,819       |
| Real Assets       1,794,135         Lazard Global Listed Infrastructure       1,106,957         Cash Account       (46,506)         Investure Fixed Income       (1,092,985)         Investure Emerging Markets Fund       270,475         Investure Global Equity Fund       83,055,965         Sanders Capital LLC       (21,417)         BNY Mellon Assets Servicing Beta Management Accounts       3,602,163         Net Realized Gain per Books (Total Part I, line 6a,col.(a))       \$ 92,828,935         Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)       90,475,055         Less: Gain/(loss) from Partnerships previously reflected in books,<br>for which K-1 values are now reflected on Form 990PF:<br>Brandywine Global Investment Management Trust<br>(1,530)       (1,530)<br>(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                           | Harrison Street Securities LLC                                             |    | (227,301)     |
| Lazard Global Listed InfrastructurePortfolio1,106,957Cash Account(46,506)Investure Fixed Income(1,092,985)Investure Emerging Markets Fund270,475Investure Global Equity Fund83,055,965Sanders Capital LLC(21,417)BNY Mellon Assets Servicing Beta Management Accounts3,602,163Net Realized Gain per Books (Total Part I, line 6a,col.(a))\$ 92,828,935Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)90,475,055Less: Gain/(loss) from Partnerships previously reflected in books,<br>for which K-1 values are now reflected on Form 990PF:<br>Brandywine Global Investment Management Trust<br>Investure Global Equity Fund(1,530)<br>(83,055,965)<br>(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | International REITS                                                        |    | 1,050,989     |
| Portfolio1,106,957Cash Account(46,506)Investure Fixed Income(1,092,985)Investure Emerging Markets Fund270,475Investure Global Equity Fund83,055,965Sanders Capital LLC(21,417)BNY Mellon Assets Servicing Beta Management Accounts3,602,163Net Realized Gain per Books (Total Part I, line 6a,col.(a))\$ 92,828,935Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)90,475,055Less: Gain/(loss) from Partnerships previously reflected in books,<br>for which K-1 values are now reflected on Form 990PF:<br>Brandywine Global Investment Management Trust<br>Investure Global Equity Fund(1,530)<br>(83,055,965)<br>(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | Real Assets                                                                |    | 1,794,135     |
| Cash Account(46,506)Investure Fixed Income(1,092,985)Investure Global Equity Fund270,475Sanders Capital LLC(21,417)BNY Mellon Assets Servicing Beta Management Accounts3,602,163Net Realized Gain per Books (Total Part I, line 6a,col.(a))\$ 92,828,935Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)90,475,055Less: Gain/(loss) from Partnerships previously reflected in books,<br>for which K-1 values are now reflected on Form 990PF:<br>Brandywine Global Investment Management Trust<br>Investure Global Equity Fund(1,530)<br>(83,055,965)<br>(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | Lazard Global Listed Infrastructure                                        |    |               |
| Investure Fixed Income(1,092,985)Investure Emerging Markets Fund270,475Investure Global Equity Fund83,055,965Sanders Capital LLC(21,417)BNY Mellon Assets Servicing Beta Management Accounts3,602,163Net Realized Gain per Books (Total Part I, line 6a,col.(a))\$ 92,828,935Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)90,475,055Less: Gain/(loss) from Partnerships previously reflected in books,<br>for which K-1 values are now reflected on Form 990PF:<br>Brandywine Global Investment Management Trust<br>Investure Global Equity Fund(1,530)<br>(83,055,965)<br>(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Portfolio                                                                  |    | 1,106,957     |
| Investure Emerging Markets Fund270,475Investure Global Equity Fund83,055,965Sanders Capital LLC(21,417)BNY Mellon Assets Servicing Beta Management Accounts3,602,163Net Realized Gain per Books (Total Part I, line 6a,col.(a))\$ 92,828,935Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)90,475,055Less: Gain/(loss) from Partnerships previously reflected in books,<br>for which K-1 values are now reflected on Form 990PF:<br>Brandywine Global Investment Management Trust<br>Investure Global Equity Fund(1,530)<br>(83,055,965)<br>(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | Cash Account                                                               |    | (46,506)      |
| Investure Global Equity Fund83,055,965Sanders Capital LLC(21,417)BNY Mellon Assets Servicing Beta Management Accounts3,602,163Net Realized Gain per Books (Total Part I, line 6a,col.(a))\$ 92,828,935Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)90,475,055Less: Gain/(loss) from Partnerships previously reflected in books,<br>for which K-1 values are now reflected on Form 990PF:<br>Brandywine Global Investment Management Trust<br>Investure Global Equity Fund(1,530)<br>(83,055,965)<br>(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | Investure Fixed Income                                                     |    | (1,092,985)   |
| Sanders Capital LLC(21,417)BNY Mellon Assets Servicing Beta Management Accounts3,602,163Net Realized Gain per Books (Total Part I, line 6a,col.(a))\$ 92,828,935Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)90,475,055Less: Gain/(loss) from Partnerships previously reflected in books,<br>for which K-1 values are now reflected on Form 990PF:<br>Brandywine Global Investment Management Trust<br>Investure Global Equity Fund(1,530)<br>(83,055,965)<br>(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | Investure Emerging Markets Fund                                            |    | 270,475       |
| BNY Mellon Assets Servicing Beta Management Accounts       3,602,163         Net Realized Gain per Books (Total Part I, line 6a,col.(a))       \$ 92,828,935         Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)       90,475,055         Less: Gain/(loss) from Partnerships previously reflected in books,<br>for which K-1 values are now reflected on Form 990PF:<br>Brandywine Global Investment Management Trust<br>Investure Global Equity Fund       (1,530)<br>(83,055,965)<br>(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | Investure Global Equity Fund                                               |    | 83,055,965    |
| Net Realized Gain per Books (Total Part I, line 6a,col.(a))\$92,828,935Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)90,475,055Less: Gain/(loss) from Partnerships previously reflected in books,<br>for which K-1 values are now reflected on Form 990PF:<br>Brandywine Global Investment Management Trust<br>Investure Global Equity Fund(1,530)<br>(83,055,965)<br>(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | Sanders Capital LLC                                                        |    | (21,417)      |
| Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis)<br>(See attached schedule)       90,475,055         Less: Gain/(loss) from Partnerships previously reflected in books,<br>for which K-1 values are now reflected on Form 990PF:<br>Brandywine Global Investment Management Trust<br>Investure Global Equity Fund       (1,530)<br>(83,055,965)<br>(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | BNY Mellon Assets Servicing Beta Management Accounts                       |    | 3,602,163     |
| (See attached schedule) 90,475,055<br>Less: Gain/(loss) from Partnerships previously reflected in books,<br><u>for which K-1 values are now reflected on Form 990PF:</u><br>Brandywine Global Investment Management Trust (1,530)<br>Investure Global Equity Fund (83,055,965)<br>(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | Net Realized Gain per Books (Total Part I, line 6a,col.(a))                | \$ | 92,828,935    |
| (See attached schedule) 90,475,055<br>Less: Gain/(loss) from Partnerships previously reflected in books,<br><u>for which K-1 values are now reflected on Form 990PF:</u><br>Brandywine Global Investment Management Trust (1,530)<br>Investure Global Equity Fund (83,055,965)<br>(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | Add: Actual Net Capital Gain per limited partnerships (Schedule K-1 basis) |    |               |
| Less: Gain/(loss) from Partnerships previously reflected in books,<br><u>for which K-1 values are now reflected on Form 990PF:</u><br>Brandywine Global Investment Management Trust (1,530)<br>Investure Global Equity Fund (83,055,965)<br>(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                            |    | 90.475.055    |
| for which K-1 values are now reflected on Form 990PF:Brandywine Global Investment Management Trust(1,530)Investure Global Equity Fund(83,055,965)(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                            |    |               |
| Brandywine Global Investment Management Trust(1,530)Investure Global Equity Fund(83,055,965)(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | Less: Gain/(loss) from Partnerships previously reflected in books,         |    |               |
| Investure Global Equity Fund (83,055,965)<br>(83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | for which K-1 values are now reflected on Form 990PF:                      |    |               |
| (83,057,495)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | Brandywine Global Investment Management Trust                              |    | (1,530)       |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Investure Global Equity Fund                                               |    | (83,055,965)  |
| Total Part IV, line 2 \$ 100,246,495                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                            |    | (83,057,495)  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Total Part IV. line 2                                                      | \$ | 100,246,495   |

\* As applicable, detailed records to support acquisition and sales dates, sales price, and cost basis are maintained by the organization. Gains and losses passed through from limited partnership investments are reported directly from the Form 1065, Schedule K-1, as provided by the limited partnerships to the organization.

| SCHEDULE 1  |
|-------------|
| FORM 990-PF |
| YEAR 2014   |
|             |

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

|                                                                  |              |              | Net Capital |
|------------------------------------------------------------------|--------------|--------------|-------------|
|                                                                  | Capital Gain | Capital Loss | Gain/(Loss) |
| Ampersand 2001 Limited Partnership                               | 763,687      |              | 763,687     |
| Arrowpoint Income Opportunity                                    | 118,685      |              | 118,685     |
| Brandywine Global Investment Mgmt, LLC                           | 137,369      |              | 137,369     |
| C/R Brazil Ethanol Investment Partnership - B, LP                |              | (54,372)     | (54,372)    |
| Generation IM Global Equity Fund, LLC                            | 927,230      | (14,534)     | 912,696     |
| Hawkeye Capital Institutional LP                                 | 513,091      | (132,301)    | 380,790     |
| Strategic Partners II, LP                                        |              | (128,817)    | (128,817)   |
| Strategic Partners III, LP                                       | 579,408      | (6,700)      | 572,708     |
| Strategic Partners III VC, LP                                    | 418,233      |              | 418,233     |
| Strategic Partners Fund I, LP                                    | 30,474       |              | 30,474      |
| Investure Global Equity Fund LP                                  | 77,883,127   |              | 77,883,127  |
| Investure Evergreen Fund                                         | 5,404,830    | (177,590)    | 5,227,240   |
| J.H. Whitney IV                                                  |              | (56,602)     | (56,602)    |
| Kayne Anderson Energy Fund III                                   |              | (225,964)    | (225,964)   |
| Kayne Anderson Energy Fund IV                                    |              | (10,209)     | (10,209)    |
| Lehman Brothers NB Co-Investment Partners, LP - Cayman AIV I, LP | 326,452      |              | 326,452     |
| aka NB Co-Investment Partners Cayman AIV I LP                    |              |              |             |
| Lehman Brothers NB Co-Investment Partners                        |              | (89,331)     | (89,331)    |
| Lehman Brothers NB Secondary Opportunities Fund                  | 605,698      | (4,751)      | 600,947     |
| Lexington Capital Partners II, LP                                | 0            | (81,595)     | (81,595)    |
| Lexington Capital Partners IV, LP                                | 156,267      | (18)         | 156,249     |
| Morgan Stanley Real Estate Fund V International - TE, LP         |              | (173,398)    | (173,398)   |
| Natural Gas Partners VIII                                        |              | (43,544)     | (43,544)    |
| New Enterprise Associates 10                                     | 85,629       | (824)        | 84,805      |
| NGP Energy Technology Partners                                   |              | (27,571)     | (27,571)    |
| Private Advisors Income Fund, LP                                 |              | (200,638)    | (200,638)   |
| Private Advisors Small Company Buyout Fund II, LP                | 385,124      | (1,326)      | 383,798     |
| Prospect Venture Partners                                        |              | (1,000)      | (1,000)     |
| Siguler Guff                                                     | 2,442,422    |              | 2,442,422   |
| TCV IV                                                           | 1            | (1,836)      | (1,835)     |
| Three Arch Capital, LP                                           | 420          | (64,131)     | (63,711)    |
| Three Arch Partners IV, LP                                       | 481,926      |              | 481,926     |
| TIFF Partners II                                                 | ,            | (4,571)      | (4,571)     |
| TIFF Partners IV                                                 | 855,149      |              | 855,149     |
| Trinity Ventures VI                                              |              | (76,572)     | (76,572)    |
| Trinity Ventures VII                                             |              | (62,379)     | (62,379)    |
| Trinity Ventures VIII                                            |              | (21,806)     | (21,806)    |
| Weston Presidio Capital III                                      | 2,093        | ( ,,         | 2,093       |
| Weston Presidio V, L.P.                                          | 20,120       |              | 20,120      |
|                                                                  | 92,137,435   | (1,662,380)  | 90,475,055  |

Page 2 of 2

| ROCKEFELLER BROTHERS FUND, INC. |             |
|---------------------------------|-------------|
| 13-1760106                      | SCHEDULE 2  |
| 475 Riverside Drive, Suite 900  | FORM 990-PF |
| New York, New York 10115        | YEAR 2014   |

# Schedule of Other Income/(Loss)

Part I, line 11

| Miscellaneous Investment Inc                                  | come                    | 11,693      |
|---------------------------------------------------------------|-------------------------|-------------|
| Other Income (Affiliate Reimb                                 | oursement)              | 462,381     |
|                                                               | Total line 11, col. (a) | 474,074     |
| Deduct: Other Income (Affilia<br>Add: Other Income/(Loss) per | •                       | (462,381)   |
| (See attached schedule)                                       |                         | (3,113,577) |
|                                                               | Total line 11, col. (b) | (3,101,884) |

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

# Schedule of Other Income/(Loss) Part I, line 11, col. (b)

| <u>Part I, line 11, col. (b)</u>                                     | Other                  | Doductions Polotod                        | Not Other                  |
|----------------------------------------------------------------------|------------------------|-------------------------------------------|----------------------------|
|                                                                      | Other<br>Income/(Loss) | Deductions Related<br>to Portfolio Income | Net Other<br>Income/(Loss) |
| Net Income/(Loss) received from the following Partnerships:          | Income/(Loss)          |                                           | Income/(Loss)              |
| Net meaner(1033) received non-the following Furtherships.            |                        |                                           |                            |
| Ampersand 2001 Limited Partnership                                   |                        | (\$1,390)                                 | (\$1,390)                  |
| Arrowpoint Income Opportunity                                        | (35,064)               | (77,293)                                  | (112,357)                  |
| Brandywine Global Investment Mgmt, LLC                               | 468,054                | (29,544)                                  | 438,510                    |
| Cabot Industrial Value Fund II                                       | ,                      | (897)                                     | (897)                      |
| Carlyle Riverstone TE Partners III, LP                               |                        | (112,800)                                 | (112,800)                  |
| Generation IM Global Equity Fund, LLC                                | (431,853)              | (555,274)                                 | (987,127)                  |
| Hawkeye Capital Institutional LP                                     | (81)                   | (122,448)                                 | (122,529)                  |
| HSREP IV Co-Investment, LP                                           |                        | (112,507)                                 | (112,507)                  |
| Strategic Partners II, LP                                            | 176                    | (6,656)                                   | (6,480)                    |
| Strategic Partners III, LP                                           | 61,838                 | (88,327)                                  | (26,489)                   |
| Strategic Partners III VC, LP                                        | 6,634                  | (58,718)                                  | (52,084)                   |
| Strategic Partners Fund I, LP                                        | 2,501                  | (8,002)                                   | (5,501)                    |
| Investure Global Equity Fund LP                                      | (100,779)              | (411,561)                                 | (512,340)                  |
| Investure Evergreen Fund                                             | 1,038,110              | (2,586,769)                               | (1,548,659)                |
| J.H. Whitney IV                                                      | 1,000,110              | (1,307)                                   | (1,307)                    |
| Kayne Anderson Energy Fund III                                       | (99)                   | (4,767)                                   | (4,866)                    |
| Kayne Anderson Energy Fund IV                                        | 671,686                | (16,527)                                  | 655,159                    |
| Lehman Brothers NB Co-Investment Partners, LP - Cayman AIV I, LP     | 47                     | (14,367)                                  | (14,320)                   |
| aka NB Co-Investment Partners Cayman AIV I LP                        |                        | (1,507)                                   | (11,520)                   |
| Lehman Brothers NB Co-Investment Partners                            | 11,542                 | (50,944)                                  | (39,402)                   |
| Lehman Brothers NB Secondary Opportunities Fund                      | 6,350                  | (139,346)                                 | (132,996)                  |
| Lexington Capital Partners II, LP                                    | 709                    | (4,172)                                   | (3,463)                    |
| Lexington Capital Partners IV, LP                                    | (19,320)               | (7,122)                                   | (26,442)                   |
| Morgan Stanley Real Estate Fund V International - TE, LP             | 4,330                  | (9,606)                                   | (5,276)                    |
| Morgan Stanley Real Estate Fund VI                                   | 58,616                 | (180)                                     | 58,436                     |
| Natural Gas Partners VIII                                            | 133,145                | (43,220)                                  | 89,925                     |
| New Enterprise Associates 10                                         | 155,145                | (43,220) (644)                            | (644)                      |
| NGP Energy Technology Partners                                       |                        | (5,313)                                   | (5,313)                    |
| Palamon European Equity 'B', LP                                      | (39)                   | (16,138)                                  | (16,177)                   |
| Private Advisors Income Fund, LP                                     | 23,277                 | (10,130)<br>(28,647)                      | (5,370)                    |
| Private Advisors Small Company Buyout Fund II, LP                    | 23,409                 | (127,917)                                 | (104,508)                  |
| Prospect Venture Partners                                            | 25,405                 | (609)                                     | (104,508)                  |
| Siguler Guff                                                         | (443)                  | (207,820)                                 | (208,263)                  |
| TCV IV                                                               | (443)                  | (2,268)                                   | (2,268)                    |
| Three Arch Capital, LP                                               |                        | (794)                                     | (794)                      |
| Three Arch Partners IV, LP                                           |                        | (57,959)                                  | (57,959)                   |
| TIFF Partners II                                                     |                        | (10,214)                                  | (10,214)                   |
| TIFF Partners IV                                                     | 7,948                  | (45,666)                                  | (37,718)                   |
| Trinity Ventures VI                                                  | 7,540                  | (2,162)                                   | (2,162)                    |
| Trinity Ventures VII                                                 |                        | (1,492)                                   | (1,492)                    |
| Trinity Ventures VIII                                                |                        | (1,492)                                   | (508)                      |
| Weston Presidio Capital III                                          |                        | (2,112)                                   | (2,112)                    |
| Weston Presidio Capital IV                                           |                        | (2,112)                                   | (2,112)                    |
| Weston Presidio Capital IV<br>Weston Presidio V AIV 1 Holdings, L.P. |                        | (2,114)<br>(5,428)                        | (5,428)                    |
| Weston Presidio V, L.P.                                              | (93)                   | (62,629)                                  | (5,428)                    |
| WESTON LESIQUE V, L.F.                                               | (33)                   | (02,029)                                  | (02,722)                   |
|                                                                      | 1,930,601              | (5,044,178)                               |                            |
|                                                                      | 1,550,001              | (3,044,170)                               |                            |

Other Income/(Loss) from Limited Partnerships

(\$3,113,577)

SCHEDULE 2

YEAR 2014

FORM 990-PF

Page 2 of 2

| 13-1760106                     | SCHEDULE 3  |
|--------------------------------|-------------|
| 475 Riverside Drive, Suite 900 | FORM 990-PF |
| New York, New York 10015       | YEAR 2014   |

# SCHEDULE OF EXPENDITURES

# Part I, line 16(a,b,c)

| Legal Fees (Patterson, Belknap, Webb & Tyler)<br>Legal Fees (Jackson Walker, LLP)                                     | \$    250,304<br>14,392                              |              |
|-----------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|--------------|
|                                                                                                                       | Total line 16a                                       | \$ 264,696   |
| Accounting Fees (KPMG LLP)<br>Accounting Fees (Grant Thornton LLP)                                                    | \$ 135,938<br>19,413                                 |              |
|                                                                                                                       | Total line 16b                                       | \$ 155,351   |
| Other Professional Fees:<br>Investment Management Fees<br>Custody Fees<br>Consultants' Fees<br>Facilities Maintenance | \$    5,165,700<br>202,891<br>1,209,891<br>1,524,212 |              |
|                                                                                                                       | Total line 16c                                       | \$ 8,102,694 |

#### SCHEDULE OF DEPRECIATION

## Part I, line 19

|                                           |            |      | ASS          | SETS         |            | ACCL                  | IMULATED DEPRECIA    | TION            |
|-------------------------------------------|------------|------|--------------|--------------|------------|-----------------------|----------------------|-----------------|
|                                           | Beginning  | P/Y  | 2014         | 2014         | End        | Reserve,<br>beginning | 2014<br>Depreciation | Reserve,<br>end |
| Description                               | of Year    | Adj. | Acquisitions | Dispositions | of Year    | of Year               | (Part 1, line 19)    | of Year         |
| Office Equipment                          | 2,239,246  |      | 2,069        |              | 2,241,315  | 1,866,767             | 162,898              | 2,029,665       |
| Computer Equipment & Software             | 1,939,612  |      | 158,169      |              | 2,097,781  | 1,939,567             | 70,396               | 2,009,963       |
| Fine Art                                  | 4,780      |      | 0            |              | 4,780      | 0                     | 0                    | 0               |
| Leasehold Improvements-437 Madison Ave    | 3,049,452  |      | 0            |              | 3,049,452  | 1,815,683             | 3,975                | 1,819,658       |
| Leasehold Improvements-Interchurch Center | 7,159,516  |      | 0            |              | 7,159,516  | 2,778,109             | 508,418              | 3,286,527       |
| Leasehold Improvements                    | 19,668,243 |      | 403,533      |              | 20,071,776 | 19,369,661            | 60,671               | 19,430,332      |
| Other                                     | 25,117     |      | 14,472       |              | 39,589     | 10,319                | 10,984               | 21,303          |
| Automobile                                | 16,269     |      | 0            |              | 16,269     | 5,064                 | 3,254                | 8,318           |
|                                           | 34,102,235 | -    | 578,243      | -            | 34,680,478 | 27,785,170            | 820,596              | 28,605,766      |

SCHEDULE 4

FORM 990-PF YEAR 2014

SCHEDULE 5

FORM 990-PF

YEAR 2014

#### Schedule of Investments

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

| Manager             |            |                                   |             | <b>line 10a</b><br>U.S. & State<br><u>Gov't Obligation</u> : | •          | <b>10b</b><br>orate<br>ock | line 100<br>Corporat<br>Bonds |
|---------------------|------------|-----------------------------------|-------------|--------------------------------------------------------------|------------|----------------------------|-------------------------------|
| SM CAPITAL PARTNERS | As Of Date | Security Description              | Shares/Par  | Price                                                        | Cost       | Market Value               |                               |
|                     | 12/31/2014 | DREYFUS TRE PR CSH MGT INS 761    | 547,605.440 | 100.0000                                                     | 547,605    | 547,605                    |                               |
|                     | 12/31/2014 | RECEIVABLE FOR INVESTMENTS SOLD   | 0.000       | 1.0000                                                       | 415,606    | 415,606                    |                               |
|                     | 12/31/2014 | DIVIDENDS RECEIVABLE              | 0.000       | 1.0000                                                       | 11,817     | 11,817                     |                               |
|                     | 12/31/2014 | PAYABLE FOR INVESTMENTS PURCHASED | 0.000       | 1.0000                                                       | (394,416)  | (394,416)                  |                               |
|                     | 12/31/2014 | ABBOTT LABORATORIES               | 42,750.000  | 45.0200                                                      | 1,736,628  | 1,924,605                  |                               |
|                     | 12/31/2014 | AFFILIATED MANAGERS GROUP INC     | 6,950.000   | 212.2400                                                     | 1,405,914  | 1,475,068                  |                               |
|                     | 12/31/2014 | ALEXION PHARMACEUTICALS INC       | 13,350.000  | 185.0300                                                     | 2,026,882  | 2,470,151                  |                               |
|                     | 12/31/2014 | ALIBABA GROUP HOLDING LTD         | 14,350.000  | 103.9400                                                     | 1,287,113  | 1,491,539                  |                               |
|                     | 12/31/2014 | BAIDU INC                         | 6,450.000   | 227.9700                                                     | 1,540,699  | 1,470,407                  |                               |
|                     | 12/31/2014 | BIOGEN INC                        | 6,885.000   | 339.4500                                                     | 2,122,191  | 2,337,113                  |                               |
|                     | 12/31/2014 | BLACKROCK INC                     | 2,800.000   | 357.5600                                                     | 866,363    | 1,001,168                  |                               |
|                     | 12/31/2014 | CELGENE CORP                      | 40,800.000  | 111.8600                                                     | 2,960,868  | 4,563,888                  |                               |
|                     | 12/31/2014 | COGNIZANT TECHNOLOGY SOLUTIONS    | 43,200.000  | 52.6600                                                      | 2,221,491  | 2,274,912                  |                               |
|                     | 12/31/2014 | COMCAST CORP                      | 31,250.000  | 58.0100                                                      | 1,606,277  | 1,812,813                  |                               |
|                     | 12/31/2014 | DISCOVERY COMMUNICATIONS INC      | 17,850.000  | 34.4500                                                      | 757,019    | 614,933                    |                               |
|                     | 12/31/2014 | DISCOVERY COMMUNICATIONS INC      | 17,850.000  | 33.7200                                                      | 729,225    | 601,902                    |                               |
|                     | 12/31/2014 | DOLLAR GENERAL CORP               | 16,150.000  | 70.7000                                                      | 925,313    | 1,141,805                  |                               |
|                     | 12/31/2014 | DOLLAR TREE INC                   | 21,700.000  | 70.3800                                                      | 1,265,610  | 1,527,246                  |                               |
|                     | 12/31/2014 | GOOGLE INC                        | 2,850.000   | 530.6600                                                     | 1,600,517  | 1,512,381                  |                               |
|                     | 12/31/2014 | GOOGLE INC                        | 950.000     | 526.4000                                                     | 537,450    | 500,080                    |                               |
|                     | 12/31/2014 | LAS VEGAS SANDS CORP              | 18,250.000  | 58.1600                                                      | 1,482,731  | 1,061,420                  |                               |
|                     | 12/31/2014 | MASTERCARD INC                    | 19,250.000  | 86.1600                                                      | 1,437,310  | 1,658,580                  |                               |
|                     | 12/31/2014 | MONSANTO CO                       | 14,350.000  | 119.4700                                                     | 1,659,951  | 1,714,395                  |                               |
|                     | 12/31/2014 | MONSTER BEVERAGE CORP             | 13,700.000  | 108.3500                                                     | 927,428    | 1,484,395                  |                               |
|                     |            | PRECISION CASTPARTS CORP          | 9,300.000   | 240.8800                                                     | 2,329,449  | 2,240,184                  |                               |
|                     |            | PRICELINE GROUP INC/THE           | 1,932.000   | 1,140.2100                                                   | 2,383,294  | 2,202,886                  |                               |
|                     |            | REGENERON PHARMACEUTICALS INC     | 5,650.000   | 410.2500                                                     | 1,689,423  | 2,317,913                  |                               |
|                     | 12/31/2014 |                                   | 68,950.000  | 15.5040                                                      | 1,175,015  | 1,069,001                  |                               |
|                     |            | STARBUCKS CORP                    | 26,050.000  | 82.0500                                                      | 1,907,030  | 2,137,403                  |                               |
|                     |            | TENCENT HOLDINGS LTD              | 130,000.000 | 14.5070                                                      | 1,849,544  | 1,885,910                  |                               |
|                     |            | TIME WARNER INC                   | 26,850.000  | 85.4200                                                      | 1,826,506  | 2,293,527                  |                               |
|                     | 12/31/2014 |                                   | 8,350.000   | 262.2000                                                     | 1,774,064  | 2,189,370                  |                               |
|                     |            | WYNN RESORTS LTD                  | 7,400.000   | 148.7600                                                     | 1,648,867  | 1,100,824                  |                               |
|                     |            | INVESCO LTD                       | 39,250.000  | 39.5200                                                      | 1,459,415  | 1,551,160                  |                               |
|                     |            | PERRIGO CO PLC                    | 11,750.000  | 167.1600                                                     | 1,739,807  | 1,964,130                  |                               |
|                     |            | NXP SEMICONDUCTORS NV             | 10,700.000  | 76.4000                                                      | 795,826    | 817,480                    |                               |
|                     | 12/31/2014 |                                   | 10,700.000  | ,0.4000                                                      | 50,255,833 | 54,989,198                 |                               |

| SANDERS CAPITAL LLC |                                                |             |          |           |           |
|---------------------|------------------------------------------------|-------------|----------|-----------|-----------|
| 12/31/2014          | DIVIDENDS RECEIVABLE RECLAIM                   | 0.000       | 1.0000   | 58,525    | 51,539    |
| 12/31/2014          | NON-BASE CURRENCY                              | 0.000       | 1.0000   | 0         | 0         |
| 12/31/2014          | FFX CONTRACTS RECEIVABLE                       | 0.000       | 1.0000   | 22,007    | 21,946    |
| 12/31/2014          | PAYABLE FOR INVESTMENTS PURCHASED              | 0.000       | 1.0000   | (22,062)  | (21,946)  |
| 12/31/2014          | DIVIDENDS RECEIVABLE                           | 0.000       | 1.0000   | 2,957     | 2,972     |
| 12/31/2014          | DIVIDENDS RECEIVABLE RECLAIM                   | 0.000       | 1.0000   | 546       | 500       |
| 12/31/2014          | FOREIGN TAXES PAYABLE - DIVIDENDS              | 0.000       | 1.0000   | (312)     | (314)     |
| 12/31/2014          | DIVIDENDS RECEIVABLE                           | 0.000       | 1.0000   | 11,917    | 11,766    |
| 12/31/2014          | FOREIGN TAXES PAYABLE - DIVIDENDS              | 0.000       | 1.0000   | (1,192)   | (1,177)   |
| 12/31/2014          | DIVIDENDS RECEIVABLE                           | 0.000       | 1.0000   | 179       | 179       |
| 12/31/2014          | FOREIGN TAXES PAYABLE - DIVIDENDS              | 0.000       | 1.0000   | (39)      | (39)      |
| 12/31/2014          | NON-BASE CURRENCY                              | 0.000       | 1.0000   | 0         | 0         |
| 12/31/2014          | DREYFUS TRE PR CSH MGT INS 761                 | 570,012.330 | 100.0000 | 570,012   | 570,012   |
| 12/31/2014          | DIVIDENDS RECEIVABLE                           | 0.000       | 1.0000   | 24,193    | 24,193    |
| 12/31/2014          | PAYABLE FOR FORWARD FOREIGN EXCHANGE CONTRACTS | 0.000       | 1.0000   | (22,007)  | (22,007)  |
| 12/31/2014          | DELHAIZE GROUP SA                              | 6,900.000   | 73.1233  | 503,744   | 504,551   |
| 12/31/2014          | ALLIANZ SE                                     | 7,400.000   | 166.2004 | 1,262,392 | 1,229,883 |
| 12/31/2014          | PUBLICIS GROUPE SA                             | 4,300.000   | 72.1674  | 391,606   | 310,320   |
| 12/31/2014          | RENAULT SA                                     | 24,100.000  | 73.2443  | 2,126,114 | 1,765,188 |
| 12/31/2014          | SANOFI                                         | 19,400.000  | 91.5524  | 2,040,474 | 1,776,116 |
| 12/31/2014          | BNP PARIBAS SA                                 | 34,900.000  | 59.6071  | 2,593,652 | 2,080,287 |
| 12/31/2014          | TOTAL SA                                       | 6,800.000   | 51.4513  | 447,663   | 349,869   |
| 12/31/2014          | ENEL SPA                                       | 142,000.000 | 4.4723   | 805,374   | 635,073   |
| 12/31/2014          | EDP - ENERGIAS DE PORTUGAL SA                  | 178,400.000 | 3.8939   | 832,443   | 694,679   |
| 12/31/2014          | CATHAY PACIFIC AIRWAYS LTD                     | 233,900.000 | 2.1793   | 443,167   | 509,734   |
| 12/31/2014          | CHINA PETROLEUM & CHEMICAL COR                 | 532,000.000 | 0.8059   | 479,218   | 428,764   |
| 12/31/2014          | CHINA RESOURCES POWER HOLDINGS                 | 82,000.000  | 2.5790   | 243,693   | 211,481   |
| 12/31/2014          | HONDA MOTOR CO LTD                             | 17,100.000  | 29.4091  | 605,013   | 502,895   |
| 12/31/2014          | IMPERIAL TOBACCO GROUP PLC                     | 11,100.000  | 44.2203  | 452,215   | 490,846   |
| 12/31/2014          | BP PLC                                         | 235,800.000 | 6.4085   | 1,901,155 | 1,511,128 |
| 12/31/2014          | MARKS & SPENCER GROUP PLC                      | 69,600.000  | 7.4657   | 527,666   | 519,612   |
| 12/31/2014          | BARCLAYS PLC                                   | 493,800.000 | 3.7968   | 1,951,262 | 1,874,847 |
| 12/31/2014          | BNK FINANCIAL GROUP INC                        | 13,900.000  | 13.1920  | 226,331   | 183,369   |
| 12/31/2014          | DGB FINANCIAL GROUP INC                        | 700.000     | 10.2807  | 11,682    | 7,196     |
| 12/31/2014          | DGB FINANCIAL GROUP CO LTD                     | 146.000     | 1.0463   | -         | 153       |
| 12/31/2014          | NORDEA BANK AB                                 | 125,000.000 | 11.6118  | 1,786,155 | 1,451,474 |
| 12/31/2014          | NOVARTIS AG                                    | 16,900.000  | 92.9402  | 1,451,550 | 1,570,689 |
| 12/31/2014          | AETNA INC                                      | 12,400.000  | 88.8300  | 925,399   | 1,101,492 |
| 12/31/2014          | ANTHEM INC                                     | 7,600.000   | 125.6700 | 760,805   | 955,092   |
| 12/31/2014          | APACHE CORP                                    | 9,000.000   | 62.6700  | 752,220   | 564,030   |
| 12/31/2014          | APPLE INC                                      | 21,750.000  | 110.3800 | 1,704,951 | 2,400,765 |
| 12/31/2014          | BANK OF AMERICA CORP                           | 104,000.000 | 17.8900  | 1,804,702 | 1,860,560 |
| 12/31/2014          | BED BATH & BEYOND INC                          | 7,400.000   | 76.1700  | 511,577   | 563,658   |
| 12/31/2014          | CIGNA CORP                                     | 8,500.000   | 102.9100 | 711,086   | 874,735   |
| 12/31/2014          | CITIGROUP INC                                  | 44,100.000  | 54.1100  | 2,106,072 | 2,386,251 |
| 12/31/2014          | CORNING INC                                    | 85,900.000  | 22.9300  | 1,808,822 | 1,969,687 |
| 12/31/2014          | DR HORTON INC                                  | 64,100.000  | 25.2900  | 1,430,803 | 1,621,089 |
| 12/31/2014          | GENERAL DYNAMICS CORP                          | 7,500.000   | 137.6200 | 819,207   | 1,032,150 |
| 12/31/2014          | GENERAL ELECTRIC CO                            | 34,700.000  | 25.2700  | 901,981   | 876,869   |

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|---------|
|---------|

|                                        |                                   |             |                               |   |                               | · ·                           |
|----------------------------------------|-----------------------------------|-------------|-------------------------------|---|-------------------------------|-------------------------------|
| 12/31/2014                             | GOLDMAN SACHS GROUP INC/THE       | 4,800.000   | 193.8300                      |   | 791,753                       | 930,384                       |
| 12/31/2014                             | INTEL CORP                        | 69,500.000  | 36.2900                       |   | 1,797,423                     | 2,522,155                     |
| 12/31/2014                             | INTERNATIONAL BUSINESS MACHINE    | 5,400.000   | 160.4400                      |   | 1,045,693                     | 866,376                       |
| 12/31/2014                             | JPMORGAN CHASE & CO               | 37,200.000  | 62.5800                       |   | 2,203,903                     | 2,327,976                     |
| 12/31/2014                             | JOHNSON & JOHNSON                 | 9,100.000   | 104.5700                      |   | 896,973                       | 951,587                       |
| 12/31/2014                             | LENNAR CORP                       | 2,000.000   | 44.8100                       |   | 87,051                        | 89,620                        |
| 12/31/2014                             | MEDTRONIC INC                     | 15,000.000  | 72.2000                       |   | 930,246                       | 1,083,000                     |
| 12/31/2014                             | MERITAGE HOMES CORP               | 12,900.000  | 35.9900                       |   | 532,652                       | 464,271                       |
| 12/31/2014                             | METLIFE INC                       | 19,000.000  | 54.0900                       |   | 1,020,788                     | 1,027,710                     |
| 12/31/2014                             | MICROSOFT CORP                    | 51,900.000  | 46.4500                       |   | 2,147,155                     | 2,410,755                     |
| 12/31/2014                             | RYLAND GROUP INC/THE              | 11,900.000  | 38.5600                       |   | 459,217                       | 458,864                       |
| 12/31/2014                             | ST JUDE MEDICAL INC               | 22,300.000  | 65.0300                       |   | 1,475,981                     | 1,450,169                     |
| • •                                    | SANDISK CORP                      | 5,900.000   | 97.9800                       |   | 487,359                       | 578,082                       |
|                                        | SHINHAN FINANCIAL GROUP CO LTD    | 10,900.000  | 40.3900                       |   | 479,558                       | 440,251                       |
|                                        | SUNTRUST BANKS INC                | 20,300.000  | 41.9000                       |   | 817,534                       | 850,570                       |
|                                        | TAIWAN SEMICONDUCTOR MANUFACTU    | 41,000.000  | 22.3800                       |   | 851,048                       | 917,580                       |
|                                        | UNITEDHEALTH GROUP INC            | 11,800.000  | 101.0900                      |   | 971,087                       | 1,192,862                     |
|                                        | VALERO ENERGY CORP                | 8,900.000   | 49.5000                       |   | 480,771                       | 440,550                       |
|                                        | WAL-MART STORES INC               | 11,700.000  | 85.8800                       |   | 901,251                       | 1,004,796                     |
| / - / -                                | SAMSUNG ELECTRONICS CO LTD        | 4,000.000   | 605.0000                      |   | 2,543,361                     | 2,420,000                     |
|                                        | GAZPROM OAO                       | 23,200.000  | 4.6500                        |   | 175,946                       | 107,880                       |
|                                        | ROSNEFT OAO                       | 54,300.000  | 3.5100                        |   | 357,181                       | 190,593                       |
|                                        | DELPHI AUTOMOTIVE PLC             | 18,800.000  | 72.7200                       |   | 1,289,117                     | 1,367,136                     |
|                                        | NXP SEMICONDUCTORS NV             | 800.000     | 76.4000                       |   | 58,314                        | 61,120                        |
|                                        | VOLKSWAGEN AG                     | 7,700.000   | 223.4357                      |   | 1,883,034                     | 1,720,455                     |
|                                        | PORSCHE AUTOMOBIL HOLDING SE      | 3,500.000   | 81.2670                       |   | 364,390                       | 284,434                       |
| 12/31/2014                             | FORSCHE AUTOMOBIE HOLDING SE      | 5,500.000   | 81.2070                       |   | 304,390                       | 204,434                       |
|                                        |                                   |             |                               |   | 61,013,707                    | 61,611,332                    |
| 12/31/2014                             | DREYFUS TRE PR CSH MGT INS 761    | 107,341.580 | 100.0000                      |   | 107,342                       | 107,342                       |
| 12/31/2014                             | RECEIVABLE FOR INVESTMENTS SOLD   | 0.000       | 1.0000                        |   | 151,522                       | 151,522                       |
| 12/31/2014                             | DIVIDENDS RECEIVABLE              | 0.000       | 1.0000                        |   | 83,293                        | 83,293                        |
| 12/31/2014                             | PAYABLE FOR INVESTMENTS PURCHASED | 0.000       | 1.0000                        |   | (151,804)                     | (151,804                      |
| 12/31/2014                             | AMERICAN TOWER CORP               | 13,657.000  | 98.8500                       |   | 1,362,337                     | 1,349,994                     |
|                                        | BIOMED REALTY TRUST INC           | 4,900.000   | 21.5400                       |   | 107,414                       | 105,546                       |
|                                        | BOSTON PROPERTIES INC             | 7,012.000   | 128.6900                      |   | 857,854                       | 902,374                       |
|                                        | BROOKDALE SENIOR LIVING INC       | 4,129.000   | 36.6700                       |   | 151,804                       | 151,410                       |
|                                        | CAMDEN PROPERTY TRUST             | 13,837.000  | 73.8400                       |   | 1,037,744                     | 1,021,724                     |
|                                        | CHESAPEAKE LODGING TRUST          | 15,980.000  | 37.2100                       |   | 493,002                       | 594,616                       |
|                                        | CORPORATE OFFICE PROPERTIES TR    | 15,045.000  | 28.3700                       |   | 424,911                       | 426,827                       |
|                                        | DIGITAL REALTY TRUST INC          | 9,517.000   | 66.3000                       |   | 625,809                       | 630,977                       |
|                                        | EPR PROPERTIES                    | 8,120.000   | 57.6300                       |   | 460,771                       | 467,956                       |
|                                        | EXTRA SPACE STORAGE INC           | 15,360.000  | 58.6400                       |   | 818,380                       | 900,710                       |
| 12/31/2014                             |                                   | 21,928.000  | 44.0300                       |   | 904,034                       | 965,490                       |
|                                        | HYATT HOTELS CORP                 | 7,710.000   | 60.2100                       |   | 462,186                       | 464,219                       |
|                                        | MID-AMERICA APARTMENT COMMUNIT    | 12,081.000  | 74.6800                       |   | 870,877                       | 902,209                       |
| 12/21/2014                             | NATIONAL RETAIL PROPERTIES INC    | 13,500.000  | 39.3700                       |   | 520,447                       | 531,495                       |
| 12/21/2014                             |                                   | 23,315.000  | 10.5900                       |   | 257,693                       | 246,906                       |
|                                        |                                   |             | TO'7300                       |   | 237,035                       | 240,900                       |
| 12/31/2014                             |                                   | ,           | 13 0300                       |   | 831 262                       | 977 912                       |
| 12/31/2014<br>12/31/2014               | PROLOGIS INC                      | 20,400.000  | 43.0300<br>18 7400            |   | 831,262                       | 877,812                       |
| 12/31/2014<br>12/31/2014<br>12/31/2014 |                                   | ,           | 43.0300<br>18.7400<br>47.7100 | _ | 831,262<br>383,039<br>576,816 | 877,812<br>422,587<br>605,917 |

HARRISON STREET SECURITIES, LLC

|                    | 12/31/2014 | REGENCY CENTERS CORP           | 9,380.000     | 63.7800       |   | 523,063    | 598,256     |
|--------------------|------------|--------------------------------|---------------|---------------|---|------------|-------------|
|                    | 12/31/2014 | RETAIL OPPORTUNITY INVESTMENTS | 30,340.000    | 16.7900       |   | 484,108    | 509,409     |
|                    | 12/31/2014 | SL GREEN REALTY CORP           | 5,880.000     | 119.0200      |   | 647,544    | 699,838     |
|                    | 12/31/2014 | SIMON PROPERTY GROUP INC       | 11,680.000    | 182.1100      |   | 1,998,186  | 2,127,045   |
|                    | 12/31/2014 | SOVRAN SELF STORAGE INC        | 8,680.000     | 87.2200       |   | 679,836    | 757,070     |
|                    | 12/31/2014 | STAG INDUSTRIAL INC            | 18,850.000    | 24.5000       |   | 439,107    | 461,825     |
|                    | 12/31/2014 | STRATEGIC HOTELS & RESORTS INC | 38,170.000    | 13.2300       |   | 455,406    | 504,989     |
|                    | 12/31/2014 | UDR INC                        | 29,725.000    | 30.8200       |   | 890,933    | 916,125     |
|                    | 12/31/2014 | VENTAS INC                     | 18,912.000    | 71.7000       |   | 1,239,456  | 1,355,990   |
|                    | 12/31/2014 | WASHINGTON PRIME GROUP INC     | 32,490.000    | 17.2200       |   | 600,278    | 559,478     |
|                    | · · ·      | WEYERHAEUSER CO                | 23,130.000    | 35.8900       |   | 786,915    | 830,136     |
| EAGLE CAPITAL MGMT |            |                                |               |               |   | 20,081,563 | 21,079,282  |
|                    | 12/31/2014 | DREYFUS TRE PR CSH MGT INS 761 | 3,360,233.190 | 100.0000      |   | 3,360,233  | 3,360,233   |
|                    |            | DIVIDENDS RECEIVABLE           | 0.000         | 1.0000        |   | 34,761     | 34,761      |
|                    | · · ·      | ALIBABA GROUP HOLDING LTD      | 5,800.000     | 103.9400      |   | 394,400    | 602,852     |
|                    | · · ·      | ALTERA CORP                    | 27,400.000    | 36.9400       |   | 897,478    | 1,012,156   |
|                    | · · ·      | AMAZON.COM INC                 | 4,250.000     | 310.3500      |   | 1,245,384  | 1,318,988   |
|                    | · · ·      | ANADARKO PETROLEUM CORP        | 7,400.000     | 82.5000       |   | 732,013    | 610,500     |
|                    |            | WR BERKLEY CORP                | 22,600.000    | 51.2600       |   | 1,007,971  | 1,158,476   |
|                    |            | BERKSHIRE HATHAWAY INC         | 31,050.000    | 150.1500      |   | 3,976,259  | 4,662,158   |
|                    |            | CITIGROUP INC                  | 62,600.000    | 54.1100       |   | 2,991,107  | 3,387,286   |
|                    |            | COCA-COLA CO/THE               | 52,900.000    | 42.2200       |   | 2,157,498  | 2,233,438   |
|                    |            | COMCAST CORP                   | 23,325.000    | 57.5650       |   | 1,218,944  | 1,342,704   |
|                    | • •        | CONSTELLATION BRANDS INC       | 14,400.000    | 98.1700       |   | 1,191,521  | 1,413,648   |
|                    |            | DISCOVERY COMMUNICATIONS INC   | 19,700.000    | 34.4500       |   | 667,791    | 678,665     |
|                    |            | DISH NETWORK CORP              | 15,500.000    | 72.8900       |   | 927,907    | 1,129,795   |
|                    |            | ECOLAB INC                     | 22,200.000    | 104.5200      |   | 2,385,070  | 2,320,344   |
|                    |            | GOLDMAN SACHS GROUP INC/THE    | 7,600.000     | 193.8300      |   | 1,212,929  | 1,473,108   |
|                    | · · ·      | -                              |               |               |   |            |             |
|                    | · · ·      |                                | 1,600.000     | 530.6600      |   | 885,017    | 849,056     |
|                    | · · ·      | GOOGLE INC                     | 3,300.000     | 526.4000      |   | 1,779,959  | 1,737,120   |
|                    | · · ·      | JPMORGAN CHASE & CO            | 10,400.000    | 62.5800       |   | 637,917    | 650,832     |
|                    | · · ·      |                                | 73,900.000    | 46.4500       |   | 3,000,686  | 3,432,655   |
|                    | · · ·      | MONDELEZ INTERNATIONAL INC     | 48,200.000    | 36.3250       |   | 1,785,151  | 1,750,865   |
|                    |            | MORGAN STANLEY                 | 56,289.000    | 38.8000       |   | 1,734,354  | 2,184,013   |
|                    | 12/31/2014 |                                | 23,180.000    | 73.4160       |   | 1,805,726  | 1,701,783   |
|                    | · · ·      | NOBLE ENERGY INC               | 33,600.000    | 47.4300       |   | 2,406,939  | 1,593,648   |
|                    |            | ORACLE CORP                    | 100,700.000   | 44.9700       |   | 4,189,881  | 4,528,479   |
|                    |            | PEPSICO INC                    | 20,500.000    | 94.5600       |   | 1,785,012  | 1,938,480   |
|                    |            | PRAXAIR INC                    | 11,300.000    | 129.5600      |   | 1,496,826  | 1,464,028   |
|                    | • •        | THERMO FISHER SCIENTIFIC INC   | 10,300.000    | 125.2900      |   | 1,191,373  | 1,290,487   |
|                    | 12/31/2014 |                                | 5,100.000     | 164.3200      |   | 726,182    | 838,032     |
|                    | · · ·      | TWENTY-FIRST CENTURY FOX INC   | 80,400.000    | 36.8900       |   | 2,679,900  | 2,965,956   |
|                    |            | UNITEDHEALTH GROUP INC         | 26,600.000    | 101.0900      |   | 2,074,838  | 2,688,994   |
|                    |            | VALEANT PHARMACEUTICALS INTERN | 9,000.000     | 143.1100      |   | 1,192,053  | 1,287,990   |
|                    |            | WAL-MART STORES INC            | 10,900.000    | 85.8800       |   | 838,081    | 936,092     |
|                    | 12/31/2014 |                                | 33,600.000    | 94.8300       |   | 2,968,419  | 3,186,288   |
|                    | 12/31/2014 | LIBERTY GLOBAL PLC             | 78,100.000    | 48.3100       |   | 3,249,889  | 3,773,011   |
|                    |            |                                |               |               | - | 60,829,469 | 65,536,919  |
|                    |            |                                |               |               |   |            |             |
|                    |            |                                | _             | Total line 10 |   |            | 203,216,731 |

Investments-Land, Buildings, Equipment

Part II, line 11

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

#### Schedule of Investments- Other

Part II, line 13, col. (b) &(c)

| <u>Part II, line 13, col. (b) &amp;(c)</u>                  | End Of                | End Of Year             |  |  |
|-------------------------------------------------------------|-----------------------|-------------------------|--|--|
|                                                             | col. (b)              | col. (c)<br>Fair Market |  |  |
| Description                                                 | Book Value            | Value                   |  |  |
| Description:<br>MUTUAL FUNDS                                |                       |                         |  |  |
| GMO Emerging Domestic Opportunities II                      | 25,261,416            | 25,261,416              |  |  |
| DFA International Sustainability Core 1 Portfolio           | 37,020,864            | 37,020,864              |  |  |
| Lazard Global Listed Infrastructure Portfolio Institutional | 11,825,655            | 11,825,655              |  |  |
| Scout Unconstrained Bond Fund                               | 38,588,338            | 38,588,338              |  |  |
|                                                             | 112,696,273           | 112,696,273             |  |  |
| HEDGE FUNDS                                                 |                       |                         |  |  |
| Brandywine Global Investment Management Trust               | 20,415,874            | 20,415,874              |  |  |
| CONVEXITY CAPITAL OFFSHORE                                  | 24,417,478            | 24,417,478              |  |  |
| ECF Value Fund International Ltd.                           | 16,755,210            | 16,755,210              |  |  |
| ETON PARK OVERSEAS FUND                                     | 1,642,508             | 1,642,508               |  |  |
| Fir Tree International Value Fund                           | 11,507                | 11,507                  |  |  |
| Generation IM Global Equity Fund LLC                        | 68,925,408            | 68,925,408              |  |  |
| Good Hill Overseas Fund Ltd.<br>Gotham Absolute Return Fund | 18,480,267            | 18,480,267              |  |  |
| Hawkeye Capital Institutional, L.P.                         | 31,928,572            | 31,928,572              |  |  |
| Investure Global Equity Fund -ALL ASSETS                    | 17,649,083<br>750,192 | 17,649,083<br>750,192   |  |  |
| Arrowpoint Income Opportunity Fund QP, LP                   | 15,630,668            | 15,630,668              |  |  |
| Moon Capital Global Equity Partners Offshore Fund Ltd.      | 18,123,413            | 18,123,413              |  |  |
| OSS CAPITAL MANAGEMENT                                      | 427,481               | 427,481                 |  |  |
| OZ Credit Opportunities Overseas Fund, L.P.                 | 18,191,822            | 18,191,822              |  |  |
| Prince Street Institutional Offshore Ltd.                   | 20,252,665            | 20,252,665              |  |  |
| Thice street institutional onshore Etd.                     | 273,602,148           | 273,602,148             |  |  |
| FUTURES                                                     | 273,002,140           | 273,002,140             |  |  |
| Overlay Equity Total Return Swaps                           | (773,567)             | (773,567)               |  |  |
| PRIVATE EQUITY FUNDS                                        |                       |                         |  |  |
| Ampersand 2001                                              | 743,171               | 743,171                 |  |  |
| PRIVATE ADVISORS INCOME FUND                                | 321,600               | 321,600                 |  |  |
| CSFB Strategic Partners II                                  | 203,347               | 203,347                 |  |  |
| CSFB Strategic Partners III                                 | 4,457,590             | 4,457,590               |  |  |
| CSFB Strategic Partners III VC                              | 1,850,836             | 1,850,836               |  |  |
| DLJ Strategic Partners I                                    | 169,341               | 169,341                 |  |  |
| Generation IM Climate Solutions Fund II                     | 3,037,131             | 3,037,131               |  |  |
| IEF - 2008 Term Tranche                                     | 52,242,275            | 52,242,275              |  |  |
| IEF - 2010 Special Term Tranche                             | 31,465,009            | 31,465,009              |  |  |
| IEF - 2011 Special Term Tranche                             | 24,510,394            | 24,510,394              |  |  |
| IEF - 2012 Term Tranche                                     | 17,501,855            | 17,501,855              |  |  |
| KA Energy Fund III                                          | 208,934               | 208,934                 |  |  |
| KA Energy Fund IV                                           | 1,418,259             | 1,418,259               |  |  |
| Lexington Partners II                                       | 191,175               | 191,175                 |  |  |
| Lexington Partners IV                                       | 364,836               | 364,836                 |  |  |
| NB Co-Investment Partners LP                                | 4,587,211             | 4,587,211               |  |  |
| NB Secondary Opportunities Fund LP                          | 2,973,172             | 2,973,172               |  |  |
| NEA 10                                                      | 1,610,777             | 1,610,777               |  |  |
| NGP ETP                                                     | 134,004               | 134,004                 |  |  |
| NGP VIII                                                    | 4,154,914             | 4,154,914               |  |  |
| Palamon European Equity                                     | 3,485,987             | 3,485,987               |  |  |
| Private Advisors Small Company Buyout Fund II, LP           | 3,781,069             | 3,781,069               |  |  |
| Prospect II                                                 | 220,057               | 220,057                 |  |  |
| Riverstone/Carlyle Global Energy III                        | 8,024,660             | 8,024,660               |  |  |
| Riverstone/Carlyle Renewable I                              | 442,881               | 442,881                 |  |  |
| Siguler Guff Small Buyout Opportunities Fund LP             | 11,875,414            | 11,875,414              |  |  |
| TCV IV                                                      | 38,377                | 38,377                  |  |  |
| Three Arch Capital Limited Partnership                      | 476,425               | 476,425                 |  |  |
| Three Arch Partners IV Limited Partnership                  | 3,429,213             | 3,429,213               |  |  |
| TIFF Partners II, LLC                                       | 178,611               | 178,611                 |  |  |
| TIFF Partners IV, LLC                                       | 1,279,137             | 1,279,137               |  |  |

#### SCHEDULE 7 FORM 990-PF YEAR 2014

SCHEDULE 7

YEAR 2014

FORM 990-PF

#### Schedule of Investments- Other

#### Part II, line 13, col. (b) &(c)

|                                           |                            | End Of Year |                         |
|-------------------------------------------|----------------------------|-------------|-------------------------|
|                                           |                            | col. (b)    | col. (c)<br>Fair Market |
|                                           |                            | Book Value  | Value                   |
| Trinity VII                               |                            | 65,936      | 65,936                  |
| Trinity VIII                              |                            | 38,369      | 38,369                  |
| Weston Presidio III                       |                            | 404,240     | 404,240                 |
| Weston Presidio IV                        |                            | 252,795     | 252,795                 |
| Weston Presidio V                         |                            | 3,771,765   | 3,771,765               |
| Whitney Equity Partners IV                |                            | 139,326     | 139,326                 |
|                                           |                            | 190,050,093 | 190,050,093             |
| REAL ESTATE                               |                            |             |                         |
| Morgan Stanley RE Fund V                  |                            | 916,062     | 916,062                 |
| Morgan Stanley RE Fund VI                 |                            | 2,528,159   | 2,528,159               |
| Cabot Industrial Value Fund II            |                            | 9,371,883   | 9,371,883               |
| Orion European Real Estate II             |                            | 603,604     | 603,604                 |
| HSREP IV Co-Investment LP                 |                            | 13,132,597  | 13,132,597              |
| Europa II                                 |                            | 1,252,336   | 1,252,336               |
| Europa Fund IV, L.P.                      |                            | 3,446,979   | 3,446,979               |
| Brookfield Global Listed Real Estate Fund |                            | 25,468,020  | 25,468,020              |
|                                           |                            | 56,719,640  | 56,719,640              |
| Tota                                      | al line 13, col. (b) & (c) | 632,294,587 | 632,294,587             |

| ROCKEFELLER BROTHERS FUND, INC. |             |
|---------------------------------|-------------|
| 13-1760106                      | SCHEDULE 8  |
| 475 Riverside Drive, Suite 900  | FORM 990-PF |
| New York, New York 10015        | YEAR 2014   |
|                                 |             |

# SCHEDULE OF LAND, BUILDINGS & EQUIPMENT

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

|                                  |               | Accumulated   |              |  |
|----------------------------------|---------------|---------------|--------------|--|
| Description                      | Cost          | Depreciation  | Net Basis    |  |
| Office Equipment                 | \$ 2,241,315  | \$ 2,029,665  | \$ 211,650   |  |
| Computer Equipment<br>& Software | 2,097,781     | 2,009,963     | 87,818       |  |
| Fine Art                         | 4,780         | -             | 4,780        |  |
| Leasehold Improvements           | 30,280,744    | 24,536,517    | 5,744,227    |  |
| Other                            | 39,589        | 21,303        | 18,286       |  |
| Automobile                       | 16,269        | 8,318         | 7,951        |  |
|                                  | \$ 34,680,478 | \$ 28,605,766 |              |  |
|                                  | T             | otal line 14  | \$ 6,074,712 |  |

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### **ROCKEFELLER BROTHERS FUND, INC.**

- <u>Name and Address of Recipient</u>: THE ADM CAPITAL FOUNDATION LIMITED 2406 9 Queen's Road Central Hong Kong China
- 2. <u>Date and Amount of Grant</u>: 3/19/2014 \$220,000
- 3. <u>Purpose of Grant</u>: For its China Water Risk project.
- <u>Amount Expended by Grantee</u>:
   \$211,802. Grantor received from Grantee narrative and financial reports certifying that \$211,802 of the grant was expended for the purpose for which it was made. A report on the balance of \$8,198 will be due in 2016.
- 5. <u>Whether Grantee—to the knowledge of Grantor—made any diversion of funds from the purpose of the grant</u>: No.
- <u>Date of Reports received from Grantee</u>: On 2/28/2015, Grantor received from Grantee narrative and financial reports certifying that \$211,802 of the grant was expended for the purpose for which it was made. A report on the balance of \$8,198 will be due in 2016.
- 7. <u>Dates and Results of the Verification of Grantee's Report(s)</u>: Not required.

- 1. <u>Name and Address of Recipient</u>: ARAB HUMAN RIGHTS FUND STICHTING Bahrain Street, Nakheel Building, Caracas District Beirut Lebanon
- 2. <u>Date and Amount of Grant</u>: 7/23/2014 \$70,000
- 3. <u>Purpose of Grant</u>: For general support.
- <u>Amount Expended by Grantee</u>:
   \$38,911.58. Grantor received from Grantee narrative and financial reports certifying that
   \$38,911.58 of the grant was expended for the purpose for which it was made. A report on the balance of \$31,088.42 will be due in 2016.
- 5. <u>Whether Grantee—to the knowledge of Grantor—made any diversion of funds from the purpose of the grant:</u> No.
- Date of Reports received from Grantee:
   On 7/3/2015, Grantor received from Grantee narrative and financial reports certifying that \$38,911.58 of the grant was expended for the purpose for which it was made. A report on the balance of \$31,088.42 will be due in 2016.
- 7. <u>Dates and Results of the Verification of Grantee's Report(s)</u>: Not required.

- <u>Name and Address of Recipient</u>: ASSOCIATION FOR THE PROMOTION OF COOPERATION IN SOUTH EAST EUROPE AKA THE BALKAN FORUM Markou Botsari 13 Thessaloniki 54643 Greece
- 2. <u>Date and Amount of Grant:</u> 9/8/2014 \$75,000 12/17/2014 \$75,000
- 3. <u>Purpose of Grant</u>: For general support.
- <u>Amount Expended by Grantee</u>:
   \$141,130.79. Grantor received from Grantee narrative and financial reports certifying that \$141,130.79 of the grant was expended for the purpose for which it was made. A report on the balance of \$8,869.21 will be due in 2016.
- 5. <u>Whether Grantee—to the knowledge of Grantor—made any diversion of funds from the purpose of the grant</u>: No.
- <u>Date of Reports received from Grantee</u>: On 7/15/2015, Grantor received from Grantee narrative and financial reports certifying that \$141,130.79 of the grant was expended for the purpose for which it was made. A report on the balance of \$8,869.21 will be due in 2016.
- 7. <u>Dates and Results of the Verification of Grantee's Report(s)</u>: Not required.

- 1. <u>Name and Address of Recipient</u>: BALKAN POLICY INSTITUTE Rr. Qamil Hoxha 4/3 Pristina 10000 Kosovo
- 2. <u>Date and Amount of Grant</u>: 8/6/2014 \$25,000
- 3. <u>Purpose of Grant</u>: For its project, Labor Market in Kosovo.
- Amount Expended by Grantee:
   \$20,409.03. Grantor received from Grantee narrative and financial reports certifying that \$20,409.03 of the grant was expended for the purpose for which it was made. A report on the balance of \$4,584.97 will be due in 2016. The total amount received by the grantee (the amount expended plus the balance remaining) is \$24,994, which is less than the amount granted because of the conversion rate.
- 5. <u>Whether Grantee—to the knowledge of Grantor—made any diversion of funds from the purpose of the grant</u>: No.
- Date of Reports received from Grantee:
   On 3/3/2015 and 6/23/2015, Grantor received from Grantee narrative and financial reports certifying that \$20,409.03 of the grant was expended for the purpose for which it was made. A report on the balance of \$4,584.97 will be due in 2016.
- 7. <u>Dates and Results of the Verification of Grantee's Report(s)</u>: Not required.

# **GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2014**

- 1. <u>Name and Address of Recipient</u>: SLAVKO CURUVIJA FOUNDATION Kursulina 7/5 Belgrade 11000 Serbia
- 2. <u>Date and Amount of Grant</u>: 12/11/2013 \$50,000
- 3. <u>Purpose of Grant</u>: For general support.
- 4. <u>Amount Expended by Grantee</u>: **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. <u>Whether Grantee—to the knowledge of Grantor—made any diversion of funds from the purpose of the grant</u>: No.
- <u>Date of Reports received from Grantee</u>: On 2/28/14 and 5/4/2015, 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. <u>Dates and Results of the Verification of Grantee's Report(s)</u>: Not required.

Note: During the period of the grant, Grantee was determined to be the equivalent of a public charity.

- <u>Name and Address of Recipient</u>: DIREKT36 UJSAGIRO KOZPONT NONPROFIT KFT. Pozsonyi ut 10 Budapest 1137 Hungary
- 2. <u>Date and Amount of Grant</u>: 10/22/2014 \$100,000
- 3. <u>Purpose of Grant</u>: For general support.
- <u>Amount Expended by Grantee</u>:
   \$42,963.54. Grantor received from Grantee narrative and financial reports certifying that
   \$42,963.54 of the grant was expended for the purpose for which it was made. A report on the balance of \$57,036.46 will be due in 2016.
- 5. <u>Whether Grantee—to the knowledge of Grantor—made any diversion of funds from the purpose of the grant:</u> No.
- Date of Reports received from Grantee:
   On 2/28/2015 and 6/16/2015, Grantor received from Grantee narrative and financial reports certifying that \$42,963.54 of the grant was expended for the purpose for which it was made. A report on the balance of \$57,036.46 will be due in 2016.
- 7. <u>Dates and Results of the Verification of Grantee's Report(s)</u>: Not required.

- <u>Name and Address of Recipient</u>: ECOCIETY Bajram Bahtiri, nr. 36 Pristina 10000 Kosovo
- 2. <u>Date and Amount of Grant</u>: 10/1/2014 \$25,000
- 3. <u>Purpose of Grant</u>: For general support.
- Amount Expended by Grantee:
   \$24,982.40. Grantor received from Grantee narrative and financial reports certifying that \$24,982.40 of the grant was expended for the purpose for which it was made. This amount is equal to the total amount received by Grantee (\$24,982.40), which is less than the amount granted because of the conversion rate.
- 5. <u>Whether Grantee—to the knowledge of Grantor—made any diversion of funds from the purpose of the grant</u>: No.
- <u>Date of Reports received from Grantee</u>: On 2/22/2015 and 7/6/2015, Grantor received from Grantee narrative and financial reports certifying that \$24,982.40 of the grant was expended for the purpose for which it was made.
- <u>Dates and Results of the Verification of Grantee's Report(s)</u>: Not required.

# **GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2014**

- <u>Name and Address of Recipient</u>: GLOBAL FUND FOR COMMUNITY FOUNDATIONS Registered Office Community House Citilink Business Park Albert Street Belfast BT12 4HQ Northern Ireland
- 2. <u>Date and Amount of Grant:</u> 12/9/2013 \$75,000
- 3. <u>Purpose of Grant</u>: For its project, the Global Alliance for Community Philanthropy.
- 4. <u>Amount Expended by Grantee</u>: **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. <u>Whether Grantee—to the knowledge of Grantor—made any diversion of funds from the purpose of the grant</u>: No.
- <u>Date of Reports received from Grantee</u>: On 6/19/2014 and 6/12/2015, 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. <u>Dates and Results of the Verification of Grantee's Report(s)</u>: Not required.

Note: After the period of the grant, Grantee was determined to be the equivalent of a public charity.

# **GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2014**

- <u>Name and Address of Recipient</u>: GLOBAL FUND FOR COMMUNITY FOUNDATIONS Registered Office Community House Citilink Business Park Albert Street Belfast BT12 4HQ Northern Ireland
- 2. <u>Date and Amount of Grant:</u> 6/25/2014 \$50,000
- 3. <u>Purpose of Grant</u>: For general support.
- 4. <u>Amount Expended by Grantee</u>: **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. <u>Whether Grantee—to the knowledge of Grantor—made any diversion of funds from the purpose of the grant</u>: No.
- 6. <u>Date of Reports received from Grantee</u>: On 6/9/2015, 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.
- <u>Dates and Results of the Verification of Grantee's Report(s)</u>: Not required.

Note: During the period of the grant, Grantee was determined to be the equivalent of a public charity.

# **GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2014**

- <u>Name and Address of Recipient</u>: GLOBAL FUND FOR COMMUNITY FOUNDATIONS Registered Office Community House Citilink Business Park Albert Street Belfast BT12 4HQ Northern Ireland
- 2. <u>Date and Amount of Grant:</u> 12/15/2014 \$90,800
- 3. <u>Purpose of Grant</u>: For its project, the Global Alliance for Community Philanthropy, as well as for its work exploring the feasibility of corporate-funded community philanthropy.
- Amount Expended by Grantee:
   \$29,028. Grantor received from Grantee narrative and financial reports certifying that \$29,028 of the grant was expended for the purpose for which it was made.
- 5. <u>Whether Grantee—to the knowledge of Grantor—made any diversion of funds from the purpose of the grant</u>: No.
- 6. <u>Date of Reports received from Grantee:</u>

On 6/12/2015, Grantor received from Grantee narrative and financial reports certifying that \$29,028 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. <u>Dates and Results of the Verification of Grantee's Report(s)</u>: Not required.

- <u>Name and Address of Recipient</u>: RAMON MAGSAYSAY AWARD FOUNDATION 1680 Roxas Boulevard Manila 1004 Philippines
- 2. <u>Date and Amount of Grant</u>: 8/19/2010 \$150,000
- 3. <u>Purpose of Grant</u>: To support the 2010 Ramon Magsaysay Awards.
- 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. <u>Whether Grantee—to the knowledge of Grantor—made any diversion of funds from the purpose of the grant</u>: No.
- <u>Date of Reports received from Grantee</u>: 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.
- <u>Dates and Results of the Verification of Grantee's Report(s)</u>: Not required.

- <u>Name and Address of Recipient</u>: MITVIM - THE ISRAELI INSTITUTE FOR REGIONAL FOREIGN POLICIES c/o Eyal Bressler & Co., 11 Tuval Street Ramat Gan 52522 Israel
- 2. <u>Date and Amount of Grant</u>: 7/9/2014 \$20,000
- 3. <u>Purpose of Grant</u>: For general support.
- 4. <u>Amount Expended by Grantee</u>: **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. <u>Whether Grantee—to the knowledge of Grantor—made any diversion of funds from the purpose of the grant</u>: No.
- Date of Reports received from Grantee:
   On 5/21/2015, 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. <u>Dates and Results of the Verification of Grantee's Report(s)</u>: Not required.

# **GRANT SUBJECT TO EXPENDITURE RESPONSIBILITY - 2014**

- <u>Name and Address of Recipient</u>: MOLAD-THE CENTER FOR THE RENEWAL OF DEMOCRACY 20 Emek Refaim Street Jerusalem 93105 Israel
- 2. <u>Date and Amount of Grant</u>: 12/16/2013 \$50,000
- 3. <u>Purpose of Grant</u>: For general support.
- 4. <u>Amount Expended by Grantee</u>: **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. <u>Whether Grantee—to the knowledge of Grantor—made any diversion of funds from the purpose of the grant</u>: No.
- 6. <u>Date of Reports received from Grantee</u>: On 9/16/2014, 3/9/2015, and 7/1/2015, 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. <u>Dates and Results of the Verification of Grantee's Report(s)</u>: Not required.

Note: After the period of the grant, Grantee was determined to be the equivalent of a public charity.

- <u>Name and Address of Recipient</u>: JEROME ROBBINS FOUNDATION 156 West 56th Street, Suite 900 New York, NY 10019
- 2. <u>Date and Amount of Grant:</u> 4/2/2014 \$10,000
- 3. <u>Purpose of Grant</u>: For its 2014 Floria V. Lasky Symposium.
- 4. <u>Amount Expended by Grantee</u>: **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. <u>Whether Grantee—to the knowledge of Grantor—made any diversion of funds from the purpose of the grant</u>: No.
- <u>Date of Reports received from Grantee</u>: On 2/2/2015, 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.
- <u>Dates and Results of the Verification of Grantee's Report(s)</u>: Not required.

- <u>Name and Address of Recipient</u>: STICHTING CORPORATE EUROPE OBSERVATORY 26 Rue d'Edimbourg Brussels 1050 Belgium
- 2. <u>Date and Amount of Grant</u>: 12/17/2014 \$50,000
- 3. <u>Purpose of Grant</u>: For its work on economic integration negotiations.
- Amount Expended by Grantee:
   \$17,928. Grantor received from Grantee narrative and financial reports certifying that \$17,928 of the grant was expended for the purpose for which it was made. A report on the balance of \$32,072 will be due in 2016.
- 5. <u>Whether Grantee—to the knowledge of Grantor—made any diversion of funds from the purpose of the grant:</u> No.
- Date of Reports received from Grantee: On 3/23/2015 and 6/23/2015, Grantor received from Grantee narrative and financial reports certifying that \$17,928 of the grant was expended for the purpose for which it was made. A report on the balance of \$32,072 will be due in 2016.
- 7. <u>Dates and Results of the Verification of Grantee's Report(s)</u>: Not required.

- <u>Name and Address of Recipient</u>: TROJA GROUP Rr. 24 Maji, Arberi p.n. Pristina 10000 Kosovo
- 2. <u>Date and Amount of Grant</u>: 10/29/14 \$30,000
- 3. <u>Purpose of Grant</u>: For its project, Speak Up!
- 4. <u>Amount Expended by Grantee</u>:
  \$0. Grantor received from Grantee narrative and financial reports certifying that, because of unforeseen delays, none of the grant was expended in 2014 for the purpose for which it was made. The project is expected to begin in 2015, and a report on the balance of \$30,000 will be due in 2016.
- 5. <u>Whether Grantee—to the knowledge of Grantor—made any diversion of funds from the purpose of the grant</u>: No.
- 6. Date of Reports received from Grantee: On 6/8/2015, Grantor received from Grantee narrative and financial reports certifying that, because of unforeseen delays, none of the grant was expended in 2014 for the purpose for which it was made. The project is expected to begin in 2015, and a report on the balance of \$30,000 will be due in 2016.
- 7. <u>Dates and Results of the Verification of Grantee's Report(s)</u>: Not required.

## SCHEDULE 10 FORM 990-PF YEAR 2014

## <u>Compensation of Officers, Directors, and Trustees</u> <u>Part VIII, (1)</u>

| <u> </u>                                                                                                                      |                       | F   | erage Hours<br>per Week<br>Devoted to |              | Contributions<br>to Employee | Expense<br>Account and<br>Other |
|-------------------------------------------------------------------------------------------------------------------------------|-----------------------|-----|---------------------------------------|--------------|------------------------------|---------------------------------|
| Name and Address                                                                                                              | Title                 |     | Position                              | Compensation | Benefit Plans                | Allowances                      |
| TRUSTEES:<br>Steven C. Rockefeller<br>c/o Rockefeller Brothers Fund<br>475 Riverside Drive, Suite 900<br>New York, N.Y. 10115 | Trustee               |     | 2 hrs.                                | - 0 -        | None                         | None                            |
| David Rockefeller<br>c/o Rockefeller Brothers Fund<br>475 Riverside Drive, Suite 900<br>New York, N.Y. 10115                  | Advisory<br>Trustee   |     | 1 hr.                                 | - 0 -        | None                         | None                            |
| Anne Bartley<br>c/o Rockefeller Brothers Fund<br>475 Riverside Drive, Suite 900<br>New York, N.Y. 10115                       | Trustee               | (1) | 1 hr.                                 | - 0 -        | None                         | None                            |
| Vali Nasr<br>c/o Rockefeller Brothers Fund<br>475 Riverside Drive, Suite 900<br>New York, N.Y. 10115                          | Trustee               |     | 1 hr.                                 | - 0 -        | None                         | 829                             |
| R. Nicholas Burns<br>c/o Rockefeller Brothers Fund<br>475 Riverside Drive, Suite 900<br>New York, N.Y. 10115                  | Trustee               |     | 1 hr.                                 | - 0 -        | None                         | 829                             |
| Valerie Rockefeller Wayne<br>c/o Rockefeller Brothers Fund<br>475 Riverside Drive, Suite 900<br>New York, N.Y. 10115          | Trustee,<br>Chair     |     | 10 hrs.                               | - 0 -        | None                         | None                            |
| Joseph A. Pierson<br>c/o Rockefeller Brother Fund<br>475 Riverside Drive, Suite 900<br>New York, N.Y. 10115                   | Trustee<br>Vice Chair |     | 1 hr.                                 | - 0 -        | None                         | 829                             |
| Miranda M. Kaiser<br>c/o Rockefeller Brother Fund<br>475 Riverside Drive, Suite 900<br>New York, N.Y. 10115                   | Trustee               |     | 1 hr.                                 | - 0 -        | None                         | None                            |
| Wendy O'Neill<br>c/o Rockefeller Brothers Fund<br>475 Riverside Drive, Suite 900<br>New York, N.Y. 10115                      | Trustee               | (2) | 1 hr.                                 | - 0 -        | None                         | None                            |

## SCHEDULE 10 FORM 990-PF YEAR 2014

## <u>Compensation of Officers, Directors, and Trustees</u> <u>Part VIII, (1)</u>

| Name and Address                                                                                               | Title   |     | verage Hours<br>per Week<br>Devoted to<br>Position | Compensation | Contributions<br>to Employee<br>Benefit Plans | Expense<br>Account and<br>Other<br>Allowances |
|----------------------------------------------------------------------------------------------------------------|---------|-----|----------------------------------------------------|--------------|-----------------------------------------------|-----------------------------------------------|
| Timothy O'Neill<br>c/o Rockefeller Brothers Fund<br>475 Riverside Drive, Suite 900<br>New York, N.Y. 10115     | Trustee | (2) | 1 hr.                                              | - 0 -        | None                                          | None                                          |
| Wendy Gordon<br>c/o Rockefeller Brothers Fund<br>475 Riverside Drive, Suite 900<br>New York, N.Y. 10115        | Trustee | (1) | 1 hr.                                              | - 0 -        | None                                          | None                                          |
| Justin Rockefeller<br>c/o Rockefeller Brothers Fund<br>475 Riverside Drive, Suite 900<br>New York, N.Y. 10115  | Trustee |     | 1 hr.                                              | - 0 -        | None                                          | None                                          |
| Arlene Shuler<br>c/o Rockefeller Brothers Fund<br>475 Riverside Drive, Suite 900<br>New York, N.Y. 10115       | Trustee |     | 1 hr.                                              | - 0 -        | None                                          | 829                                           |
| Marsha Simms<br>c/o Rockefeller Brothers Fund<br>475 Riverside Drive, Suite 900<br>New York, N.Y. 10115        | Trustee |     | 1 hr.                                              | - 0 -        | None                                          | 829                                           |
| Kavita Ramdas<br>c/o Rockefeller Brothers Fund<br>475 Riverside Drive, Suite 900<br>New York, N.Y. 10115       | Trustee |     | 1 hr.                                              | - 0 -        | None                                          | 829                                           |
| Daniel Levy<br>c/o Rockefeller Brothers Fund<br>475 Riverside Drive, Suite 900<br>New York, N.Y. 10115         | Trustee |     | 2 hrs.                                             | - 0 -        | None                                          | 829                                           |
| Hugh Lawson<br>c/o Rockefeller Brothers Fund<br>475 Riverside Drive, Suite 900<br>New York, N.Y. 10115         | Trustee | (3) | 1 hr.                                              | - 0 -        | None                                          | None                                          |
| Marnie S. Pillsbury<br>c/o Rockefeller Brothers Fund<br>475 Riverside Drive, Suite 900<br>New York, N.Y. 10115 | Trustee | (3) | 1 hr.                                              | - 0 -        | None                                          | None                                          |

## **SCHEDULE 10** FORM 990-PF YEAR 2014

## Compensation of Officers, Directors, and Trustees Part VIII, (1)

| Name and Address                                                                                                          | Title                  | Average Hours<br>per Week<br>Devoted to<br>Position | Compensation | Contributions<br>to Employee<br>Benefit Plans | Expense<br>Account and<br>Other<br>Allowances |
|---------------------------------------------------------------------------------------------------------------------------|------------------------|-----------------------------------------------------|--------------|-----------------------------------------------|-----------------------------------------------|
| Richard Rockefeller                                                                                                       |                        |                                                     |              |                                               |                                               |
| c/o Rockefeller Brothers Fund                                                                                             | Advisory               |                                                     |              |                                               |                                               |
| 475 Riverside Drive, Suite 900<br>New York, N.Y. 10115                                                                    | Advisory<br>Trustee (4 | <b>l)</b> 1 hr.                                     | - 0 -        | None                                          | None                                          |
| OFFICERS:                                                                                                                 |                        |                                                     |              |                                               |                                               |
| Stephen B. Heintz                                                                                                         | Trustee, (1            |                                                     |              |                                               |                                               |
| 475 Riverside Drive, Suite 900<br>New York, N.Y. 10115                                                                    | President              | 40-50 hrs.                                          | 576,944      | 101,162                                       | 6,653                                         |
| Nancy L. Muirhead                                                                                                         | Corporate              |                                                     |              |                                               |                                               |
| 475 Riverside Drive, Suite 900<br>New York, N.Y. 10115                                                                    | Secretary              | 40-50 hrs.                                          | 224,540      | 86,529                                        | 4,608                                         |
| Elizabeth C. Campbell                                                                                                     | Vice President         |                                                     |              |                                               |                                               |
| 475 Riverside Drive, Suite 900<br>New York, N.Y. 10115                                                                    | For Programs           | 40-50 hrs.                                          | 327,262      | 85,663                                        | 5,184                                         |
| Geraldine F. Watson                                                                                                       | Vice President,        |                                                     |              |                                               |                                               |
| 475 Riverside Drive, Suite 900                                                                                            | Finance and Operations | 40-50 hrs.                                          | 322,390      | 84,940                                        | 6,164                                         |
| New York, N.Y. 10115                                                                                                      |                        |                                                     | \$ 1,451,136 | \$ 358,294                                    | \$ 28,412                                     |
| (1) Re-elected to Board effective .<br>(2) Until June 25,2014.                                                            | lune 25,2014.          |                                                     |              |                                               |                                               |
| <ul> <li>(2) Onth June 23,2014.</li> <li>(3) Elected to Board effective June</li> <li>(4) Until June 13, 2014.</li> </ul> | 25,2014.               |                                                     |              |                                               |                                               |

### **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 2014, 31,665 people visited the Pocantico Historic area, and 40 public programs were held.

Amount: <u>\$3,598,215</u>

#### Line 2 Assistance to Charitable Organizations:

During 2014, 10 members of the staff of Rockefeller Brothers Fund provided technical assistance to charitable organizations, governmental bodies and committees, and 14 members of the staff served on 48 charitable organizations' boards, committees, public commissions, or task forces.

Amount: <u>\$472,281</u>

#### 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 2014, The Pocantico Center held 57 conferences and meetings. Of the 57 conferences held, 25 were related to the Fund's programs. There were 11 Pocantico artist residencies in 2014.

Amount: <u>\$273,423</u>

### **Undistributed Income Statement**

#### Part XIII, Lines 3, 7 & 10

Rockefeller Brothers Fund regularly makes out of corpus distributions to satisfy IRC section 4942(g)(3). In 2014, Rockefeller Brothers Fund discovered that it inadvertently over reported out of corpus distributions with respect to certain grants it received in each of its 2012 and 2013 tax years. Since Rockefeller Brothers Fund had excess qualifying distributions in each of those years, this error's only impact is to increase qualifying distribution carryforwards. As such, Rockefeller Brothers Fund has adjusted its carryforwards as follows:

2012: Increased carryforward by \$200,000 2013: Increased carryforward by \$425,000

In addition, Rockefeller Brothers Fund has appropriately reported and certified its out of corpus spending to each of the grantmaking foundations as required, and has implemented policies to ensure proper reporting of out of corpus distributions in the future.

#### Schedule 12 FORM 990-PF Year 2014

### PART XV, Line 2a

Grant Inquiries are accepted throughout the year at <u>http://www.rbf.org/content/apply-grant</u>. 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.

### **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 <u>"How to Apply"</u> at <u>www.rbf.org</u> for specific guidance on the application process.

## **RBF PROGRAMS**

## DEMOCRATIC PRACTICE PROGRAM GUIDELINES

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 pre-empting 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

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

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 problemsolving 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

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, 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.

The Fund's overarching thematic interest in sustainable development is reflected in its engagement with New York City. The Charles E. Culpeper Arts & Culture Grants are a distinctive feature of the Pivotal Place: New York City program.

### SUSTAINABLE DEVELOPMENT

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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, Mayor Bill de Blasio's "One City: Built to Last" 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 strategy:

## Strategy:

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

## PIVOTAL PLACE: SOUTHERN CHINA PROGRAM GUIDELINES

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

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

#### Schedule 12 FORM 990-PF Year 2014

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

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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.

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| Recipient and Purpose                                                                                                                                                      | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
| <b>2030, Inc.</b><br>607 Cerrillos Road<br>Santa Fe, NM 87505<br><i>For general support.</i>                                                                               | PC            | \$0                  | \$300,000           | \$0               | \$300,000       | \$0               |
| <b>350.org</b><br>20 Jay Street, Suite 1010<br>Brooklyn, NY 11201<br><i>For general support.</i>                                                                           | PC            | \$0                  | \$175,000           | \$0               | \$175,000       | \$0               |
| <b>350.org</b><br>20 Jay Street, Suite 1010<br>Brooklyn, NY 11201<br>For its work on The People's Climate March.                                                           | PC            | \$0                  | \$75,000            | \$0               | \$75,000        | \$0               |
| <b>Kyle Abraham Abraham in Motion, Inc.</b><br>P.O. Box 986<br>New York, NY 10113<br><i>For its project, Abraham.In.Motion.</i>                                            | PC            | \$0                  | \$85,000            | \$0               | \$35,000        | \$50,000          |
| ActionAid USA<br>ActionAid International USA<br>1420 K Street, NW<br>Suite 900<br>Washington, D.C. 20005<br>For advocacy on international climate finance.                 | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| Adalah - The Legal Center for Arab Minority Rights in<br>Israel<br>94 Yaffa Street<br>Haifa, 3109001 Israel<br>For its U.S. Advocacy and Institution-Building Initiatives. | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| <b>The ADM Capital Foundation Limited</b><br>2406 9 Queen's Road Central<br>Hong Kong China<br>For its China Water Risk project.                                           | PF            | \$0                  | \$220,000           | \$0               | \$220,000       | \$0               |
| Advanced Energy Economy Institute<br>135 Main Street, Suite 1320<br>San Francisco, CA 94105<br>For its NY State 21st Energy System initiative.                             | PC            | \$0                  | \$75,000            | \$0               | \$75,000        | \$0               |

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|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
|                                                                                                                                                                                    |               |                      |                     |                   |                 |                   |
| Alliance for Justice<br>11 Dupont Circle, NW, 2nd Floor<br>Washington, D.C. 20036<br><i>For its Bolder Advocacy initiative.</i>                                                    | PC            | \$0                  | \$20,000            | \$0               | \$20,000        | \$0               |
| Alliance for Open Society International, Inc.<br>224 West 57th Street<br>New York, NY 10019<br>For its Talking Transition project.                                                 | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| Alliance of Resident Theatres/New York, Inc.<br>520 Eighth Avenue, Suite 319<br>New York, NY 10018<br>To support its capital campaign's consultant fee and<br>marketing materials. | PC            | \$50,000             | \$0                 | \$0               | \$50,000        | \$0               |
| American Council for an Energy Efficient Economy<br>529 14th Street, NW, Suite 600<br>Washington, D.C. 20045-1000<br>For its Ensuring Strong Fuel Economy Standards project.       | PC            | \$0                  | \$75,000            | \$0               | \$25,000        | \$50,000          |
| American Council on Renewable Energy<br>1600 K Street, NW<br>Suite 650<br>Washington, D.C. 20006<br><i>For general support.</i>                                                    | PC            | \$0                  | \$150,000           | \$0               | \$150,000       | \$0               |
| American Prospect, Inc.<br>1333 H Street, NW<br>Suite 300 East Tower<br>Washington, D.C. 20005<br>For its 2014 Democracy Project: Accelerating the American<br>Democracy Movement. | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| American University<br>4400 Massachusetts Avenue, NW<br>Washington, D.C. 20016-8061<br>For the Investigative Reporting Workshop of its School of<br>Communication.                 | PC            | \$0                  | \$40,000            | \$0               | \$40,000        | \$0               |
| <b>The American University in Cairo</b><br>420 Fifth Avenue, 3rd Floor<br>New York, NY 10018<br>For its youth outreach through Egyptian national universities<br>project.          | PC            | \$0                  | \$54,000            | \$0               | \$54,000        | \$0               |

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|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
| Americas Society, Inc.<br>680 Park Avenue                                                                                                                                                                    | PC            | \$0                  | \$150,000           | \$0               | \$150,000       | \$0               |
| New York, NY 10021<br>For its initiative, Immigration and Integration: New York<br>City, New Gateway Cities, and Beyond.                                                                                     |               |                      |                     |                   |                 |                   |
| <b>Appalachian Voices</b><br>171 Grand Boulevard<br>Boone, NC 28607<br><i>For its Energy Savings for Appalachia program.</i>                                                                                 | PC            | \$0                  | \$30,000            | \$0               | \$30,000        | \$0               |
| Arab Human Rights Fund Stichting<br>Bahrain Street, Nakheel Building, Caracas District<br>Beirut Lebanon<br>For general support.                                                                             | PF            | \$0                  | \$70,000            | \$0               | \$70,000        | \$0               |
| Arab Reform Initiative<br>71 Rue Fondary<br>Paris, 75015 France<br>For general support.                                                                                                                      | PC            | \$0                  | \$200,000           | \$0               | \$200,000       | \$0               |
| Louis Armstrong House Museum<br>34-56 107th Street<br>Corona, NY 11368-1226<br>For general support                                                                                                           | PC            | \$0                  | \$7,600             | \$0               | \$7,600         | \$0               |
| Artspace Projects, Inc.<br>250 Third Avenue North, Suite 500<br>Minneapolis, MN 55401<br>For its East Harlem Artspace project.                                                                               | PC            | \$50,000             | \$0                 | \$0               | \$50,000        | \$0               |
| Asia Society<br>725 Park Avenue<br>New York, NY 10021-5088<br>For its U.SIran dialogue.                                                                                                                      | PC            | \$150,000            | \$0                 | \$106,063         | \$43,937        | \$0               |
| Asian Americans Advancing Justice - AAJC, Inc.<br>1140 Connecticut Avenue, NW<br>Suite 1200<br>Washington, D.C. 20036<br>For its Emerging Constituencies: A Community Capacity<br>and Leadership Initiative. | PC            | \$0                  | \$32,000            | \$0               | \$32,000        | \$0               |

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|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
| Aspen Global Change Institute, Inc.<br>104 Midland Avenue, Suite 205<br>Basalt, CO 81621<br>For its Climate Communication project.                                                                                           | PC            | \$0                  | \$75,000            | \$0               | \$75,000        | \$0               |
| The Aspen Institute, Inc.<br>One Dupont Circle, NW<br>Suite 700<br>Washington, D.C. 20036<br>For its Congressional Program.                                                                                                  | PC            | \$264,000            | \$0                 | \$0               | \$114,000       | \$150,000         |
| <b>The Aspen Institute, Inc.</b><br>One Dupont Circle, NW<br>Suite 700<br>Washington, D.C. 20036<br><i>For its Partners for a New Beginning project.</i>                                                                     | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| <b>The Aspen Institute, Inc.</b><br>One Dupont Circle, NW<br>Suite 700<br>Washington, D.C. 20036<br><i>For its Energy and Environment program's U.SIndia Track</i><br><i>II Dialogue on Clean Energy and Climate Change.</i> | PC            | \$0                  | \$75,000            | \$0               | \$75,000        | \$0               |
| Association for the Promotion of Cooperation in South<br>East Europe aka The Balkan Forum<br>Markou Botsari 13<br>Thessaloniki, 54643 Greece<br>For general support.                                                         | PF            | \$0                  | \$150,000           | \$0               | \$150,000       | \$0               |
| Atlantic Council of the U.S., Inc.<br>1030 15th Street, NW, 12th Floor<br>Washington, D.C. 20005<br><i>For its South Asia Center</i> .                                                                                       | PC            | \$100,000            | \$0                 | \$0               | \$100,000       | \$0               |
| Australian Environmental Grantmakers Network<br>39 Little Collin Street<br>Melbourne, VIC 3000 Australia<br><i>For general support.</i>                                                                                      | PC            | \$0                  | \$50,000            | \$0               | \$25,000        | \$25,000          |
| Arthur Aviles Typical Theatre<br>2474 Westchester Avenue<br>Bronx, NY 10461                                                                                                                                                  | PC            | \$0                  | \$85,000            | \$0               | \$35,000        | \$50,000          |

For the development and implementation of its strategic plan.

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| Recipient and Purpose                                        | Tax    | Beginning | Approved  | Lapsed  | Paid      | Ending   |
|--------------------------------------------------------------|--------|-----------|-----------|---------|-----------|----------|
|                                                              | Status | Balance   | in 2014   | in 2014 | in 2014   | Balance  |
| Backbone Campaign                                            | PC     | \$0       | \$10,000  | \$0     | \$10,000  | \$0      |
| P.O. Box 278                                                 |        |           |           |         |           |          |
| Vashon, WA 98070                                             |        |           |           |         |           |          |
| For its program, The Other 98% Lab.                          |        |           |           |         |           |          |
| Balkan Investigative Reporting Network                       | PC     | \$54,000  | \$0       | \$0     | \$54,000  | \$0      |
| Mesa e Studenteve, Kati I                                    |        |           |           |         |           |          |
| Pristina, 10000 Kosovo                                       |        |           |           |         |           |          |
| For general support.                                         |        |           |           |         |           |          |
| Balkan Policy Institute                                      | PF     | \$0       | \$25,000  | \$0     | \$25,000  | \$0      |
| Rr. Qamil Hoxha 4/3                                          |        |           |           |         |           |          |
| Pristina, 10000 Kosovo                                       |        |           |           |         |           |          |
| For its project, Labor Market in Kosovo.                     |        |           |           |         |           |          |
| Ballet Hispanico of New York                                 | PC     | \$50,000  | \$0       | \$0     | \$50,000  | \$0      |
| 167 West 89th Street                                         |        | ,         |           |         |           |          |
| New York, NY 10024                                           |        |           |           |         |           |          |
| For the development of its strategic plan and the            |        |           |           |         |           |          |
| commissioning of a new work as part of its residency at The  |        |           |           |         |           |          |
| Pocantico Center.                                            |        |           |           |         |           |          |
|                                                              |        |           |           |         |           |          |
| The Bank Information Center                                  | PC     | \$0       | \$20,000  | \$0     | \$20,000  | \$0      |
| 1100 H Street, NW                                            |        |           |           |         |           |          |
| Suite 650                                                    |        |           |           |         |           |          |
| Washington, D.C. 20005                                       |        |           |           |         |           |          |
| For its work on securing accountability and access to World  |        |           |           |         |           |          |
| Bank decisions.                                              |        |           |           |         |           |          |
| Bard College                                                 | PC     | \$0       | \$100.000 | \$0     | \$50,000  | \$50,000 |
| P.O. Box 5000                                                | IC.    | ψυ        | \$100,000 | ψΟ      | \$50,000  | \$50,000 |
| Annandale-on-Hudson, NY 12504                                |        |           |           |         |           |          |
| For the Bard/Longy Masters of Music in Curatorial, Critical, |        |           |           |         |           |          |
| and Performance Studies.                                     |        |           |           |         |           |          |
| Beijing Entrepreneur Environmental Protection                | PC     | \$0       | \$100.000 | \$0     | \$100.000 | \$0      |
| Foundation                                                   | -      |           | ,         |         | ,         | + 0      |
| No. 1 (JIA) Nongzhan South Road, Chaoyang District           |        |           |           |         |           |          |
| Beijing, 100125 China                                        |        |           |           |         |           |          |
| For its Blue Sky Defense Fund.                               |        |           |           |         |           |          |
| Beijing Water Source Conservation Foundation                 | PC     | \$0       | \$100,000 | \$0     | \$100,000 | \$0      |
| Rm. 4001, Fengbaoheng Dasha, No. 2, Minzuyuan Rd.,           |        |           |           |         |           |          |
| Chaoyang District                                            |        |           |           |         |           |          |
| Beijing, 100029 China                                        |        |           |           |         |           |          |
|                                                              |        |           |           |         |           |          |

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** 

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

| Recipient and Purpose                                         | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|---------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
|                                                               | Status        | Datatice             | 111 2014            | 11 2014           | 111 2014        | Dalance           |
| Better World Fund                                             | PC            | \$75,000             | \$0                 | \$0               | \$75,000        | \$0               |
| 1800 Massachusetts Avenue, NW                                 |               |                      |                     |                   |                 |                   |
| Suite 400                                                     |               |                      |                     |                   |                 |                   |
| Washington, D.C. 20036                                        |               |                      |                     |                   |                 |                   |
| For 25x'25's Energy for Economic Growth project.              |               |                      |                     |                   |                 |                   |
| Blacksmith Institute, Inc.                                    | PC            | \$100,000            | \$0                 | \$0               | \$100,000       | \$0               |
| 475 Riverside Drive, Suite 860                                |               |                      |                     |                   |                 |                   |
| New York, NY 10115                                            |               |                      |                     |                   |                 |                   |
| To build the capacity of its China-based team.                |               |                      |                     |                   |                 |                   |
| Blue Planet Project, Inc.                                     | PC            | \$0                  | \$45,000            | \$0               | \$45,000        | \$0               |
| 700-170 Laurier Avenue West                                   |               |                      |                     |                   |                 |                   |
| Ottawa, ON K1P 5V5 Canada                                     |               |                      |                     |                   |                 |                   |
| For a conference on the global water crisis and opportunities | 1             |                      |                     |                   |                 |                   |
| for citizen action.                                           |               |                      |                     |                   |                 |                   |
| BOFFO, Inc.                                                   | PC            | \$0                  | \$105,000           | \$0               | \$105,000       | \$0               |
| 85 Kenmare Street                                             |               |                      | . ,                 |                   | . ,             |                   |
| Unit 22                                                       |               |                      |                     |                   |                 |                   |
| New York, NY 10012                                            |               |                      |                     |                   |                 |                   |
| For general support.                                          |               |                      |                     |                   |                 |                   |
| Breaking the Silence                                          | PC            | \$50,000             | \$0                 | \$0               | \$0             | \$50,000          |
| P.O. Box 51027                                                |               |                      |                     |                   |                 |                   |
| Tel Aviv, 6713206 Israel                                      |               |                      |                     |                   |                 |                   |
| For general support.                                          |               |                      |                     |                   |                 |                   |
| William J. Brennan, Jr., Center for Justice, Inc.             | PC            | \$0                  | \$150,000           | \$0               | \$150,000       | \$0               |
| 161 Avenue of the Americas                                    |               |                      |                     |                   |                 |                   |
| 12th Floor                                                    |               |                      |                     |                   |                 |                   |
| New York, NY 10013                                            |               |                      |                     |                   |                 |                   |
| For its Democracy Program's Money in Politics Project.        |               |                      |                     |                   |                 |                   |
| Broadway Cares/Equity Fights AIDS, Inc.                       | PC            | \$0                  | \$25,000            | \$0               | \$25,000        | \$0               |
| 165 West 46th Street, Suite 1300                              |               |                      |                     |                   |                 |                   |
| New York, NY 10036                                            |               |                      |                     |                   |                 |                   |
| For the development of new work and performance               |               |                      |                     |                   |                 |                   |
| opportunities in its Dancers Responding to AIDS program.      |               |                      |                     |                   |                 |                   |
|                                                               | DC            | ¢0                   | ¢50.000             | ¢O                | ¢50.000         | <b>\$</b> 0       |
| Byrd Hoffman Water Mill Foundation                            | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| 115 West 29th Street, 10th Floor<br>New York, NY 10001        |               |                      |                     |                   |                 |                   |
| INCW LOIK, IN I LUUUL                                         |               |                      |                     |                   |                 |                   |

For its Watermill Center's 2014 Residency Program.

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** 

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

| Recipient and Purpose                                                                                                                                                                                                                                                  | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
|                                                                                                                                                                                                                                                                        | Status        | Dalalice             | 111 2014            | 111 2014          | 111 2014        | Dalance           |
| Cairo Institute for Human Rights Studies<br>21 Abd El-Megid El-Remaly Street<br>7th Floor, Flat No. 71<br>Bab El Louk<br>Cairo Egypt<br>For its Egypt Program.                                                                                                         | PC            | \$0                  | \$100,000           | \$0               | \$100,000       | \$0               |
| <b>The Regents of the University of California</b><br>215 Moses Hall, Room 2308<br>Berkeley, CA 94720-2308<br>For the Renewable and Appropriate Energy Laboratory of its<br>College of Natural Resources, for further work on energy<br>investment options for Kosovo. | PC            | \$0                  | \$80,000            | \$0               | \$80,000        | \$0               |
| <b>The Campaign Finance Institute</b><br>1425 K Street, NW<br>Suite 350<br>Washington, D.C. 20005<br><i>To provide general support.</i>                                                                                                                                | PC            | \$70,000             | \$0                 | \$0               | \$70,000        | \$0               |
| Campaign Legal Center, Inc.<br>215 E Street, NE<br>Washington, D.C. 20002<br>For its Voting Rights Institute.                                                                                                                                                          | PC            | \$0                  | \$40,000            | \$0               | \$40,000        | \$0               |
| <b>CEL Education Fund</b><br>2150 Allston Way<br>Suite 340<br>Berkeley, CA 94704<br>For its project, Online Progressive Engagement Network.                                                                                                                            | PC            | \$0                  | \$30,000            | \$0               | \$30,000        | \$0               |
| <b>CEL Education Fund</b><br>2150 Allston Way<br>Suite 340<br>Berkeley, CA 94704<br>For its Online Progressive Engagement Network-U.S.<br>program.                                                                                                                     | PC            | \$0                  | \$25,000            | \$0               | \$25,000        | \$0               |
| Center for Civilians in Conflict<br>1210 18th Street, NW<br>4th Floor<br>Washington, D.C. 20036<br>For general support.                                                                                                                                                | PC            | \$100,000            | \$0                 | \$0               | \$100,000       | \$0               |
| <b>Center for Climate Strategies</b><br>1800 K Street, NW, Suite 714<br>Washington, D.C. 20006<br><i>To support central and provincial governments in its low-</i>                                                                                                     | PC            | \$200,000            | \$0                 | \$0               | \$200,000       | \$0               |

carbon development planning and analysis.

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** 

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| Recipient and Purpose                                                                                                                                                                    | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
| Center for Climate Strategies<br>1800 K Street, NW, Suite 714<br>Washington, D.C. 20006<br>To support a research project in Minnesota.                                                   | PC            | \$0                  | \$70,000            | \$0               | \$70,000        | \$0               |
| Center for Climate Strategies<br>1800 K Street, NW, Suite 714<br>Washington, D.C. 20006<br>For general support.                                                                          | PC            | \$0                  | \$175,000           | \$0               | \$175,000       | \$0               |
| <b>Center for Democratic Transition</b><br>VII Omladinske bb<br>Podgorica Montenegro<br><i>For its Elections Monitoring program.</i>                                                     | PC            | \$0                  | \$45,000            | \$0               | \$45,000        | \$0               |
| <b>Center for Effective Government</b><br>2040 S Street, NW, 2nd Floor<br>Washington, D.C. 20009<br><i>For its Charity and Security Network.</i>                                         | PC            | \$0                  | \$30,000            | \$0               | \$30,000        | \$0               |
| <b>Center for Effective Government</b><br>2040 S Street, NW, 2nd Floor<br>Washington, D.C. 20009<br><i>For general support and for its program, Our Government</i><br><i>Matters.</i>    | PC            | \$0                  | \$100,000           | \$0               | \$100,000       | \$0               |
| <b>Center for Effective Philanthropy, Inc.</b><br>675 Massachusetts Avenue<br>Seventh Floor<br>Cambridge, MA 02139<br><i>For general support.</i>                                        | PC            | \$0                  | \$50,000            | \$0               | \$25,000        | \$25,000          |
| Center for Euro-Atlantic Studies<br>Trajka Stamenkovica 2<br>Belgrade, 11000 Serbia<br>For general support.                                                                              | PC            | \$0                  | \$80,000            | \$0               | \$72,578        | \$7,422           |
| <b>Center for Investigative Reporting</b><br>Dolina 11<br>Sarajevo, 71000 Bosnia and Herzegovina<br>For its Investigative Reporting: Bosnia and Herzegovina<br>Energy Framework project. | PC            | \$0                  | \$60,000            | \$0               | \$60,000        | \$0               |
| <b>Center for Investigative Reporting, Inc.</b><br>1400 65th Street, Suite 200<br>Emeryville, CA 94608<br><i>For general support.</i>                                                    | PC            | \$0                  | \$40,000            | \$0               | \$40,000        | \$0               |

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** 

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| Recipient and Purpose                                                                                                                                                                                             | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
|                                                                                                                                                                                                                   | Status        | Dalalice             | 111 2014            | 111 2014          | 111 2014        | Dalalice          |
| Center for Political Accountability<br>1233 20th Street, NW, Suite 205<br>Washington, D.C. 20036<br>For general support.                                                                                          | PC            | \$0                  | \$70,000            | \$0               | \$70,000        | \$0               |
| <b>Center for Popular Democracy</b><br>802 Kent Avenue<br>Brooklyn, NY 11205<br>For its project, Going Local on Voting Rights: New York City<br>and Developing a National Model.                                  | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| <b>Center for Popular Democracy</b><br>802 Kent Avenue<br>Brooklyn, NY 11205<br><i>For its Immigrant Equality Initiative.</i>                                                                                     | PC            | \$0                  | \$100,000           | \$0               | \$100,000       | \$0               |
| Center for Public Integrity<br>910 17th Street, NW<br>7th Floor<br>Washington, D.C. 20006<br><i>For general support</i> .                                                                                         | PC            | \$0                  | \$40,000            | \$0               | \$40,000        | \$0               |
| Center for Responsive Politics<br>1101 14th Street, NW<br>Suite 1030<br>Washington, D.C. 20005<br>For general support.                                                                                            | PC            | \$100,000            | \$0                 | \$0               | \$100,000       | \$0               |
| Ceres, Inc.<br>99 Chauncey Street<br>Boston, MA 02111-1703<br><i>For general support</i> .                                                                                                                        | PC            | \$0                  | \$400,000           | \$0               | \$400,000       | \$0               |
| Chesapeake Climate Action Network<br>P.O. Box 11138<br>Takoma Park, MD 20912<br>For general support.                                                                                                              | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| China Dialogue Trust<br>Suite 306 Grayston Centre<br>28 Charles Square<br>London, N1 6HT United Kingdom<br><i>To support expanded coverage of environment and health</i><br><i>and energy and climate issues.</i> | PC            | \$0                  | \$190,000           | \$0               | \$95,000        | \$95,000          |
| <b>China Energy Research Society</b><br>Rm. 469, No. 54, Sanlihe Road<br>Beijing, 100045 China<br>For its low-carbon development training project.                                                                | PC            | \$0                  | \$100,000           | \$0               | \$100,000       | \$0               |

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** 

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| Recipient and Purpose                                                                                                                                                                                                                          | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
| China Foundation Center<br>Room 1702, Building 1, Dongfang Ruijing, No. 16,<br>Jianguomen Outer Street, Chaoyang District<br>Beijing China<br>For general support.                                                                             | PC            | \$0                  | \$220,000           | \$0               | \$220,000       | \$0               |
| Chinese Academy of Sciences<br>52 Sanlihe Road<br>Beijing, 100864 China<br>For its Forum on Health, Environment, and Development.                                                                                                              | PC            | \$0                  | \$350,000           | \$0               | \$127,000       | \$223,000         |
| <b>Citizens for Responsibility and Ethics in Washington, Inc.</b><br>409 7th Street, NW<br>Suite 300<br>Washington, D.C. 20004<br><i>For general support.</i>                                                                                  | PC            | \$0                  | \$25,000            | \$0               | \$25,000        | \$0               |
| Civic Alliance<br>Studentska ulica<br>Lamela 9, br. 5<br>Podgorica, 8100 Montenegro<br><i>For general support</i> .                                                                                                                            | PC            | \$0                  | \$160,000           | \$0               | \$80,000        | \$80,000          |
| Civic Association CRTA-The Center for Research,<br>Transparency and Accountability<br>7/16, Nusiceva Street<br>Belgrade, 11000 Serbia<br>For general support.                                                                                  | PC            | \$0                  | \$180,000           | \$0               | \$90,000        | \$90,000          |
| <b>Civic Exchange</b><br>23/F, Chun Wo Commercial Centre, 23-29 Wing Wo Street,<br>Central<br>Hong Kong China<br><i>For its Pearl River Delta ship emission inventory study.</i>                                                               | PC            | \$0                  | \$150,000           | \$0               | \$150,000       | \$0               |
| <b>Clean Air Initiative for Asian Cities Center, Inc.</b><br>Unit 3504-3505, Robinsons-Equitable Tower, ADB Avenue<br>Pasig City, NCR 1605 Philippines<br><i>For its project, Pearl River Delta Regional Air Quality</i><br><i>Management.</i> | PC            | \$50,000             | \$0                 | \$0               | \$50,000        | \$0               |
| <b>Clean Air Initiative for Asian Cities Center, Inc.</b><br>Unit 3504-3505, Robinsons-Equitable Tower, ADB Avenue<br>Pasig City, NCR 1605 Philippines<br><i>For assessing China's air quality management progress.</i>                        | PC            | \$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 **SCHEDULE OF GRANTS TO ORGANIZATIONS** 

FYE 12/31/2014

| Recipient and Purpose                                                                                                                                                                                                                                                                                                                                     | Тах    | Beginning | Approved  | Lapsed  | Paid      | Ending   |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|-----------|-----------|---------|-----------|----------|
|                                                                                                                                                                                                                                                                                                                                                           | Status | Balance   | in 2014   | in 2014 | in 2014   | Balance  |
| Climate Accountability Institute<br>1626 Gateway Road<br>Snowmass, CO 81654<br>For research, writing, and communication on responsibility<br>for climate change.                                                                                                                                                                                          | PC     | \$0       | \$20,000  | \$0     | \$20,000  | \$0      |
| <b>The Climate Group, Inc.</b><br>145 West 58th Street, Suite 2A<br>New York, NY 10019<br>For its States & Regions Innovation Report: How State &<br>Regional Governments Are Pioneering the Next Wave of<br>Climate Policies.                                                                                                                            | PC     | \$0       | \$35,000  | \$0     | \$35,000  | \$0      |
| Climate Prosperity Project, Inc.<br>Clean Economy Solutions<br>c/o Mission Post, 318 Blackwell Steet, Suite 130<br>Durham, NC 27701<br>For general support.                                                                                                                                                                                               | PC     | \$0       | \$100,000 | \$0     | \$100,000 | \$0      |
| Climate Prosperity Project, Inc.<br>Clean Economy Solutions<br>c/o Mission Post, 318 Blackwell Steet, Suite 130<br>Durham, NC 27701<br>For general support.                                                                                                                                                                                               | PC     | \$0       | \$50,000  | \$0     | \$50,000  | \$0      |
| <b>Colorado State University Foundation</b><br>410 Univesity Services Center<br>Fort Collins, CO 80523-9100<br>For Colorado State University's Center for the New Energy<br>Economy.                                                                                                                                                                      | PC     | \$0       | \$200,000 | \$0     | \$200,000 | \$0      |
| <b>Trustees of Columbia University in the City of New York</b><br>Office of Research Administration<br>1210 Amsterdam Avenue<br>Room 254 Engineering Terrace, Mail Code: 2205<br>New York, NY 10027<br>For the Columbia Graduate School of Journalism's<br>postgraduate fellowship program.                                                               | PC     | \$0       | \$100,000 | \$0     | \$50,000  | \$50,000 |
| <b>Trustees of Columbia University in the City of New York</b><br>Office of Research Administration<br>1210 Amsterdam Avenue<br>Room 254 Engineering Terrace, Mail Code: 2205<br>New York, NY 10027<br>For Columbia University Center for Global Energy Policy's<br>Roundtable on the Resilience of the Liquid Fuel Supply<br>Chain in the New York Area. | PC     | \$0       | \$5,000   | \$0     | \$5,000   | \$0      |

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** 

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| Recipient and Purpose                                                                                                                                                                                                                                                                                                             | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
| <b>Trustees of Columbia University in the City of New York</b><br>Office of Research Administration<br>1210 Amsterdam Avenue<br>Room 254 Engineering Terrace, Mail Code: 2205<br>New York, NY 10027<br>For its Columbia Center for Children's Environmental<br>Health's air pollution and environmental health study in<br>China. | PC            | \$0                  | \$200,000           | \$0               | \$200,000       | \$0               |
| COMET-ME<br>Meshek 30<br>Tsafririm, 99830 Israel<br>For general support.                                                                                                                                                                                                                                                          | PC            | \$0                  | \$100,000           | \$0               | \$50,000        | \$50,000          |
| <b>Committee for Economic Development</b><br>2000 L Street, NW, Suite 700<br>Washington, D.C. 20036<br><i>For its project, Business Champions for Campaign Finance</i><br><i>Reform.</i>                                                                                                                                          | PC            | \$0                  | \$40,000            | \$0               | \$40,000        | \$0               |
| <b>Common Cause Education Fund</b><br>1133 19th Street, NW, 9th Floor<br>Washington, D.C. 20036<br><i>For its work on campaign finance reform.</i>                                                                                                                                                                                | PC            | \$100,000            | \$0                 | \$0               | \$100,000       | \$0               |
| <b>Confluence Philanthropy, Inc.</b><br>475 Riverside Drive, Suite 900<br>New York, NY 10115<br><i>For general support.</i>                                                                                                                                                                                                       | PC            | \$0                  | \$10,000            | \$0               | \$10,000        | \$0               |
| The Constitution Project<br>1200 18th Street, NW<br>Suite 1000<br>Washington, D.C. 20036<br>For general support.                                                                                                                                                                                                                  | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| Consultative Group on Biological Diversity<br>Presidio Building 1016<br>P.O. Box 29361<br>San Francisco, CA 94129-0361<br>For 2014 membership and general support.                                                                                                                                                                | PC            | \$0                  | \$32,550            | \$0               | \$32,550        | \$0               |
| Crisis Action, Inc.<br>866 United Nations Plaza<br>Suite 4018<br>New York, NY 10017<br>For general support.                                                                                                                                                                                                                       | PC            | \$100,000            | \$0                 | \$0               | \$100,000       | \$0               |

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** 

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| Recipient and Purpose                                                                                                                                                                               | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
| Crisis Management Initiative<br>Etelaranta 12, 2nd Floor<br>Helsinki, 00130 Finland<br>For its Middle East and North Africa program.                                                                | PC            | \$100,000            | \$0                 | \$0               | \$100,000       | \$0               |
| Cuban Artists Fund, Inc.<br>41 Union Square West<br>Room 610<br>New York, NY 10003<br>For general support.                                                                                          | PC            | \$50,000             | \$0                 | \$0               | \$50,000        | \$0               |
| Slavko Curuvija Foundation<br>Kursulina 7/5<br>Belgrade, 11000 Serbia<br>For general support.                                                                                                       | PC            | \$0                  | \$100,000           | \$0               | \$50,000        | \$50,000          |
| University of Delaware<br>162 The Green<br>Newark, DE 19716<br>For its Special Initiative on Offshore Wind project.                                                                                 | PC            | \$200,000            | \$0                 | \$0               | \$200,000       | \$0               |
| University of Delaware<br>162 The Green<br>Newark, DE 19716<br>For its Special Initiative on Offshore Wind project.                                                                                 | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| Democracy 21 Education Fund<br>2000 Massachusetts Avenue, NW<br>Washington, D.C. 20036<br>For general support.                                                                                      | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| Democracy Matters Institute, Inc.<br>P.O. Box 157<br>Hamilton, NY 13346<br>For general support.                                                                                                     | PC            | \$0                  | \$40,000            | \$0               | \$40,000        | \$0               |
| <b>Democratization Policy Council e.V.</b><br>Sybelstr. 10<br>Berlin, 10629 Germany<br><i>For general support.</i>                                                                                  | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| <b>Demos: A Network for Ideas and Action, Ltd.</b><br>220 Fifth Avenue, Second Floor<br>New York, NY 10001<br><i>For research, writing, and convening on trends in global</i><br><i>governance.</i> | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |

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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** 

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| Recipient and Purpose                                                                                                                                                                                                   | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
| <b>Demos: A Network for Ideas and Action, Ltd.</b><br>220 Fifth Avenue, Second Floor<br>New York, NY 10001<br><i>For its project on money in politics.</i>                                                              | PC            | \$0                  | \$100,000           | \$0               | \$100,000       | \$0               |
| Doctors Without Borders USA, Inc.<br>333 Seventh Avenue<br>2nd Floor<br>New York, NY 10001<br>For general support.                                                                                                      | PC            | \$0                  | \$25,000            | \$0               | \$25,000        | \$0               |
| <b>Doctors Without Borders USA, Inc.</b><br>333 Seventh Avenue<br>2nd Floor<br>New York, NY 10001<br><i>For its aid in the Ebola crisis in West Africa.</i>                                                             | PC            | \$0                  | \$25,000            | \$0               | \$25,000        | \$0               |
| <b>DokuFest</b><br>Mimar Sinan 12<br>Prizren, 20000 Kosovo<br><i>For general support</i> .                                                                                                                              | PC            | \$30,000             | \$0                 | \$0               | \$30,000        | \$0               |
| Drugs for Neglected Diseases Initiative North America,<br>Inc.<br>40 Wall Street, 24th Floor<br>New York, NY 10005<br><i>For general support</i> .                                                                      | PC            | \$0                  | \$25,000            | \$0               | \$25,000        | \$0               |
| Earth Island Institute, Inc.<br>2150 Allston Way, Suite 460<br>Berkeley, CA 94704-1375<br><i>For its project, EcoEquity.</i>                                                                                            | PC            | \$75,000             | \$0                 | \$0               | \$75,000        | \$0               |
| Earthjustice<br>50 California Street, Suite 500<br>San Francisco, CA 94111<br>For its project, Advancing Practical Reforms to Achieve New<br>York's Energy Vision.                                                      | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| ECOciety<br>Bajram Bahtiri, nr. 36<br>Pristina, 10000 Kosovo<br>For general support.                                                                                                                                    | PF            | \$0                  | \$25,000            | \$0               | \$25,000        | \$0               |
| <b>Economic Cooperation Foundation</b><br>4, Hashalom Road<br>Tel Aviv, 67892 Israel<br><i>For its project, Establishing an Information, Knowledge, and</i><br><i>Research Center on Israeli-Palestinian Relations.</i> | PC            | \$0                  | \$70,000            | \$0               | \$70,000        | \$0               |

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#### FORM 990-PF YEAR 2014

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** 

FYE 12/31/2014

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

| Recipient and Purpose                                                                                                                                                                                            | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
| EcoPeace Middle East Environmental NGO Forum<br>85 Nahalat Binyamin Street<br>Tel Aviv, 66102 Israel<br>For general support.                                                                                     | PC            | \$100,000            | \$0                 | \$0               | \$100,000       | \$0               |
| <b>Edge Funders Alliance</b><br>Box 559<br>60 29th Street<br>San Francisco, CA 94110<br><i>For general support.</i>                                                                                              | PC            | \$0                  | \$10,000            | \$0               | \$10,000        | \$0               |
| <b>Elderhomes Corp</b><br>88 Carnation Street<br>Richmond, VA 23225<br><i>For its Richmond Region Energy Alliance's Virginia PACE</i><br><i>project.</i>                                                         | PC            | \$0                  | \$25,000            | \$0               | \$25,000        | \$0               |
| <b>Electrification Coalition Foundation</b><br>1111 19th Street, NW, Suite 406<br>Washington, D.C. 20036<br><i>For general support.</i>                                                                          | PC            | \$0                  | \$100,000           | \$0               | \$100,000       | \$0               |
| Emerging Democracies Institute<br>1916 17th Street, NW, Apt. 409<br>Washington, D.C. 20009<br>For general support.                                                                                               | PC            | \$0                  | \$100,000           | \$0               | \$100,000       | \$0               |
| ENCOMPASS - Centre for Social and Psychological<br>Studies and Services<br>Lidhja e Pejes Str., No. 73, Ex-High School of Economy<br>Building, Fourth Floor<br>Pristina, 10000 Kosovo<br>For its project, ATOMI. | PC            | \$0                  | \$100,000           | \$0               | \$50,000        | \$50,000          |
| Energiaklub Climate Policy Institute and Applied<br>Communications Association<br>Szerb utca 17-19<br>Budapest, 1056 Hungary<br>For its project, The Politics of Power in Hungary.                               | PC            | \$0                  | \$85,000            | \$0               | \$85,000        | \$0               |
| Energy Action Coalition<br>205 New York Avenue, NW<br>Washington, D.C. 20001<br>For general support.                                                                                                             | PC            | \$0                  | \$150,000           | \$0               | \$150,000       | \$0               |
| <b>The Energy Foundation</b><br>301 Battery Park, 5th Floor<br>San Francisco, CA 94111                                                                                                                           | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |

San Francisco, CA 94111

For its Pacific Coast Clean Energy and Climate initiative.

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

FYE 12/31/2014

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| Recipient and Purpose                                                                                                 | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|-----------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
|                                                                                                                       | Status        | Dalance              | 11 2014             | 11 2014           | 11 2014         | Dalance           |
| <b>The Energy Foundation</b><br>301 Battery Park, 5th Floor                                                           | PC            | \$0                  | \$13,333            | \$0               | \$13,333        | \$0               |
| San Francisco, CA 94111                                                                                               |               |                      |                     |                   |                 |                   |
| For its Pacific Coast Clean Energy and Climate initiative.                                                            |               |                      |                     |                   |                 |                   |
| Enterprise Community Partners, Inc.                                                                                   | PC            | \$150,000            | \$0                 | \$0               | \$150,000       | \$0               |
| One Whitehall Street                                                                                                  |               |                      |                     |                   |                 |                   |
| 11th Floor                                                                                                            |               |                      |                     |                   |                 |                   |
| New York, NY 10004<br>For its PartnerPREP program.                                                                    |               |                      |                     |                   |                 |                   |
| Environmental Defense Fund, Incorporated                                                                              | PC            | \$0                  | \$100,000           | \$0               | \$100,000       | \$0               |
| 257 Park Avenue South                                                                                                 |               |                      |                     |                   |                 |                   |
| New York, NY 10010<br>For its building energy-efficiency finance project.                                             |               |                      |                     |                   |                 |                   |
| Tor its building energy-efficiency finance project.                                                                   |               |                      |                     |                   |                 |                   |
| <b>Environmental Grantmakers Association</b>                                                                          | PC            | \$0                  | \$35,000            | \$0               | \$35,000        | \$0               |
| 475 Riverside Drive                                                                                                   |               |                      |                     |                   |                 |                   |
| New York, NY 10115                                                                                                    |               |                      |                     |                   |                 |                   |
| To advance U.SChina environmental grantmakers' exchange.                                                              |               |                      |                     |                   |                 |                   |
| Environmental Grantmakers Association                                                                                 | PC            | \$0                  | \$23,400            | \$0               | \$23,400        | \$0               |
| 475 Riverside Drive                                                                                                   |               |                      |                     |                   |                 |                   |
| New York, NY 10115<br>For general support.                                                                            |               |                      |                     |                   |                 |                   |
| European Foundation Centre                                                                                            | PC            | \$0                  | \$30,000            | \$0               | \$30,000        | \$0               |
| 94, rue Royale                                                                                                        | 10            | φ0                   | \$30,000            | φ0                | φ30,000         | ψυ                |
| Brussels, 1000 Belgium                                                                                                |               |                      |                     |                   |                 |                   |
| For support of its 2014 Annual General Assembly (AGA) and                                                             |               |                      |                     |                   |                 |                   |
| Conference.                                                                                                           |               |                      |                     |                   |                 |                   |
| European Foundation Centre                                                                                            | PC            | \$0                  | \$20,000            | \$0               | \$20,000        | \$0               |
| 94, rue Royale                                                                                                        |               |                      |                     |                   |                 |                   |
| Brussels, 1000 Belgium                                                                                                |               |                      |                     |                   |                 |                   |
| For its project, Exploring the Operating Environment for<br>Public Benefit Foundations in the Western Balkans Region. |               |                      |                     |                   |                 |                   |
| European Foundation Centre                                                                                            | PC            | \$0                  | \$20,000            | \$0               | \$20,000        | \$0               |
| 94, rue Royale                                                                                                        |               |                      | -                   |                   | ,               |                   |
| Brussels, 1000 Belgium                                                                                                |               |                      |                     |                   |                 |                   |
| In support of relief efforts in the wake of devastating floods in<br>Serbia and Bosnia and Herzegovina.               | !             |                      |                     |                   |                 |                   |

Serbia and Bosnia and Herzegovina.

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

FYE 12/31/2014

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| Recipient and Purpose                                                                 | Tax    | Beginning<br>Balance | Approved        | Lapsed  | Paid      | Ending   |
|---------------------------------------------------------------------------------------|--------|----------------------|-----------------|---------|-----------|----------|
|                                                                                       | Status | Balance              | in 2014         | in 2014 | in 2014   | Balance  |
| EXPEDITIO                                                                             | PC     | \$0                  | \$20,000        | \$0     | \$20,000  | \$0      |
| P.O. Box 85                                                                           |        |                      |                 |         |           |          |
| Kotor, Crna Gora 85330 Montenegro                                                     |        |                      |                 |         |           |          |
| For its project, Promotion of Education for Sustainable                               |        |                      |                 |         |           |          |
| Development through Professional Support to the                                       |        |                      |                 |         |           |          |
| Implementation of the Cross-Curricular Area: Sustainable<br>Cities and Neighborhoods. |        |                      |                 |         |           |          |
| Chies and Weighoorhoods.                                                              |        |                      |                 |         |           |          |
| FairVote                                                                              | PC     | \$0                  | \$80,000        | \$0     | \$80,000  | \$0      |
| 6930 Carroll Avenue                                                                   |        |                      |                 |         |           |          |
| Suite 610                                                                             |        |                      |                 |         |           |          |
| Takoma Park, MD 20912                                                                 |        |                      |                 |         |           |          |
| For the Ranked Choice Voting Education and Outreach                                   |        |                      |                 |         |           |          |
| project.                                                                              |        |                      |                 |         |           |          |
| Faith and Politics Institute                                                          | PC     | \$0                  | \$32,000        | \$0     | \$32,000  | \$0      |
| 110 Maryland Avenue, NE                                                               |        |                      |                 |         |           |          |
| Suite 504                                                                             |        |                      |                 |         |           |          |
| Washington, D.C. 20002                                                                |        |                      |                 |         |           |          |
| For its 2015 Congressional Civil Rights Pilgrimage.                                   |        |                      |                 |         |           |          |
| Filmmakers Collaborative, Inc.                                                        | PC     | \$0                  | \$50,000        | \$0     | \$50,000  | \$0      |
| 397 Moody Street                                                                      |        |                      |                 |         |           |          |
| Waltham, MA 02453                                                                     |        |                      |                 |         |           |          |
| For its film project, Death by Design.                                                |        |                      |                 |         |           |          |
| ForestEthics                                                                          | PC     | \$0                  | \$50,000        | \$0     | \$50,000  | \$0      |
| 1 Haight Street                                                                       |        |                      | ·               |         |           |          |
| San Francisco, CA 94102                                                               |        |                      |                 |         |           |          |
| For its Business Ethics Network project.                                              |        |                      |                 |         |           |          |
| ForestEthics                                                                          | PC     | \$0                  | \$50,000        | \$0     | \$50,000  | \$0      |
| 1 Haight Street                                                                       | 10     | 40                   | <i>\$20,000</i> | 40      | 400,000   | ψu       |
| San Francisco, CA 94102                                                               |        |                      |                 |         |           |          |
| For general support.                                                                  |        |                      |                 |         |           |          |
| Forum for Civic Initiatives                                                           | PC     | \$0                  | \$180,000       | \$0     | \$90,000  | \$90,000 |
| Aktash Quarter                                                                        | 10     | 40                   | \$100,000       | φ0      | \$70,000  | \$70,000 |
| Rexhep Mala                                                                           |        |                      |                 |         |           |          |
| Prishtina, 10000 Kosovo                                                               |        |                      |                 |         |           |          |
| For general support.                                                                  |        |                      |                 |         |           |          |
| Forum for Civic Initiatives                                                           | PC     | \$0                  | \$150,000       | \$0     | \$150,000 | \$0      |
| Aktash Quarter                                                                        | -      |                      |                 |         | ,         | + -      |
| Rexhep Mala                                                                           |        |                      |                 |         |           |          |
| Prishtina, 10000 Kosovo                                                               |        |                      |                 |         |           |          |
|                                                                                       |        |                      |                 |         |           |          |

For its Civil Society House project in Kosovo.

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# FORM 990-PF YEAR 2014

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

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| Recipient and Purpose                                                                                                                                                    | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
| <b>Forward Works</b><br>2H, Yat Sing Mansion, Lei King Wan, Sai Wan Ho<br>Hong Kong China<br><i>For its project, Greenovation Hub.</i>                                   | PC            | \$75,000             | \$0                 | \$0               | \$75,000        | \$0               |
| Foundation Center<br>79 Fifth Avenue, 8th Floor<br>New York, NY 10003<br>For its project, Mapping the Democracy Funding Landscape                                        | PC            | \$3,850              | \$0                 | \$0               | \$3,850         | \$0               |
| Foundation Center<br>79 Fifth Avenue, 8th Floor<br>New York, NY 10003<br>For general support for 2015 and to support relocation to<br>new offices in 2015.               | PC            | \$0                  | \$40,000            | \$0               | \$40,000        | \$0               |
| <b>The Foundation for a Civil Society, Ltd.</b><br>25 East End Ave<br>Apt. 1B<br>New York, NY 10028<br><i>For its Iran Project.</i>                                      | PC            | \$0                  | \$100,000           | \$0               | \$100,000       | \$0               |
| Foundation for Contemporary Arts, Inc.<br>820 Greenwich Street<br>New York, NY 10014<br>For its strategic planning process.                                              | PC            | \$0                  | \$35,000            | \$0               | \$35,000        | \$0               |
| Foundation for National Progress<br>222 Sutter Street<br>Suite 600<br>San Francisco, CA 94108<br>For voting rights coverage of the 2014 election.                        | PC            | \$0                  | \$25,000            | \$0               | \$25,000        | \$0               |
| <b>Foundation for Sustainable Development</b><br>P.O. Box 634<br>Austin, TX 78767<br><i>For its Keeping PACE in Texas project.</i>                                       | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| Foundry Theatre, Inc.<br>140-142 Second Avenue<br>Suite 405<br>New York, NY 10003<br>For the production of The Box, and concurrent community-<br>engagement initiatives. | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| <b>Fractured Atlas Productions, Inc.</b><br>248 West 35th Street, 10th Floor<br>New York, NY 10001<br><i>For its project, Abdul Latif D2D/T.</i>                         | PC            | \$0                  | \$110,000           | \$0               | \$40,000        | \$70,000          |

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** 

FYE 12/31/2014

| Recipient and Purpose                                                                                                                                                                                                                    | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
|                                                                                                                                                                                                                                          | 0.000         | 2010100              |                     |                   |                 | 24.4.100          |
| <b>Fractured Atlas Productions, Inc.</b><br>248 West 35th Street, 10th Floor<br>New York, NY 10001<br><i>For its project, A Portrait of Marina Abramovic.</i>                                                                            | PC            | \$0                  | \$100,000           | \$0               | \$50,000        | \$50,000          |
| Free Press<br>40 Main Street, Suite 301<br>Florence, MA 01062<br>For its project with ColorOfChange, Communities of Color<br>for Real Net Neutrality.                                                                                    | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| Free Speech for People, Inc.<br>48 N. Pleasant Street, Suite 304<br>Amherst, MA 01002<br>For its Legal Advocacy program.                                                                                                                 | PC            | \$0                  | \$70,000            | \$0               | \$70,000        | \$0               |
| Fresh Energy<br>408 St. Peter Street<br>Suite 220<br>St. Paul, MN 55102<br>For its Clean Energy, Efficiency, and Climate program.                                                                                                        | PC            | \$0                  | \$70,000            | \$0               | \$70,000        | \$0               |
| Friends of the Earth<br>1100 15th Street, NW, Suite 1100<br>Washington, D.C. 20005<br>For continued support of its Economic Policy Program's<br>initiative, Advancing and Protecting Sustainability Standards<br>in Development Finance. | PC            | \$0                  | \$170,000           | \$0               | \$170,000       | \$0               |
| Fund for Active Citizenship<br>Vaka Djurovica - Nova Varos II<br>Podgorica, 81000 Montenegro<br>For general support.                                                                                                                     | PC            | \$0                  | \$100,000           | \$0               | \$50,000        | \$50,000          |
| <b>Fund for Active Citizenship</b><br>Vaka Djurovica - Nova Varos II<br>Podgorica, 81000 Montenegro<br><i>For its Civil Society House project in Montenegro.</i>                                                                         | PC            | \$0                  | \$150,000           | \$0               | \$150,000       | \$0               |
| Fund for Constitutional Government<br>122 Maryland Avenue, NE<br>Washington, D.C. 20002<br>For its project, the Peace and Security Funders Group.                                                                                        | PC            | \$0                  | \$35,000            | \$0               | \$35,000        | \$0               |

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** 

FYE 12/31/2014

| Recipient and Purpose                                                                                                                                                                                                                                                                                                               | Тах    | Beginning | Approved  | Lapsed  | Paid      | Ending   |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|-----------|-----------|---------|-----------|----------|
|                                                                                                                                                                                                                                                                                                                                     | Status | Balance   | in 2014   | in 2014 | in 2014   | Balance  |
| Fund for Constitutional Government<br>122 Maryland Avenue, NE<br>Washington, D.C. 20002<br>For its project, OpenTheGovernment.org.                                                                                                                                                                                                  | PC     | \$0       | \$50,000  | \$0     | \$50,000  | \$0      |
| Fund for Global Human Rights<br>1666 Connecticut Avenue, NW<br>Suite 410<br>Washington, D.C. 20009<br>For its work in Egypt.                                                                                                                                                                                                        | PC     | \$0       | \$200,000 | \$0     | \$200,000 | \$0      |
| Futuro Media Group<br>361 West 125th Street<br>6th Floor<br>New York, NY 10027<br>For democracy-related reporting on National Public Radio's<br>Latino USA program.                                                                                                                                                                 | PC     | \$0       | \$25,000  | \$0     | \$25,000  | \$0      |
| <b>The President and Directors Georgetown College</b><br>(Georgetown University)<br>37th and O Streets, NW<br>Washington, D.C. 20057<br><i>For the Georgetown Climate Center</i> .                                                                                                                                                  | PC     | \$200,000 | \$0       | \$0     | \$200,000 | \$0      |
| <b>The President and Directors Georgetown College</b><br>( <b>Georgetown University</b> )<br>37th and O Streets, NW<br>Washington, D.C. 20057<br><i>For its Georgetown Climate Center</i> .                                                                                                                                         | PC     | \$20,000  | \$0       | \$0     | \$20,000  | \$0      |
| <b>The President and Directors Georgetown College</b><br>(Georgetown University)<br>37th and O Streets, NW<br>Washington, D.C. 20057<br><i>For the Georgetown Climate Center</i> .                                                                                                                                                  | PC     | \$0       | \$110,000 | \$0     | \$110,000 | \$0      |
| <b>Global Fund for Community Foundations</b><br>Registered Office Community House<br>Citilink Business Park<br>Albert Street<br>Belfast, BT12 4HQ Northern Ireland<br><i>For general support.</i>                                                                                                                                   | PC     | \$0       | \$50,000  | \$0     | \$50,000  | \$0      |
| Global Fund for Community Foundations<br>Registered Office Community House<br>Citilink Business Park<br>Albert Street<br>Belfast, BT12 4HQ Northern Ireland<br>For its project, the Global Alliance for Community<br>Philanthropy, as well as for its work exploring the feasibility<br>of corporate-funded community philanthropy. | PC     | \$0       | \$150,000 | \$0     | \$90,800  | \$59,200 |

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| Recipient and Purpose                                                                                                                                                                                                                                                                  | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
| <b>Global Philanthropy Partnership</b><br>1916 N. Mohawk Street, Suite 7<br>Chicago, IL 60614<br><i>For its Urban Sustainability Directors Network project.</i>                                                                                                                        | PC            | \$0                  | \$135,000           | \$0               | \$60,000        | \$75,000          |
| <b>Global Policy Forum Europe</b><br>Koenigstrasse 37a<br>Bonn, D-53115 Germany<br>For research on U.N. funding trends and processes.                                                                                                                                                  | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| <b>Grantmakers in the Arts</b><br>4055 21st Avenue West, Suite 100<br>Seattle, WA 98119-1247<br><i>For membership and general support for 2014.</i>                                                                                                                                    | PC            | \$0                  | \$750               | \$0               | \$750           | \$0               |
| Grassroots Jerusalem<br>Al-Joulany Building, 1st Floor<br>Qubaniyat Um-Harun,<br>West Sheikh Jarrah<br>Jerusalem Israel<br><i>For general support.</i>                                                                                                                                 | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| <b>Great Plains Institute for Sustainable Development, Inc.</b><br>2801 21st Avenue South<br>Suite 230<br>Minneapolis, MN 55407<br><i>For its Midwestern Power Sector Collaborative project.</i>                                                                                       | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| Greater Washington Educational Telecommunications<br>Association, Inc.<br>3939 Campbell Avenue<br>Arlington, VA 22206<br>For its documentary, The Vietnam War.                                                                                                                         | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| <b>Green Renewable Independent Power Producer, Inc.</b><br>Unit 32 Cubao Expo<br>68 Gen. Romulo Avenue, Barangay Socorro<br>Quezon City Philippines<br>For its RE-charge Tacloban project which will provide solar<br>powered services to communities devastated by Typhoon<br>Haiyan. | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |

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| Recipient and Purpose                                                                                                                                                                                                          | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
|                                                                                                                                                                                                                                | Status        | Dalance              | 111 2014            | 111 2014          | 111 2014        | Dalalice          |
| Groundswell Inc.<br>1156 15th Street, NW, Suite 840<br>Washington, D.C. 20005<br>For general support.                                                                                                                          | PC            | \$150,000            | \$0                 | \$0               | \$150,000       | \$0               |
| Guangdong Harmony Foundation<br>Room 515, Haizhu Science Park<br>Sun Yat-sen University<br>No. 135 Xingang Road<br>Guangzhou, 510275 China<br>For its South China Environment Fund.                                            | PC            | \$0                  | \$500,000           | \$0               | \$150,000       | \$350,000         |
| <b>President and Fellows of Harvard College</b><br>124 Mount Auburn Street<br>Cambridge, MA 02138<br><i>For its Strategic Management for Leaders of Non-</i><br><i>Governmental Organizations Executive Education program.</i> | PC            | \$0                  | \$25,000            | \$0               | \$25,000        | \$0               |
| President and Fellows of Harvard College<br>124 Mount Auburn Street<br>Cambridge, MA 02138<br>For its Use of Land forum.                                                                                                       | PC            | \$0                  | \$40,000            | \$0               | \$40,000        | \$0               |
| Hebrew University of Jerusalem<br>Mount Scopus<br>Jerusalem, 91905 Israel<br>For its Community-Campus partnership.                                                                                                             | PC            | \$75,000             | \$0                 | \$0               | \$75,000        | \$0               |
| Humanitarian Law Center - Documentation and Memory<br>Decanska 12 III/IV<br>Belgrade, 11110 Serbia<br>For its project, Strengthening Support for the RECOM<br>Process.                                                         | PC            | \$0                  | \$160,000           | \$0               | \$160,000       | \$0               |
| Immigrant Legal Resource Center<br>1663 Mission Street, Suite 602<br>San Francisco, CA 94103<br>For its New Americans Campaign in New York.                                                                                    | PC            | \$250,000            | \$0                 | \$0               | \$250,000       | \$0               |
| <b>Independent Journalists' Association of Vojvodina</b><br>Zmaj Jovina 3/1<br>Novi Sad, 21000 Serbia<br>For its Research Center of Vojvodina project.                                                                         | PC            | \$0                  | \$45,000            | \$0               | \$45,000        | \$0               |
| Independent Sector<br>1602 L Street, NW<br>Suite 900<br>Washington, D.C. 20036<br>For general support for 2014                                                                                                                 | PC            | \$0                  | \$75,000            | \$0               | \$75,000        | \$0               |

For general support for 2014.

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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** 

FYE 12/31/2014

| Recipient and Purpose                                                                                                                                                                                                                                             | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
| Innovation Center for Energy and Transportation<br>592 Garfield Avenue<br>South Pasadena, CA 91030<br><i>For general support.</i>                                                                                                                                 | PC            | \$0                  | \$300,000           | \$0               | \$293,774       | \$6,226           |
| Institute for Advanced Studies GAP<br>Mother Theresa Str. 42/29<br>Pristina, 10000 Kosovo<br><i>For general support.</i>                                                                                                                                          | PC            | \$0                  | \$100,000           | \$0               | \$50,000        | \$50,000          |
| Institute for Development Policy<br>Rrustem Statovci str. 78<br>Pristina Kosovo<br>For general support.                                                                                                                                                           | PC            | \$72,000             | \$0                 | \$0               | \$72,000        | \$0               |
| Institute for EastWest Studies, Inc.<br>11 East 26th Street, 20th Floor<br>New York, NY 10010<br>For its work on the Partnership to Strengthen Women's<br>Political Empowerment and to Advance the Role of Women<br>in Peace, Security, and Human Rights project. | PC            | \$0                  | \$100,000           | \$0               | \$100,000       | \$0               |
| Institute for Energy Economics and Financial Analysis,<br>Inc.<br>3430 Rocky River Drive<br>Cleveland, OH 44111<br><i>For its work on climate finance.</i>                                                                                                        | PC            | \$0                  | \$100,000           | \$0               | \$100,000       | \$0               |
| Institute for Governance and Sustainable Development,<br>Inc.<br>2300 Wisconsin Avenue, NW<br>Suite 300B<br>Washington, D.C. 20007<br>For its work on climate change.                                                                                             | PC            | \$150,000            | \$0                 | \$0               | \$150,000       | \$0               |
| Institute for Governance and Sustainable Development,<br>Inc.<br>2300 Wisconsin Avenue, NW<br>Suite 300B<br>Washington, D.C. 20007<br>For its international climate change project.                                                                               | PC            | \$0                  | \$70,000            | \$0               | \$70,000        | \$0               |
| Institute for Integrated Transitions<br>Benet Mateu 40<br>Barcelona, 08034 Spain<br>For general support.                                                                                                                                                          | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| Institute for Local Self-Reliance<br>2720 East 22nd Street<br>Minneapolis, MN 55406<br>For its Democratic Energy Program.                                                                                                                                         | PC            | \$0                  | \$25,000            | \$0               | \$15,000        | \$10,000          |

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** 

FYE 12/31/2014

| Recipient and Purpose                                                                                                                                                                                                  | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
|                                                                                                                                                                                                                        | Status        | Dalaite              | 11 2014             | 111 2014          | 11 2014         | Dalance           |
| Institute for Market Transformation, Inc.<br>1707 L Street, NW<br>Suite 1050<br>Washington, D.C. 20036<br>For its work on implementing New York City's Greener,<br>Greater Building Plan.                              | PC            | \$83,730             | \$0                 | \$0               | \$83,730        | \$0               |
| <b>Institute for Market Transformation, Inc.</b><br>1707 L Street, NW<br>Suite 1050<br>Washington, D.C. 20036<br>For its work on implementing New York City's Greener,<br>Greater Building Plan.                       | РС            | \$0                  | \$242,000           | \$0               | \$135,113       | \$106,887         |
| <b>Institute for State Effectiveness</b><br>600 New Hampshire Avenue, NW<br>Suite 900<br>Washington, D.C. 20037<br><i>For general support</i> .                                                                        | PC            | \$0                  | \$250,000           | \$0               | \$125,000       | \$125,000         |
| <b>Institute for Transportation and Development Policy</b><br>9 East 19th Street, 7th Floor<br>New York, NY 10003<br><i>For its Better Cities program.</i>                                                             | PC            | \$0                  | \$380,000           | \$0               | \$190,000       | \$190,000         |
| <b>Institute of International Education, Inc.</b><br>809 United Nations Plaza<br>New York, NY 10017<br><i>For the Global Travel and Learning Fund.</i>                                                                 | PC            | \$28,206             | \$0                 | \$0               | \$28,206        | \$0               |
| <b>Institute of International Education, Inc.</b><br>809 United Nations Plaza<br>New York, NY 10017<br>For the Rockefeller Brothers Fund's Global Travel and<br>Learning Fund.                                         | PC            | \$0                  | \$200,000           | \$0               | \$200,000       | \$0               |
| <b>Institute of International Education, Inc.</b><br>809 United Nations Plaza<br>New York, NY 10017<br>For the Rockefeller Brothers Fund's Global Travel and<br>Learning Fund.                                         | PC            | \$0                  | \$100,000           | \$0               | \$53,000        | \$47,000          |
| <b>Institute of Public and Environmental Affairs</b><br>Room 1, Floor 9, Building 6-1<br>Jianguomen Diplomatic Residence Compound<br>No. 1 Xiushui Avenue<br>Beijing China<br><i>For its Green Choice Initiative</i> . | PC            | \$210,000            | \$0                 | \$0               | \$210,000       | \$0               |

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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** 

FYE 12/31/2014

| Recipient and Purpose                                                                                                                                                                                                                                         | Тах    | Beginning | Approved  | Lapsed  | Paid      | Ending  |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|-----------|-----------|---------|-----------|---------|
|                                                                                                                                                                                                                                                               | Status | Balance   | in 2014   | in 2014 | in 2014   | Balance |
| Institute of Public and Environmental Affairs<br>Room 1, Floor 9, Building 6-1<br>Jianguomen Diplomatic Residence Compound<br>No. 1 Xiushui Avenue<br>Beijing China<br>For its efforts to promote information disclosure on<br>contributors of air pollution. | PC     | \$0       | \$450,000 | \$0     | \$450,000 | \$0     |
| <b>International Council on Clean Transportation</b><br>1225 I Street, NW, Suite 900<br>Washington, D.C. 20005<br><i>For its project, Reducing Air Pollution from Transport in</i><br><i>Guangdong.</i>                                                       | PC     | \$125,000 | \$0       | \$0     | \$125,000 | \$0     |
| International Crisis Group<br>1629 K Street, NW<br>Room 450<br>Washington, D.C. 20006<br>For its work in Afghanistan and Pakistan.                                                                                                                            | PC     | \$0       | \$100,000 | \$0     | \$100,000 | \$0     |
| <b>International Institute for Sustainable Development</b><br>161 Portage Avenue East<br>6th Floor<br>Winnipeg, MB R3B 0Y4 Canada<br><i>For its Investment and Sustainable Development program.</i>                                                           | PC     | \$100,000 | \$0       | \$0     | \$100,000 | \$0     |
| International Rivers Network<br>2054 University Avenue, Suite 300<br>Berkeley, CA 94704-2644<br>For its Protecting China's Rivers while Combating Climate<br>Change project.                                                                                  | PC     | \$0       | \$10,000  | \$0     | \$10,000  | \$0     |
| Investigative News Network<br>17514 Ventura Boulevard, Suite 103<br>Encino, CA 91316<br>For general support.                                                                                                                                                  | PC     | \$0       | \$70,000  | \$0     | \$70,000  | \$0     |
| Investigative Reporters and Editors, Inc.<br>141 Neff Annex<br>Missouri School of Journalism<br>Columbia, MO 65211<br>For a series of sessions focused on 2016 election coverage<br>and issues at its 2015 annual conference.                                 | PC     | \$0       | \$15,000  | \$0     | \$15,000  | \$0     |
| <b>Direkt36 Invesztigativ Ujsagiro Kozpont Nonprofit Kft.</b><br>Etele Way 73, 2nd Floor, Room 19<br>Budapest, 1119 Hungary<br><i>For general support.</i>                                                                                                    | PF     | \$0       | \$100,000 | \$0     | \$100,000 | \$0     |

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** 

FYE 12/31/2014

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

| Recipient and Purpose                                                           | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014      | Ending<br>Balance |
|---------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|----------------------|-------------------|
|                                                                                 |               |                      |                     |                   |                      |                   |
| Island Institute                                                                | PC            | \$0                  | \$15,000            | \$0               | \$15,000             | \$0               |
| 386 Main Street<br>Rockland, ME 04841                                           |               |                      |                     |                   |                      |                   |
| For the development of a Maine Ocean Acidification                              |               |                      |                     |                   |                      |                   |
| Working Group.                                                                  |               |                      |                     |                   |                      |                   |
| Issue One                                                                       | PC            | \$0                  | \$10,000            | \$0               | \$10,000             | \$0               |
| 11 Dupont Circle, NW<br>Suite 350                                               |               |                      |                     |                   |                      |                   |
| Washington, D.C. 20036                                                          |               |                      |                     |                   |                      |                   |
| <i>To support its work related to the search for the inaugural</i>              |               |                      |                     |                   |                      |                   |
| executive director for the Conservative Lighthouse.                             |               |                      |                     |                   |                      |                   |
| Issue One                                                                       | PC            | \$0                  | \$40,000            | \$0               | \$40,000             | \$0               |
| 11 Dupont Circle, NW                                                            | ic            | <b>4</b> 0           | \$40,000            | <b>4</b> 0        | φ <del>+</del> 0,000 | ψŪ                |
| Suite 350                                                                       |               |                      |                     |                   |                      |                   |
| Washington, D.C. 20036                                                          |               |                      |                     |                   |                      |                   |
| For general support.                                                            |               |                      |                     |                   |                      |                   |
| J Street Education Fund, Inc.                                                   | PC            | \$125,000            | \$0                 | \$0               | \$125,000            | \$0               |
| P.O. Box 66073                                                                  |               |                      |                     |                   |                      |                   |
| Washington, D.C. 20035                                                          |               |                      |                     |                   |                      |                   |
| For general support.                                                            |               |                      |                     |                   |                      |                   |
| Johns Hopkins University                                                        | PC            | \$0                  | \$38,000            | \$0               | \$38,000             | \$0               |
| 600 North Wolfe Street                                                          |               |                      |                     |                   |                      |                   |
| Blablock 1408                                                                   |               |                      |                     |                   |                      |                   |
| Baltimore, MD 21287-4961                                                        |               |                      |                     |                   |                      |                   |
| For its Accelerating Investment in Climate Resilient<br>Infrastructure project. |               |                      |                     |                   |                      |                   |
| Just Vision                                                                     | PC            | \$100,000            | \$0                 | \$0               | \$100,000            | \$0               |
| 1616 P Street, NW, Suite 340                                                    |               |                      |                     |                   |                      |                   |
| Washington, D.C. 20036                                                          |               |                      |                     |                   |                      |                   |
| For general support.                                                            |               |                      |                     |                   |                      |                   |
| Justice at Stake                                                                | PC            | \$0                  | \$50,000            | \$0               | \$50,000             | \$0               |
| 717 D Street, NW, Suite 203                                                     |               |                      |                     |                   |                      |                   |
| Washington, D.C. 20004                                                          |               |                      |                     |                   |                      |                   |
| For general support.                                                            |               |                      |                     |                   |                      |                   |
| Keigwin and Company, Inc.                                                       | PC            | \$50,000             | \$0                 | \$0               | \$50,000             | \$0               |
| 143 West 29th Street, 5th Floor                                                 |               |                      |                     |                   |                      |                   |
| New York, NY 10001<br>To support its 10th anniversary campaign                  |               |                      |                     |                   |                      |                   |
| το χαρροττικ τοια απηγεκρέν ζαμήσιση                                            |               |                      |                     |                   |                      |                   |

To support its 10th anniversary campaign.

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** 

FYE 12/31/2014

| Recipient and Purpose                                                                                                                                                        | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
|                                                                                                                                                                              |               |                      |                     | -                 |                 |                   |
| <b>Keigwin and Company, Inc.</b><br>143 West 29th Street, 5th Floor<br>New York, NY 10001<br><i>For the creation of a theatrical evening-length dance work.</i>              | PC            | \$35,000             | \$0                 | \$0               | \$35,000        | \$0               |
| Lawyers' Committee for Civil Rights Under Law<br>1401 New York Avenue, NW<br>Suite 400<br>Washington, D.C. 20005<br>For its Voting Rights project.                           | PC            | \$0                  | \$100,000           | \$0               | \$100,000       | \$0               |
| Library of Congress<br>Attn: Nina Latterell<br>101 Independence Avenue, SE<br>Washington, D.C. 20540<br>For its Congressional Research Service's Seminar for New<br>Members. | PC            | \$22,490             | \$0                 | \$0               | \$22,490        | \$0               |
| <b>Lincoln Center for the Performing Arts, Inc.</b><br>70 Lincoln Center Plaza<br>New York, NY 10023-6583<br><i>For the Lincoln Center Education's Artist Mentoring Lab.</i> | PC            | \$210,000            | \$0                 | \$0               | \$105,000       | \$105,000         |
| Lost Light Preservation Project, Inc.<br>16 Court Street, #1210<br>Brooklyn, NY 11241<br>For its InsideClimate News project.                                                 | PC            | \$0                  | \$200,000           | \$0               | \$200,000       | \$0               |
| <b>Lower Manhattan Cultural Council, Inc.</b><br>125 Maiden Lane, 2nd Floor<br>New York, NY 10038<br><i>For its East River Arts program</i> .                                | PC            | \$0                  | \$45,000            | \$0               | \$45,000        | \$0               |
| Maine Coast Heritage Trust<br>1 Bowdoin Mill Island<br>Suite 201<br>Topsham, ME 04086<br>For general support.                                                                | PC            | \$0                  | \$25,000            | \$0               | \$25,000        | \$0               |
| MAPLight<br>2223 Shattuck Avenue<br>Berkeley, CA 94704<br>For general support.                                                                                               | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |

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FYE 12/31/2014

| Recipient and Purpose                                                                                                                                                                                               | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
|                                                                                                                                                                                                                     | Status        | Dalalice             | 111 2014            | 111 2014          | 11 2014         | Dalalice          |
| Massachusetts Institute of Technology<br>Office of Sponsored Programs<br>77 Massachusetts Avenue, E19-750<br>Cambridge, MA 02139<br>For the Energy Generating Wealth initiative of its<br>Community Innovators Lab. | PC            | \$0                  | \$250,000           | \$0               | \$125,000       | \$125,000         |
| MATTIN Group<br>Square Baron Alfred Bouvier 6/4<br>Brussels, 1060 Belgium<br>For general support.                                                                                                                   | PC            | \$0                  | \$40,000            | \$0               | \$40,000        | \$0               |
| Media Impact Funders, Inc.<br>200 West Washington Square<br>Suite 220<br>Philadelphia, PA 19106<br>For 2014 and 2015 membership.                                                                                    | PC            | \$0                  | \$14,000            | \$0               | \$7,000         | \$7,000           |
| Media Matters for America<br>455 Massachusetts Avenue, NW, Suite 600<br>Washington, D.C. 20031<br>For its Climate and Energy initiative.                                                                            | PC            | \$0                  | \$75,000            | \$0               | \$75,000        | \$0               |
| <b>Medijski Centar Beta</b><br>Kralja Milana 4<br>Belgrade, 11000 Serbia<br>For its project, Daily Ecology News Green Serbia.                                                                                       | PC            | \$0                  | \$20,000            | \$0               | \$20,000        | \$0               |
| Metropolitan Waterfront Alliance, Inc.<br>241 Water Street, 3rd Floor<br>New York, NY 10038<br>For general support.                                                                                                 | PC            | \$0                  | \$150,000           | \$0               | \$150,000       | \$0               |
| Michigan Suburbs Alliance<br>22757 Woodward Avenue, Suite 250<br>Ferndale, MI 48220<br>For its Michigan PACE project.                                                                                               | PC            | \$0                  | \$10,000            | \$0               | \$10,000        | \$0               |
| <b>Mikro Art</b><br>Nusiceva 8<br>Belgrade, 11000 Serbia<br>For its project, Space as a Tool for the Sustainable Future of<br>Civil Society.                                                                        | PC            | \$0                  | \$34,000            | \$0               | \$34,000        | \$0               |
| MinKwon Center for Community Action, Inc.<br>136-19 41st Avenue, 3rd Floor<br>Flushing, NY 11355<br>For staff advocacy training.                                                                                    | PC            | \$0                  | \$6,000             | \$0               | \$6,000         | \$0               |

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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** 

FYE 12/31/2014

| Recipient and Purpose                                                                                                                                          | Tax    | Beginning | Approved  | Lapsed<br>in 2014 | Paid      | Ending<br>Balance |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|-----------|-----------|-------------------|-----------|-------------------|
|                                                                                                                                                                | Status | Balance   | in 2014   | in 2014           | in 2014   | Balance           |
| Mitvim - The Israeli Institute for Regional Foreign<br>Policies<br>c/o Eyal Bressler & Co., 11 Tuval Street<br>Ramat Gan, 52522 Israel<br>For general support. | PF     | \$0       | \$20,000  | \$0               | \$20,000  | \$0               |
| MOLAD-The Center for the Renewal of Democracy                                                                                                                  | PC     | \$50,000  | \$0       | \$0               | \$0       | \$50,000          |
| 20 Emek Refaim Street<br>Jerusalem, 93105 Israel<br>For general support.                                                                                       |        |           |           |                   |           |                   |
| More Art, Inc.<br>71 Nassau Street<br>Suite 13A<br>New York, NY 10038<br>For House of God, its collaborative work with Andres<br>Serrano.                      | PC     | \$60,000  | \$0       | \$0               | \$60,000  | \$0               |
| Mountain Association for Community Economic<br>Development<br>433 Chestnut Street<br>Berea, KY 40403<br>For its How\$martKY project.                           | PC     | \$0       | \$50,000  | \$0               | \$50,000  | \$0               |
| Moving Theater<br>FDR Station, P.O. Box 1449<br>New York, NY 10150<br>For general support.                                                                     | PC     | \$0       | \$65,000  | \$0               | \$65,000  | \$0               |
| <b>The Municipal Art Society of New York</b><br>111 West 57th Street<br>New York, NY 10019<br><i>For its Community Resilience Program.</i>                     | PC     | \$0       | \$100,000 | \$0               | \$100,000 | \$0               |
| Nation Institute<br>116 East 16th Street<br>8th Floor<br>New York, NY 10003<br><i>For its Investigative Fund.</i>                                              | PC     | \$25,000  | \$0       | \$0               | \$25,000  | \$0               |
| National Foundation for Advancement in the Arts, Inc.<br>2100 Biscayne Boulevard<br>Miami, FL 33137<br>For the film, A Portrait of Marina Abramovic.           | PC     | \$100,000 | \$0       | \$0               | \$100,000 | \$0               |
| National Institute on Money in State Politics<br>833 N. Last Chance Gulch<br>2nd Floor<br>Helena, MT 59601<br>For general support.                             | PC     | \$100,000 | \$0       | \$0               | \$100,000 | \$0               |

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** 

FYE 12/31/2014

| Recipient and Purpose                                                                                                  | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
|                                                                                                                        | Status        | Dalance              | 11 2014             | 11 2014           | 111 2014        | Dalance           |
| National Iranian American Council                                                                                      | PC            | \$0                  | \$40,000            | \$0               | \$40,000        | \$0               |
| 1411 K Street NW, Suite 250                                                                                            |               |                      |                     |                   |                 |                   |
| Washington, D.C. 20005<br>For its project, The Outside Game: Beyond Netroots -                                         |               |                      |                     |                   |                 |                   |
| Developing the Grassroots Infrastructure to Win on                                                                     |               |                      |                     |                   |                 |                   |
| Diplomacy.                                                                                                             |               |                      |                     |                   |                 |                   |
| National Priorities Project, Inc.                                                                                      | PC            | \$70,000             | \$0                 | \$0               | \$70,000        | \$0               |
| 243 King Street<br>Suite 109                                                                                           |               |                      |                     |                   |                 |                   |
| Northampton, MA 01060                                                                                                  |               |                      |                     |                   |                 |                   |
| For general support.                                                                                                   |               |                      |                     |                   |                 |                   |
| National Wildlife Federation                                                                                           | PC            | \$0                  | \$100,000           | \$0               | \$100,000       | \$0               |
| 11100 Wildlife Center Drive                                                                                            |               |                      |                     |                   |                 |                   |
| Reston, VA 20190-5362                                                                                                  |               |                      |                     |                   |                 |                   |
| For its Campaign on Atlantic Offshore Wind Power.                                                                      |               |                      |                     |                   |                 |                   |
| Natural Capitalism Solutions, Inc.                                                                                     | PC            | \$400,000            | \$0                 | \$0               | \$400,000       | \$0               |
| 11823 N. 75th Street                                                                                                   |               |                      |                     |                   |                 |                   |
| Longmont, CO 80503                                                                                                     |               |                      |                     |                   |                 |                   |
| For its CLEAN Action Fund.                                                                                             |               |                      |                     |                   |                 |                   |
| Natural Resources Defense Council, Inc.                                                                                | PC            | \$325,000            | \$0                 | \$0               | \$325,000       | \$0               |
| 40 West 20th Street                                                                                                    |               |                      |                     |                   |                 |                   |
| New York, NY 10011                                                                                                     |               |                      |                     |                   |                 |                   |
| For its two projects: Implementing Environment and Health<br>Policy in China; and Addressing Heavy Metal Pollution and |               |                      |                     |                   |                 |                   |
| Emission from Ports and Shipping.                                                                                      |               |                      |                     |                   |                 |                   |
| Natural Resources Defense Council, Inc.                                                                                | PC            | \$0                  | \$35,000            | \$0               | \$17,500        | \$17,500          |
| 40 West 20th Street                                                                                                    |               |                      |                     |                   |                 |                   |
| New York, NY 10011                                                                                                     |               |                      |                     |                   |                 |                   |
| For its Board Members of Color and Indigenous People of                                                                |               |                      |                     |                   |                 |                   |
| Environment and Conservation Organizations Project.                                                                    |               |                      |                     |                   |                 |                   |
| NECEC Institute, Inc.                                                                                                  | PC            | \$0                  | \$100,000           | \$0               | \$100,000       | \$0               |
| 125 Summer Street                                                                                                      |               |                      |                     |                   |                 |                   |
| Suite 1020                                                                                                             |               |                      |                     |                   |                 |                   |
| Boston, MA 02110                                                                                                       |               |                      |                     |                   |                 |                   |
| For its New England Clean Energy Initiative.                                                                           |               |                      |                     |                   |                 |                   |

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FYE 12/31/2014

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|----------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
|                                                                | ÞC            | <b>*</b> 0           | ¢12.500             | ¢0                | ¢0.000          | ¢4,500            |
| NEO Philanthropy<br>45 West 36th Street, 6th Floor             | PC            | \$0                  | \$13,500            | \$0               | \$9,000         | \$4,500           |
| New York, NY 10018                                             |               |                      |                     |                   |                 |                   |
| For 2014 and 2015 membership in its project, the Funders'      |               |                      |                     |                   |                 |                   |
| <i>Committee for Civic Participation, and for its December</i> |               |                      |                     |                   |                 |                   |
| 2014 redistricting conference.                                 |               |                      |                     |                   |                 |                   |
| New America Foundation                                         | PC            | \$0                  | \$106,063           | \$0               | \$31,063        | \$75,000          |
| 1899 L Street, NW, Suite 400                                   |               |                      |                     |                   |                 |                   |
| Washington, D.C. 20036                                         |               |                      |                     |                   |                 |                   |
| For its U.SIran Initiative.                                    |               |                      |                     |                   |                 |                   |
| New Energy Economy, Inc.                                       | PC            | \$0                  | \$15,000            | \$0               | \$15,000        | \$0               |
| 343 East Alameda Street                                        |               |                      |                     |                   |                 |                   |
| Santa Fe, NM 87501-2229                                        |               |                      |                     |                   |                 |                   |
| For its Young Climate Leaders Network project.                 |               |                      |                     |                   |                 |                   |
| New Venture Fund                                               | PC            | \$0                  | \$100,000           | \$0               | \$100,000       | \$0               |
| 1201 Connecticut Avenue, NW, Suite 300                         |               | + -                  | +                   | + •               | +,              |                   |
| Washington, D.C. 20036                                         |               |                      |                     |                   |                 |                   |
| For its PACENow project.                                       |               |                      |                     |                   |                 |                   |
| New Venture Fund                                               | PC            | \$0                  | \$300,000           | \$0               | \$300,000       | \$0               |
| 1201 Connecticut Avenue, NW, Suite 300                         |               |                      |                     |                   |                 |                   |
| Washington, D.C. 20036                                         |               |                      |                     |                   |                 |                   |
| For its Fossil Fuel Reduction project.                         |               |                      |                     |                   |                 |                   |
| New Venture Fund                                               | PC            | \$0                  | \$200,000           | \$0               | \$200,000       | \$0               |
| 1201 Connecticut Avenue, NW, Suite 300                         |               |                      |                     |                   |                 |                   |
| Washington, D.C. 20036                                         |               |                      |                     |                   |                 |                   |
| For its project, The Pluribus Project.                         |               |                      |                     |                   |                 |                   |
| New York City Center, Inc.                                     | PC            | \$60,000             | \$0                 | \$0               | \$60,000        | \$0               |
| 130 West 56th Street                                           |               |                      |                     |                   |                 |                   |
| New York, NY 10019                                             |               |                      |                     |                   |                 |                   |
| For its Choreography Fellowship.                               |               |                      |                     |                   |                 |                   |
| New York City Energy Efficiency Corporation                    | PC            | \$0                  | \$250,000           | \$0               | \$125,000       | \$125,000         |
| 1359 Broadway, 19th Floor                                      |               |                      |                     |                   |                 |                   |
| New York, NY 10018                                             |               |                      |                     |                   |                 |                   |
| For general support.                                           |               |                      |                     |                   |                 |                   |
| New York Foundation for the Arts, Inc.                         | PC            | \$110,000            | \$0                 | \$0               | \$110,000       | \$0               |
| 20 Jay Street, Suite 740                                       |               |                      |                     |                   |                 |                   |
| Brooklyn, NY 11201<br>For its project, Nuevo New York.         |               |                      |                     |                   |                 |                   |
| FOF US DF01eCI, NUEVO NEW YORK.                                |               |                      |                     |                   |                 |                   |

For its project, Nuevo New York.

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** 

FYE 12/31/2014

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

| Recipient and Purpose                                                                                                                                                          | Tax      | Beginning | Approved  | Lapsed  | Paid      | Ending   |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|-----------|-----------|---------|-----------|----------|
|                                                                                                                                                                                | Status   | Balance   | in 2014   | in 2014 | in 2014   | Balance  |
| <b>New York Foundation for the Arts, Inc.</b><br>20 Jay Street, Suite 740<br>Brooklyn, NY 11201<br>For its project, the Crescendo con la Musica Foundation.                    | PC       | \$0       | \$75,000  | \$0     | \$75,000  | \$0      |
| <b>New York Foundation for the Arts, Inc.</b><br>20 Jay Street, Suite 740<br>Brooklyn, NY 11201<br>For its project, the New York Performance Artists Collectiv                 | PC<br>e. | \$0       | \$135,000 | \$0     | \$135,000 | \$0      |
| <b>New York Harbor Foundation, Inc.</b><br>10 South Street Building, Slip 7<br>New York, NY 10004<br><i>For its Billion Oyster Project.</i>                                    | PC       | \$0       | \$15,000  | \$0     | \$15,000  | \$0      |
| <b>The New York Immigration Coalition, Inc.</b><br>137-139 West 25th Street<br>12th Floor<br>New York, NY 10001-7277<br><i>For its grassroots civic base-building efforts.</i> | PC       | \$100,000 | \$0       | \$0     | \$100,000 | \$0      |
| <b>The New York Immigration Coalition, Inc.</b><br>137-139 West 25th Street<br>12th Floor<br>New York, NY 10001-7277<br><i>For general support.</i>                            | PC       | \$0       | \$150,000 | \$0     | \$150,000 | \$0      |
| Nexus Energy Center<br>6767 Old Madison Pike<br>Progress Center, Building 7, Suite 730<br>Huntsville, AL 35806<br>For general support.                                         | PC       | \$0       | \$50,000  | \$0     | \$50,000  | \$0      |
| Nine Seven Two-Advancement of Citizen Journalism<br>40 Shderot Chen Street<br>Tel Aviv, 64167 Israel<br>For general support.                                                   | PC       | \$0       | \$100,000 | \$0     | \$50,000  | \$50,000 |
| Nonprofit Information Networking Association<br>112 Water Street, Suite 400<br>Boston, MA 02109<br>For general support.                                                        | PC       | \$0       | \$50,000  | \$0     | \$25,000  | \$25,000 |
| <b>The Ocean Conservancy, Inc.</b><br>1300 19th Street, NW<br>8th Floor<br>Washington, D.C. 20036<br>For its ocean acidification project                                       | PC       | \$0       | \$175,000 | \$0     | \$175,000 | \$0      |

For its ocean acidification project.

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** 

FYE 12/31/2014

| Recipient and Purpose                                                                                                                                                                                                                                                     | Tax    | Beginning | Approved  | Lapsed  | Paid      | Ending<br>Balance |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|-----------|-----------|---------|-----------|-------------------|
|                                                                                                                                                                                                                                                                           | Status | Balance   | in 2014   | in 2014 | in 2014   | Balance           |
| <b>Ocean Foundation</b><br>1320 19th Street, NW<br>5th Floor<br>Washington, D.C. 20036<br>For its Friends of the Global Ocean Acidification Observing<br>Network Fund project.                                                                                            | PC     | \$0       | \$10,000  | \$0     | \$10,000  | \$0               |
| Oceana, Inc.<br>1350 Connecticut Avenue, NW<br>5th Floor<br>Washington, D.C. 20036<br>For general support.                                                                                                                                                                | PC     | \$0       | \$250,000 | \$0     | \$250,000 | \$0               |
| Oil Change International<br>714 G Street, SE<br>Suite 202<br>Washington, D.C. 20003<br>For general support.                                                                                                                                                               | PC     | \$0       | \$400,000 | \$0     | \$323,152 | \$76,848          |
| <b>Optimist Association</b><br>Marsala Tita bb<br>Bosilegrad Serbia<br>For its project, Partnership Beats Poverty.                                                                                                                                                        | PC     | \$0       | \$20,000  | \$0     | \$20,000  | \$0               |
| <b>Our Children's Trust</b><br>P.O. Box 5181<br>Eugene, OR 97405<br><i>For general support.</i>                                                                                                                                                                           | PC     | \$0       | \$30,000  | \$0     | \$15,000  | \$15,000          |
| Pacific News Service<br>209 9th Street, Suite 200<br>San Francisco, CA 94024<br>For its program, New America Media.                                                                                                                                                       | PC     | \$0       | \$40,000  | \$0     | \$40,000  | \$0               |
| Page Seventy-Three Productions, Inc.<br>138 South Oxford Street<br>Suite 4E<br>Brooklyn, NY 11217<br>For general support.                                                                                                                                                 | PC     | \$0       | \$35,000  | \$0     | \$35,000  | \$0               |
| Partnership for Public Service, Inc.<br>1100 New York Avenue, NW<br>Suite 200 East<br>Washington, D.C. 20005<br>For a conference at the Pocantico Center, Achieving Public<br>Good: Why Organizational Capacity Matters, and follow-up<br>to execute conference outcomes. | РС     | \$0       | \$75,000  | \$0     | \$75,000  | \$0               |

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** 

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| Recipient and Purpose                                                                                                                                                                                                   | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
| PeaceWorks Network Foundation<br>P.O. Box 1577<br>Old Chelsea Station<br>New York, NY 10113                                                                                                                             | PC            | \$0                  | \$80,000            | \$0               | \$80,000        | \$0               |
| <ul> <li>For its OneVoice Movement project.</li> <li>Performance Zone, Inc.</li> <li>75 Maiden Lane</li> <li>Suite 906</li> <li>New York, NY 10038</li> <li>For its project, Pontus Lidberg Dance.</li> </ul>           | PC            | \$85,000             | \$0                 | \$0               | \$85,000        | \$0               |
| Performance Zone, Inc.<br>75 Maiden Lane<br>Suite 906<br>New York, NY 10038<br>For its New York Dance and Performance Awards, The<br>Bessies.                                                                           | PC            | \$0                  | \$10,000            | \$0               | \$5,000         | \$5,000           |
| Pesticide Eco-Alternatives Center Yunnan Thoughtful<br>Action<br>Apt. 1212, 1214, 1216, 12/F<br>Block 14<br>Yunnan Yingxiang Quarter<br>Chuanjin Road<br>Kunming, Yunnan 650224 China<br><i>For capacity building</i> . | PC            | \$55,000             | \$0                 | \$0               | \$55,000        | \$0               |
| Philanthropy for Active Civic Engagement<br>1201 15th Street, NW<br>Suite 420<br>Washington, D.C. 20005<br>For 2014 and 2015 membership and general support.                                                            | PC            | \$0                  | \$68,000            | \$0               | \$34,000        | \$34,000          |
| Philanthropy New York, Inc.<br>79 Fifth Avenue<br>Fourth Floor<br>New York, NY 10003<br>For its Fund for 2025 initiative.                                                                                               | PC            | \$0                  | \$100,000           | \$0               | \$50,000        | \$50,000          |
| Ploughshares Fund<br>1808 Wedemeyer Street, Suite 200<br>San Francisco, CA 94129<br><i>For its Iran campaign.</i>                                                                                                       | PC            | \$500,000            | \$0                 | \$0               | \$500,000       | \$0               |
| Ploughshares Fund<br>1808 Wedemeyer Street, Suite 200<br>San Francisco, CA 94129<br><i>For its Iran campaign.</i>                                                                                                       | PC            | \$0                  | \$500,000           | \$0               | \$500,000       | \$0               |

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

FYE 12/31/2014

| Recipient and Purpose                                                                    | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
|                                                                                          | Status        | Dalance              | III 2014            | 111 2014          | III 2014        | Dalalice          |
| Polaris Institute USA                                                                    | PC            | \$0                  | \$75,000            | \$0               | \$75,000        | \$0               |
| 2235 Lakeshore Road<br>P.O. Box 106                                                      |               |                      |                     |                   |                 |                   |
| Essex, NY 12936                                                                          |               |                      |                     |                   |                 |                   |
| For its project, the Our World Is Not For Sale network, for                              |               |                      |                     |                   |                 |                   |
| its work related to the World Trade Organization.                                        |               |                      |                     |                   |                 |                   |
| Premiere Commission, Inc.                                                                | PC            | \$0                  | \$21,000            | \$0               | \$21,000        | \$0               |
| 466 15th Street                                                                          |               |                      |                     |                   |                 |                   |
| Suite 9                                                                                  |               |                      |                     |                   |                 |                   |
| Brooklyn, NY 11215                                                                       |               |                      |                     |                   |                 |                   |
| For the commission of five new works of music and a performance at The Pocantico Center. |               |                      |                     |                   |                 |                   |
| Trustees of Princeton University                                                         | PC            | \$0                  | \$85,000            | \$0               | \$85,000        | \$0               |
| Office of Research and Project Administration                                            |               |                      |                     |                   |                 |                   |
| 4 New South Building                                                                     |               |                      |                     |                   |                 |                   |
| Princeton, NJ 08544-5264<br>For the Program on Science and Global Security at the        |               |                      |                     |                   |                 |                   |
| Woodrow Wilson School of Public and International Affairs.                               |               |                      |                     |                   |                 |                   |
| The Project on Government Oversight, Inc.                                                | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| 1100 G Street, NW                                                                        |               |                      |                     |                   |                 |                   |
| Suite 900                                                                                |               |                      |                     |                   |                 |                   |
| Washington, D.C. 20005                                                                   |               |                      |                     |                   |                 |                   |
| For general support.                                                                     |               |                      |                     |                   |                 |                   |
| The Project on Middle East Democracy, Inc.                                               | PC            | \$0                  | \$145,000           | \$0               | \$145,000       | \$0               |
| 1611 Connecticut Avenue, NW                                                              |               |                      |                     |                   |                 |                   |
| Suite 300                                                                                |               |                      |                     |                   |                 |                   |
| Washington, D.C. 20036<br>For its Egypt-related activities.                              |               |                      |                     |                   |                 |                   |
| For its Egypt-retated activities.                                                        |               |                      |                     |                   |                 |                   |
| Project Vote, Inc.                                                                       | PC            | \$0                  | \$57,500            | \$0               | \$57,500        | \$0               |
| 805 15th Street, NW                                                                      |               |                      |                     |                   |                 |                   |
| Suite 250                                                                                |               |                      |                     |                   |                 |                   |
| Washington, D.C. 20005<br>For its Public Agency Voter Registration project.              |               |                      |                     |                   |                 |                   |
| For its Fublic Agency voler Registration project.                                        |               |                      |                     |                   |                 |                   |
| Proteus Fund, Inc.                                                                       | PC            | \$0                  | \$100,000           | \$0               | \$100,000       | \$0               |
| 15 Research Drive, Suite B                                                               |               |                      |                     |                   |                 |                   |
| Amherst, MA 01002<br>For its initiative, Piper Fund.                                     |               |                      |                     |                   |                 |                   |
| -                                                                                        | DC            | *^                   | <b>425</b> 000      | **                | ¢10.100         | <b>AT O C C</b>   |
| Proteus Fund, Inc.<br>15 Research Drive, Suite B                                         | PC            | \$0                  | \$25,000            | \$0               | \$19,139        | \$5,861           |
| Amherst, MA 01002                                                                        |               |                      |                     |                   |                 |                   |
| For its project, Solidaire.                                                              |               |                      |                     |                   |                 |                   |

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** 

FYE 12/31/2014

| Recipient and Purpose                                                                                                                                                                                                                                                                       | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
|                                                                                                                                                                                                                                                                                             | Status        | Dalalice             | 111 2014            | 111 2014          | 111 2014        | Dalalice          |
| Public Campaign<br>1133 19th Street, NW<br>Suite 900<br>Washington, D.C. 20036<br>For general support.                                                                                                                                                                                      | PC            | \$100,000            | \$0                 | \$0               | \$100,000       | \$0               |
| Public Citizen Foundation, Inc.<br>1600 20th Street, NW<br>Washington, D.C. 20009<br>To support a global convening of organizations working to<br>align global investment rules with democratic,<br>environmental, and development objectives.                                              | PC            | \$0                  | \$15,000            | \$0               | \$15,000        | \$0               |
| <b>Public Citizen Foundation, Inc.</b><br>1600 20th Street, NW<br>Washington, D.C. 20009<br><i>For its Global Trade Watch program.</i>                                                                                                                                                      | PC            | \$0                  | \$250,000           | \$0               | \$250,000       | \$0               |
| Public Citizen Foundation, Inc.<br>1600 20th Street, NW<br>Washington, D.C. 20009<br>For its money-in-politics work and for its work with the<br>Corporate Reform Coalition.                                                                                                                | PC            | \$0                  | \$100,000           | \$0               | \$100,000       | \$0               |
| <b>Public Policy and Education Fund of New York, Inc.</b><br>94 Central Avenue<br>Albany, NY 12206<br><i>For its project, Fair Elections for New York.</i>                                                                                                                                  | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| Public Works The Center for the Public Sector<br>3801 N. Capital of Texas Highway<br>E-240/446<br>Austin, TX 78746<br>For general support.                                                                                                                                                  | PC            | \$125,000            | \$0                 | \$0               | \$125,000       | \$0               |
| Rainforest Action Network<br>425 Bush Street<br>San Francisco, CA 94108<br>For its Energy and Finance program.                                                                                                                                                                              | PC            | \$50,000             | \$0                 | \$0               | \$50,000        | \$0               |
| Regional Environmental Center for Central and Eastern<br>Europe<br>Ady Endre ut 9-11<br>Szentendre, 2000 Hungary<br>For the fourth phase of its project, Educational Tools for<br>Sustainable Development in the Western Balkans: Turning<br>Education into Action for Sustainable Futures. | PC            | \$0                  | \$250,000           | \$0               | \$125,000       | \$125,000         |

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** 

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| Recipient and Purpose                                                                                                                                                                                   | Tax    | Beginning | Approved  | Lapsed  | Paid      | Ending<br>Balance |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|-----------|-----------|---------|-----------|-------------------|
|                                                                                                                                                                                                         | Status | Balance   | in 2014   | in 2014 | in 2014   | Balance           |
| Republikon Foundation for Science, Education and<br>Research<br>Harangvirág utca 7<br>Budapest, 1026 Hungary<br>For its project, Investigating, Monitoring, and Exposing<br>Electoral Fraud in Hungary. | PC     | \$0       | \$75,000  | \$0     | \$75,000  | \$0               |
| Restaurant Opportunities Center of New York<br>275 Seventh Avenue, 17th Floor<br>New York, NY 10001<br>For general support.                                                                             | PC     | \$0       | \$50,000  | \$0     | \$50,000  | \$0               |
| Jerome Robbins Foundation<br>156 West 56th Street, Suite 900<br>New York, NY 10019<br>For its 2014 Floria V. Lasky Symposium.                                                                           | PF     | \$0       | \$10,000  | \$0     | \$10,000  | \$0               |
| Rockefeller Philanthropy Advisors<br>6 West 48th Street<br>10th Floor<br>New York, NY 10036<br><i>For its Climate Nexus project.</i>                                                                    | PC     | \$0       | \$200,000 | \$0     | \$200,000 | \$0               |
| Rockefeller Philanthropy Advisors<br>6 West 48th Street<br>10th Floor<br>New York, NY 10036<br>For its Climate Nexus project.                                                                           | PC     | \$0       | \$85,000  | \$0     | \$85,000  | \$0               |
| <b>Rockefeller Philanthropy Advisors</b><br>6 West 48th Street<br>10th Floor<br>New York, NY 10036<br><i>For its project, the D5 Initiative.</i>                                                        | PC     | \$0       | \$100,000 | \$0     | \$75,000  | \$25,000          |
| Rockefeller Philanthropy Advisors<br>6 West 48th Street<br>10th Floor<br>New York, NY 10036<br>For the international work of its Fund for Shared Insight.                                               | РС     | \$0       | \$50,000  | \$0     | \$25,000  | \$25,000          |
| <b>The Franklin and Eleanor Roosevelt Institute</b><br>570 Lexington Avenue<br>Fifth Floor<br>New York, NY 10022<br><i>For its Campus Network program.</i>                                              | PC     | \$0       | \$50,000  | \$0     | \$50,000  | \$0               |

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** 

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

| Recipient and Purpose                                                                                                                                                                  | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
|                                                                                                                                                                                        |               | Balance              |                     | 2014              | 2017            |                   |
| <b>San Francisco Chamber of Commerce Foundation</b><br>235 Montgomery Street, 7th Floor<br>San Francisco, CA 94104<br><i>For its Chambers for Innovation and Clean Energy project.</i> | PC            | \$0                  | \$100,000           | \$0               | \$100,000       | \$0               |
| San Francisco Film Society<br>39 Mesa Street, Suite 110<br>The Presidio<br>San Francisco, CA 94129<br><i>For its Nuclear Requiem film project.</i>                                     | PC            | \$0                  | \$25,000            | \$0               | \$25,000        | \$0               |
| Scenic Hudson, Inc.<br>One Civic Center Plaza<br>Suite 200<br>Poughkeepsie, NY 12601<br>For its LG Electronics Tower Campaign.                                                         | PC            | \$0                  | \$25,000            | \$0               | \$25,000        | \$0               |
| Search for Common Ground<br>1601 Connecticut Avenue, NW<br>Suite 200<br>Washington, D.C. 20009-1035<br>For its U.SIran program.                                                        | PC            | \$0                  | \$75,000            | \$0               | \$75,000        | \$0               |
| Seventh Generation Advisors<br>1223 Wilshire Boulevard, Suite 776<br>Santa Monica, CA 90403<br>For its work with the R20 Regions of Climate Action.                                    | PC            | \$0                  | \$75,000            | \$0               | \$75,000        | \$0               |
| Sierra Club Foundation<br>85 Second Street<br>Suite 750<br>San Francisco, CA 94105<br>For its Beyond Coal and Tar Sands projects.                                                      | PC            | \$200,000            | \$0                 | \$0               | \$200,000       | \$0               |
| Sierra Club Foundation<br>85 Second Street<br>Suite 750<br>San Francisco, CA 94105<br>For the Building Support for Responsible Trade Project.                                          | PC            | \$0                  | \$175,000           | \$0               | \$100,000       | \$75,000          |
| Sierra Club Foundation<br>85 Second Street<br>Suite 750<br>San Francisco, CA 94105                                                                                                     | PC            | \$0                  | \$125,000           | \$0               | \$125,000       | \$0               |

For its International Financial Institution Reform project.

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** 

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| Recipient and Purpose                                                                                                                                                                 | Тах    | Beginning   | Approved          | Lapsed      | Paid      | Ending    |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|-------------|-------------------|-------------|-----------|-----------|
|                                                                                                                                                                                       | Status | Balance     | in 2014           | in 2014     | in 2014   | Balance   |
| Sightline Institute<br>1402 Third Avenue, Suite 500<br>Seattle, WA 98101<br>For its Pacific Coast Collaborative project.                                                              | PC     | \$0         | \$100,000         | \$0         | \$100,000 | \$0       |
|                                                                                                                                                                                       | 20     | <b>\$</b> 0 | <b>*1 =</b> 0.000 | <b>\$</b> 0 | ¢1.50.000 | <b>.</b>  |
| Social Science Research Council<br>One Pierrepont Plaza, 15th Floor<br>Brooklyn, NY 11201<br>For its interdisciplinary research project on air pollution,<br>health, and development. | PC     | \$0         | \$150,000         | \$0         | \$150,000 | \$0       |
| Social Science Research Council<br>One Pierrepont Plaza, 15th Floor<br>Brooklyn, NY 11201                                                                                             | PC     | \$0         | \$450,000         | \$0         | \$225,000 | \$225,000 |
| For its China Environment and Health initiative.                                                                                                                                      |        |             |                   |             |           |           |
| Social Science Research Council<br>One Pierrepont Plaza, 15th Floor<br>Brooklyn, NY 11201<br>For its program, Anxieties of Democracy.                                                 | PC     | \$0         | \$30,000          | \$0         | \$30,000  | \$0       |
| South Centre<br>Ch. du Champ d'Anier 17<br>P.O. Box 228<br>Geneva 19<br>Geneva, 1211 Switzerland<br>For general support.                                                              | PC     | \$200,000   | \$0               | \$0         | \$200,000 | \$0       |
| <b>Sponsors for Educational Opportunity, Inc.</b><br>55 Exchange Place<br>New York, NY 10005<br><i>For its Career Program in Philanthropy.</i>                                        | PC     | \$0         | \$10,000          | \$0         | \$10,000  | \$0       |
| <b>Stichting Corporate Europe Observatory</b><br>26 Rue d'Edimbourg<br>Brussels, 1050 Belgium<br><i>For its work on economic integration negotiations.</i>                            | PF     | \$0         | \$50,000          | \$0         | \$50,000  | \$0       |
| <b>Stichting European Climate Foundation</b><br>Riviervismarkt 5<br>The Hague, 2513 AM Netherlands<br><i>For the Pooled Fund for International Energy.</i>                            | PC     | \$100,000   | \$0               | \$0         | \$100,000 | \$0       |
| <b>Stichting European Climate Foundation</b><br>Riviervismarkt 5<br>The Hague, 2513 AM Netherlands<br><i>For its Net-Zero Strategy &amp; Options project.</i>                         | PC     | \$0         | \$20,000          | \$0         | \$20,000  | \$0       |
| <b>Stichting European Climate Foundation</b><br>Riviervismarkt 5<br>The Hague, 2513 AM Netherlands<br><i>For its Net-Zero Strategy initiative</i> .                                   | PC     | \$0         | \$150,000         | \$0         | \$50,000  | \$100,000 |

#### **SCHEDULE 13** FORM 990-PF New York, New York 10015 YEAR 2014

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

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| Recipient and Purpose                                                                                                                                                                                                                        | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
| Stichting Global Partnership for the Prevention of Armed<br>Conflict<br>Laan van Meerdervoort 70, 6th Floor<br>The Hague, 2517 AN Netherlands<br>For its consortium to strengthen peacebuilding policy<br>through civil society empowerment. | PC            | \$350,000            | \$0                 | \$0               | \$257,088       | \$92,912          |
| <b>Stichting Transnational Institute</b><br>P.O. Box 14656<br>Amsterdam, 1001 LD Netherlands<br><i>For work on trade and investment.</i>                                                                                                     | PC            | \$0                  | \$100,000           | \$0               | \$100,000       | \$0               |
| Strategies for the Global Environment<br>2101 Wilson Boulevard, Suite 550<br>Arlington, VA 22201<br>For its Transportation program.                                                                                                          | PC            | \$0                  | \$50,000            | \$0               | \$47,970        | \$2,030           |
| <b>The Sunlight Foundation</b><br>1818 N Street, NW<br>Suite 300<br>Washington, D.C. 20036<br><i>For general support.</i>                                                                                                                    | PC            | \$0                  | \$40,000            | \$0               | \$40,000        | \$0               |
| Sustainable Markets Foundation<br>45 West 36th Street, 6th Floor<br>New York, NY 10018-7635<br>For its Eco-Accountability project.                                                                                                           | PC            | \$0                  | \$75,000            | \$0               | \$75,000        | \$0               |
| The Telos Group<br>P.O. Box 33248<br>Washington, D.C. 20033-3248<br>For general support.                                                                                                                                                     | PC            | \$0                  | \$150,000           | \$0               | \$75,000        | \$75,000          |
| Third Generation Environmentalism, Ltd.<br>1250 24th Street, NW<br>Suite 300<br>Washington, D.C. 20037<br>For its Aristotle project.                                                                                                         | PC            | \$0                  | \$150,000           | \$0               | \$50,000        | \$100,000         |
| Third World Network Berhad<br>131 Jalan Macalister Road<br>Penang, 10400 Malaysia<br>For general support.                                                                                                                                    | PC            | \$200,000            | \$0                 | \$0               | \$200,000       | \$0               |

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** 

FYE 12/31/2014

| Recipient and Purpose                                                                                                                                                      | Tax<br>Status | Beginning<br>Balance | Approved  | Approved Lapsed<br>in 2014 in 2014 |           | Ending<br>Balance |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|-----------|------------------------------------|-----------|-------------------|
|                                                                                                                                                                            | Status        | Dalaite              | 111 2014  | 111 2014                           | in 2014   | Dalalice          |
| Third World Network Ghana<br>9 Ollenu Street, East Legon<br>P.O. Box 19452<br>Accra Ghana<br>For general support.                                                          | PC            | \$0                  | \$200,000 | \$0                                | \$100,000 | \$100,000         |
| <b>Tides Center</b><br>P.O. Box 29907<br>San Francisco, CA 94129-0907<br><i>For its Alliance in Support of the Afghan People project.</i>                                  | PC            | \$0                  | \$30,000  | \$0                                | \$30,000  | \$0               |
| <b>Tides Foundation</b><br>Presidio Main Post, Building No. 37<br>P.O. Box 29903<br>San Francisco, CA 94129-0903<br><i>For its project, SumOfUs Education Fund.</i>        | PC            | \$0                  | \$50,000  | \$0                                | \$50,000  | \$0               |
| <b>Tides Foundation</b><br>Presidio Main Post, Building No. 37<br>P.O. Box 29903<br>San Francisco, CA 94129-0903                                                           | PC            | \$0                  | \$60,000  | \$0                                | \$60,000  | \$0               |
| For its VoteRunLead project.<br><b>Times Square District Management Association</b><br>1560 Broadway<br>Suite 800<br>New York, NY 10036<br>For its Public Art Program.     | РС            | \$85,230             | \$0       | \$0                                | \$85,230  | \$0               |
| <b>The Governing Council of the University of Toronto</b><br>720 Spadina Avenue<br>Suite 218<br>Toronto, ON M55 2T9 Canada<br><i>For its Mowat Center program</i> .        | PC            | \$0                  | \$100,000 | \$0                                | \$50,000  | \$50,000          |
| <b>Trag Foundation</b><br>Majke Jevrosime 19/I<br>Belgrade, 106502 Serbia<br><i>For general support.</i>                                                                   | PC            | \$100,000            | \$0       | \$0                                | \$100,000 | \$0               |
| <b>Trag Foundation</b><br>Majke Jevrosime 19/I<br>Belgrade, 106502 Serbia<br>For relief efforts in the wake of devastating floods in Serbia<br>and Bosnia and Herzegovina. | PC            | \$0                  | \$20,000  | \$0                                | \$20,000  | \$0               |
| <b>Trag Foundation</b><br>Majke Jevrosime 19/I<br>Belgrade, 106502 Serbia<br>For its Civil Society House project in Serbia.                                                | PC            | \$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 **SCHEDULE OF GRANTS TO ORGANIZATIONS** 

FYE 12/31/2014

| Recipient and Purpose                                                                                                                                                                                                                                | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
|                                                                                                                                                                                                                                                      | Status        | Dalance              | 111 2014            | III 2014          | 111 2014        | Dalance           |
| Troja Group<br>Rr. 24 Maji, Arberi p.n.<br>Pristina, 10000 Kosovo<br>For its project, Speak Up!                                                                                                                                                      | PF            | \$0                  | \$60,000            | \$0               | \$30,000        | \$30,000          |
| <b>Trustees of Tufts College</b><br>Medford, MA 02155<br>For the International Investment and Sustainable<br>Development project of the Globalization and Sustainable<br>Development program of its Global Development and<br>Environment Institute. | PC            | \$82,045             | \$0                 | \$0               | \$82,045        | \$0               |
| <b>U.S. Green Building Council, New York Chapter</b><br>20 Broad Street, Suite 709<br>New York, NY 10005<br><i>For general support.</i>                                                                                                              | PC            | \$75,000             | \$0                 | \$0               | \$75,000        | \$0               |
| Union Theological Seminary in the City of New York<br>3041 Broadway<br>New York, NY 10027<br>For its Religions for the Earth: Spirituality and Faith-Based<br>Action on Climate Change conference.                                                   | PC            | \$0                  | \$65,000            | \$0               | \$65,000        | \$0               |
| United Republic Education Fund<br>P.O. Box 60008<br>Florence, MA 01062<br>For general support.                                                                                                                                                       | PC            | \$0                  | \$60,000            | \$0               | \$60,000        | \$0               |
| <b>United States Conference of Catholic Bishops</b><br>3211 4th Street, NE<br>Washington, D.C. 20017-1194<br><i>For its interfaith dialogue between Iranian and American</i><br><i>religious leaders.</i>                                            | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| <b>Urban Justice Center</b><br>123 William Street, 16th Floor<br>New York, NY 10038<br><i>For its Iraqi Refugee Assistance project.</i>                                                                                                              | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| USAction Education Fund<br>1825 K Street, NW<br>Suite 210<br>Washington, D.C. 20006<br>For general support.                                                                                                                                          | PC            | \$40,000             | \$0                 | \$0               | \$40,000        | \$0               |

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** 

FYE 12/31/2014

| Recipient and Purpose                                              | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|--------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
|                                                                    | Jiaius        | Dalance              | 11 2014             | 11 2014           |                 | Dalance           |
| Vermont Public Interest Research & Education Fund                  | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| 141 Main Street, Suite 6                                           |               |                      |                     |                   |                 |                   |
| Montpelier, VT 05602                                               |               |                      |                     |                   |                 |                   |
| For its Carbon Pollution Tax educational campaign.                 |               |                      |                     |                   |                 |                   |
| Virginia Organizing, Inc.                                          | PC            | \$0                  | \$1,500             | \$0               | \$1,500         | \$0               |
| 703 Concord Avenue                                                 |               |                      |                     |                   |                 |                   |
| Charlottesville, VA 22903                                          |               |                      |                     |                   |                 |                   |
| For organizational membership of its project, the Health and       |               |                      |                     |                   |                 |                   |
| Environmental Funders Network.                                     |               |                      |                     |                   |                 |                   |
| Visual Arts Research and Resource Center Relating to the Caribbean | PC            | \$0                  | \$100,000           | \$0               | \$50,000        | \$50,000          |
| 1825 Park Avenue, Suite 602                                        |               |                      |                     |                   |                 |                   |
| New York, NY 10035                                                 |               |                      |                     |                   |                 |                   |
| For general support.                                               |               |                      |                     |                   |                 |                   |
| Voice of the People                                                | PC            | \$0                  | \$50,000            | \$0               | \$50,000        | \$0               |
| 1779 Massachusetts Avenue, NW                                      |               |                      |                     |                   |                 |                   |
| Suite 510                                                          |               |                      |                     |                   |                 |                   |
| Washington, D.C. 20036                                             |               |                      |                     |                   |                 |                   |
| For its project, Citizen Cabinet.                                  |               |                      |                     |                   |                 |                   |
| Washington Environmental Council                                   | PC            | \$0                  | \$25,000            | \$0               | \$25,000        | \$0               |
| 402 3rd Avenue, Suite 1400                                         |               |                      |                     |                   |                 |                   |
| Seattle, WA 98101                                                  |               |                      |                     |                   |                 |                   |
| For its Pacific Coast Collaborative Skamania Conference.           |               |                      |                     |                   |                 |                   |
| Women and Memory Forum                                             | PC            | \$0                  | \$71,500            | \$0               | \$0             | \$71,500          |
| 12 Sulaiman Abaza St.                                              |               | ÷ •                  | + ,                 | + •               | + -             | +·-,• • •         |
| Dokki                                                              |               |                      |                     |                   |                 |                   |
| Giza Egypt                                                         |               |                      |                     |                   |                 |                   |
| For the production of promotional materials about the              |               |                      |                     |                   |                 |                   |
| history of women's activism in Egypt.                              |               |                      |                     |                   |                 |                   |
| Women's Action for New Directions Education Fund, Inc.             | PC            | \$0                  | \$100,000           | \$0               | \$100,000       | \$0               |
| 591 Massachusetts Avenue                                           |               |                      |                     |                   |                 |                   |
| Arlington, MA 02476                                                |               |                      |                     |                   |                 |                   |
| 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.                      |               |                      |                     |                   |                 |                   |

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

FYE 12/31/2014

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

| Recipient and Purpose                                                              | Tax<br>Status | Beginning<br>Balance | Approved<br>in 2014 | Lapsed<br>in 2014 | Paid<br>in 2014 | Ending<br>Balance |
|------------------------------------------------------------------------------------|---------------|----------------------|---------------------|-------------------|-----------------|-------------------|
|                                                                                    |               |                      |                     |                   |                 |                   |
| Works and Process, Inc.                                                            | PC            | \$125,000            | \$0                 | \$0               | \$125,000       | \$0               |
| 708 Third Avenue                                                                   |               |                      |                     |                   |                 |                   |
| Suite 1005                                                                         |               |                      |                     |                   |                 |                   |
| New York, NY 10017<br>For its 30th anniversary season's strategic plan and special |               |                      |                     |                   |                 |                   |
| programs.                                                                          |               |                      |                     |                   |                 |                   |
| World Resources Institute                                                          | PC            | \$0                  | \$150,000           | \$0               | \$150,000       | \$0               |
| 10 G Street, NE                                                                    |               |                      |                     |                   |                 |                   |
| Washington, D.C. 20002                                                             |               |                      |                     |                   |                 |                   |
| For its research on climate change, air quality, and public health.                |               |                      |                     |                   |                 |                   |
| World Resources Institute                                                          | PC            | \$0                  | \$200,000           | \$0               | \$200,000       | \$0               |
| 10 G Street, NE                                                                    |               |                      |                     |                   |                 |                   |
| Washington, D.C. 20002                                                             |               |                      |                     |                   |                 |                   |
| For its Sustainable Finance Center.                                                |               |                      |                     |                   |                 |                   |
| Young Voices on Climate Change, Inc.                                               | PC            | \$0                  | \$100,000           | \$0               | \$50,000        | \$50,000          |
| P.O. Box 127                                                                       |               |                      |                     |                   |                 |                   |
| Thurmont, MD 21788                                                                 |               |                      |                     |                   |                 |                   |
| For its project, Young Voices for the Planet.                                      |               |                      |                     |                   |                 |                   |
| Youth America Grand Prix, Inc.                                                     | PC            | \$0                  | \$100,000           | \$0               | \$50,000        | \$50,000          |
| 115 West 29th Street, Suite 803                                                    |               |                      |                     |                   |                 |                   |
| New York, NY 10001                                                                 |               |                      |                     |                   |                 |                   |
| For general support.                                                               |               |                      |                     |                   |                 |                   |
| Zhongshan University                                                               | PC            | \$180,000            | \$0                 | \$0               | \$180,000       | \$0               |
| Room 807, Science and Technology Park                                              |               |                      |                     |                   |                 |                   |
| No. 135, Xingang West Road                                                         |               |                      |                     |                   |                 |                   |
| Guangzhou, Guangdong 510275 China                                                  |               |                      |                     |                   |                 |                   |
| For its Center on Philanthropy.                                                    |               |                      |                     |                   |                 |                   |
| Grand Total                                                                        |               | \$8,505,551          | \$25,888,696        | \$106,063         | \$29,846,298    | \$4,441,886       |
| Historical Rounding Difference                                                     | -             | (\$2)                | \$1                 | \$0               | \$0             | (\$1)             |
| Per G/L @ 12/31/2014                                                               | -             | \$8,505,549          | \$25,888,697        | \$106,063         | \$29,846,298    | \$4,441,885       |
| 2014 Matching Gifts (see following attached schedule)                              |               |                      |                     | -                 | \$33,822        |                   |
|                                                                                    |               |                      | Total Par           | rt XV, line 3(a)  | \$29,880,120    |                   |

Total Part XV, line 3(a) <u>\$29,880,120</u> Total Part XV, line 3(b)

\$4,441,885

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** 

FYE 12/31/2014

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

| Recipient and Purpose | Тах    | Beginning | Approved | Lapsed  | Paid    | Ending  |
|-----------------------|--------|-----------|----------|---------|---------|---------|
|                       | Status | Balance   | in 2014  | in 2014 | in 2014 | Balance |

Key to Tax Status

| PF     | Private non-operating foundation, U.Sbased or foreign equivalent                                                                                                                                                        |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| POF    | Private operating foundation, U.Sbased or foreign equivalent                                                                                                                                                            |
| EOF    | Exempt operating foundation (section 4940(d))                                                                                                                                                                           |
| РС     | Public charity as described in section 509(a)(1) or (2), U.Sbased or foreign equivalent                                                                                                                                 |
| GOV    | Domestic or foreign government                                                                                                                                                                                          |
| SO-DP  | Type I,II, or II functionally integrated supporting organization if a disqualified person of the private foundation controls the supporting organization or a supported organization (sections 509(a)(3) and 4942(g)4)) |
| SO I   | Type I supporting organization (sections 509(a)(3) and sections 509(a)(3)(B)(i) other than an SO-DP                                                                                                                     |
| SO II  | Type II supporting organization (sections 509(a)(3) and sections 509(a)(3)(B)(ii) other than an SO-DP                                                                                                                   |
| SO III | Functionally integrated Type III supporting organization<br>(sections 509(a)(3), sections 509(a)(3)(B)(iii), and 4943(f)(5)(B) other<br>than an SO-DP                                                                   |
| SO III | Non-functionally integrated Type III supporting organization<br>(sections 509(a)(3), sections 509(a)(3)(B)(iii), and 4943(f)(5)(B) other<br>than an SO-DP                                                               |
| TPS    | Testing for public safety organization (section 509(a)(4))                                                                                                                                                              |
| NC     | Organization not otherwise classified                                                                                                                                                                                   |
| I      | Individual                                                                                                                                                                                                              |

# DETAIL OF EMPLOYEE MATCHOING GIDFTS

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

| T Have A Dream" Foundation-New York         7/1/2014         500           American Cancer Society         2/12/2014         30           American Cancer Society         11/25/2014         25           American Diabetes Association         3/26/2014         50           American Diabetes Association         3/26/2014         50           American Friends of Attingham         12/31/2014         500           American Museum of Natural History         6/25/2014         65           Asian Cultural Council         11/4/2014         1,000           Bootn Latin School Association         12/31/2014         100           Boston Latin School Association         12/31/2014         200           Brown University         12/16/2014         200           Brown University         12/16/2014         200           Brown University         12/31/2014         200           Chester Theatre Group         3/26/2014         1,200           Chester Theatre Group         3/26/2014         500           Children's Chorus Of Washington         12/16/2014         150           Children's Chorus Of Washington         12/12/2014         30           Coumoluseisty         3/31/2014         2,000           Dancers Responding to Alds                                                                          | Organization                                    | Date of Gift | Matching Gift<br>Amount |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------|--------------|-------------------------|
| American Cancer Society         11/25/2014         25           American Cancer Society         12/16/2014         25           American Diabetes Association         326/2014         500           American Finds of Attingham         12/31/2014         500           American Museum of Natural History         6/25/2014         65           Asian Cultural Council         11/4/2014         1,000           Bootin Latin School Association         12/31/2014         200           Borton Latin School Association         12/31/2014         200           Brown University         12/16/2014         200           Brown University         12/16/2014         200           Brown University         12/21/2014         200           Chashama         6/18/2014         200           Chashama         6/18/2014         200           Chester Theatre Group         9/24/2014         100           Children's Chorus Of Washington         12/16/2014         100           Cill Performing Arts Center's Education Program         3/19/2014         100           Commonweal         12/31/2014         200         200           Cornell University         3/31/2014         200         200           Dancers Responding to Aids                                                                                         | "I Have A Dream" Foundation-New York            | 7/1/2014     | 500                     |
| American Cancer Society         12/16/2014         25           American Diabetes Association         3/26/2014         500           American Diabetes Association         12/31/2014         500           American Museum of Natural History         6/25/2014         655           Asian Cultural Council         11/4/2014         1,000           Boomingdale School Association         4/16/2014         100           Boston Latin School Association         12/31/2014         200           Brown University         12/16/2014         200           Brown University         12/16/2014         200           Brown University         12/16/2014         200           Chashama         6/18/2014         500           Chashama         6/18/2014         500           Chashama         12/16/2014         150           Chashama         12/16/2014         150           Chashama         12/12/2014         150           Chashama         12/12/2014         150           Chashama         12/12/2014         150           Columbal University         3/19/2014         150           Columbal University         3/31/2014         2,000           Dancers Responding to Alds         7/9/2014 </td <td>American Cancer Society</td> <td>2/12/2014</td> <td>30</td>                                                   | American Cancer Society                         | 2/12/2014    | 30                      |
| American Diabetes Association         3/26/2014         50           American Friends of Attingham         1/2/31/2014         500           American Museun Platural History         6/25/2014         65           Asian Cultural Council         11/4/2014         1000           Boomingdale School of Music         12/31/2014         100           Boston Latin School Association         4/16/2014         100           Boston Latin School Association         12/31/2014         200           Brown University         12/31/2014         200           Brown University         12/21/6/2014         200           Brown University         12/21/2014         200           Chetser Theatre Group         3/26/2014         200           Chester Theatre Group         3/26/2014         200           Children's Chorus Of Washington         12/16/2014         115           Children's Chorus Of Washington         12/16/2014         100           Columbia University         3/31/2014         200           Columbia University         3/31/2014         2000           Dactors Without Borders         12/31/2014         100           Cornell University         3/31/2014         2000           Dactors Without Borders         12/31/2                                                                          | American Cancer Society                         | 11/25/2014   | 25                      |
| American Friends of Attingham         12/31/2014         500           American Museum of Natural History         6/25/2014         655           Asian Cultural Council         11/4/2014         1000           Boomingdale School of Music         12/31/2014         100           Boston Latin School Association         12/31/2014         200           Borton University         12/16/2014         200           Brown University         12/16/2014         200           Bort Latin School Association         10/22/2014         1200           Chart School Association         10/22/2014         200           Bord Informa Water Mill Foundation         10/22/2014         500           Chashama         6/18/2014         500           Chashama         6/18/2014         500           Chester Theatre Group         9/24/2014         115           Children's Chorus Of Washington         12/16/2014         300           Clumbia University         10/22/2014         300           Columbia University         10/22/2014         500           Commoweal         12/31/2014         2000           Dancers Responding to Aids         7/9/2014         500           Dancers Responding to Aids         7/9/2014         500 <td>American Cancer Society</td> <td>12/16/2014</td> <td>25</td>                     | American Cancer Society                         | 12/16/2014   | 25                      |
| American Museum of Natural History         6/25/2014         65           Asian Cultural Council         11/4/2014         1,000           Bioomingdale School of Music         12/31/2014         100           Boston Latin School Association         4/16/2014         200           Borton Latin School Association         12/31/2014         200           Brown University         12/16/2014         200           Brown University         12/13/2014         200           Brown University         12/31/2014         200           Brown University         12/31/2014         200           Chester For Rural Strategies, Inc.         12/31/2014         500           Chester Theatre Group         3/26/2014         200           Chester Theatre Group         9/24/2014         115           Children's Chorus Of Washington         12/16/2014         150           Cittymeals-On-Wheels         11/12/2014         30           Columbia University         10/22/2014         150           Columbia University         3/31/2014         2,000           Dancers Responding to Aids         7/9/2014         100           Earth Island Institute, Inc.         12/31/2014         100           Elmira College         10/29/2014                                                                                    | American Diabetes Association                   | 3/26/2014    | 50                      |
| Asian Cultural Council         11/4/2014         1,000           Bioomingdale School of Music         12/31/2014         100           Boston Latin School Association         12/31/2014         100           Boston Latin School Association         12/31/2014         200           Brown University         12/31/2014         200           Brown University         12/216/2014         200           Bord Moffman Water Mill Foundation         10/22/2014         1,200           Center For Rural Strategies, Inc.         12/31/2014         500           Chashama         6/18/2014         200           Chester Theatre Group         3/26/2014         200           Children's Chorus Of Washington         12/16/2014         115           Children's Chorus Of Washington         12/16/2014         150           Columbia University         10/22/2014         30           Columbia University         10/22/2014         500           Cornell University         3/31/2014         2,000           Dancers Responding to Aids         7/9/2014         500           Doctors Without Borders         12/31/2014         100           Elmira College         2/12/2014         500           Elmira College         2/12/2014                                                                                        | American Friends of Attingham                   | 12/31/2014   | 500                     |
| Bloomingdale School of Music         12/31/2014         100           Boston Latin School Association         4/16/2014         100           Boston Latin School Association         12/31/2014         200           Brown University         12/16/2014         200           Brown University         12/216/2014         200           Brown University         12/21/2014         500           Center For Rural Strategies, Inc.         12/31/2014         500           Chashama         6/18/2014         200           Chester Theatre Group         3/26/2014         200           Chidren's Chorus Of Washington         12/16/2014         150           Citl Performing Arts Center's Education Program         3/19/2014         60           Citymeals-On-Wheels         11/12/2014         30           Columbia University         10/22/2014         150           Commonweal         12/31/2014         2,000           Dancers Responding to Aids         7/9/2014         500           Dancers Responding to Aids         7/9/2014         500           Denctors Without Borders         12/31/2014         100           Elmira College         12/31/2014         500           Fordham Preparatory School         8/02/2014                                                                                        | American Museum of Natural History              | 6/25/2014    | 65                      |
| Boston Latin School Association         4/16/2014         100           Boston Latin School Association         12/31/2014         200           Brown University         12/16/2014         200           Bryd Hoffman Water Mill Foundation         10/22/2014         1,200           Center For Rural Strategies, Inc.         12/31/2014         500           Chashama         6/18/2014         200           Chester Theatre Group         3/26/2014         200           Chester Theatre Group         9/24/2014         115           Children's Chorus Of Washington         12/16/2014         600           City meals-On-Wheels         11/12/2014         60           Commonweal         12/31/2014         200           Commonweal         12/31/2014         200           Dacters Responding to Alds         7/9/2014         500           Doctros Without Borders         12/31/2014         100           Elmira College         10/29/2014         500           Doctors Without Borders         12/31/2014         100           Elmira College         10/29/2014         500           Fordnan Preparatory School         8/20/2014         100           George Street Playhouse,Inc         5/8/2014         100                                                                                                  | Asian Cultural Council                          | 11/4/2014    | 1,000                   |
| Boston Latin School Association12/31/2014200Brown University12/16/2014200Byrd Hoffman Water Mill Foundation10/22/20141,200Center For Rural Strategies, Inc.12/31/2014500Chashama6/18/2014500Chester Theatre Group3/26/2014200Chester Theatre Group9/24/2014115Children's Chorus Of Washington12/16/2014150Citi Performing Arts Center's Education Program3/19/201460Clumbia University10/22/2014150Commonweal12/31/2014250Cornell University3/31/20142,000Dancers Responding to Aids7/9/2014100Entri College2/12/2014500Entria College10/29/2014100Entria College10/29/2014100George Street Playhouse, Inc12/31/2014100George Street Playhouse, Inc12/31/2014100Greater Hudson Heritage Network12/16/2014250Independent Sector10/29/2014150Independent Sector10/29/2014150Independent Sector10/29/2014150Independent Sector10/29/2014150Independent Sector10/29/2014150Independent Sector<                                                                                                                                                                                                                                                                                  | Bloomingdale School of Music                    | 12/31/2014   | 100                     |
| Instruction         Instruction         Instruction           Brown University         12/16/2014         200           Byrd Hoffman Water Mill Foundation         10/22/2014         1,200           Center For Rural Strategies, Inc.         12/31/2014         500           Chashama         6/18/2014         500           Chester Theatre Group         3/26/2014         200           Chester Theatre Group         9/24/2014         115           Children's Chorus Of Washington         12/16/2014         60           City medias-On-Wheels         11/12/2014         30           Columbia University         10/22/2014         150           Commonweal         12/31/2014         200           Dactors Without Borders         12/31/2014         200           Dactors Without Borders         12/31/2014         200           Enth Island Institute, Inc.         12/31/2014         100           Elmira College         10/29/2014         50           Fordham Preparatory School         8/20/2014         100           George Street Playhouse,Inc         5/8/2014         100           George Street Playhouse,Inc         12/16/2014         177           Hudson River Museum         12/16/2014         170 <td>Boston Latin School Association</td> <td>4/16/2014</td> <td>100</td>                       | Boston Latin School Association                 | 4/16/2014    | 100                     |
| Byrd Hoffman Water Mill Foundation         1/22/2014         1,200           Center For Rural Strategies, Inc.         12/31/2014         500           Chashama         6/18/2014         500           Chester Theatre Group         3/26/2014         200           Chester Theatre Group         9/24/2014         115           Children's Chorus Of Washington         12/16/2014         150           Cit Performing Arts Center's Education Program         3/19/2014         60           Citymeals-On-Wheels         11/12/2014         30           Columbia University         10/22/2014         150           Cornell University         3/31/2014         2,000           Dancers Responding to Alds         7/9/2014         500           Doctors Without Borders         12/31/2014         2,000           Elmira College         2/12/2014         500           Elmira College         10/29/2014         500           Fordham Preparatory School         8/202/014         1000           George Street Playhouse,Inc         5/8/2014         100           George Street Playhouse,Inc         5/8/2014         100           George Street Playhouse,Inc         12/16/2014         177           Hudson Hiver Museum         12/16/2014 <td>Boston Latin School Association</td> <td>12/31/2014</td> <td>200</td>   | Boston Latin School Association                 | 12/31/2014   | 200                     |
| Center For Rural Strategies, Inc.12/31/2014500Chashama6/18/2014500Chester Theatre Group3/26/2014200Chester Theatre Group9/24/2014115Children's Chorus Of Washington12/16/2014150Cit Performing Arts Center's Education Program3/19/201460Citymeals-On-Wheels11/12/201430Columbia University10/22/201450Cornell University3/31/2014250Cornell University3/31/2014200Dactors Without Borders12/31/2014500Elmira College1/2/31/2014100Elmira College1/2/201450Fordham Preparatory School8/202014100George Street Playhouse,Inc5/8/2014100George Street Playhouse,Inc12/31/2014100George Street Playhouse,Inc12/31/2014100Independent Sector12/16/2014150Independent Sector12/201450Independent Sector12/201450Independent Sector12/31/2014100Independent Sector12/31/2014100Independent Sector12/31/2014100Independent Sector12/31/2014150Infinite Family3/12/2014150Infinite Family3/12/2014500Infinite Family3/12/2014500Infinite Family3/12/2014500Infinite Family3/12/2014500Infinite Conter12/31/20145                                                                                                                                                                                                                                                                                                                                        | Brown University                                | 12/16/2014   | 200                     |
| Chashama         6/18/2014         500           Chester Theatre Group         3/26/2014         200           Chester Theatre Group         9/24/2014         115           Children's Chorus Of Washington         12/16/2014         150           Citi Performing Arts Center's Education Program         3/19/2014         60           Citymeals-On-Wheels         11/12/2014         30           Columbia University         10/22/2014         50           Commonweal         12/31/2014         2,000           Dancers Responding to Aids         7/9/2014         500           Doctors Without Borders         12/31/2014         2,000           Earth Island Institute, Inc.         12/31/2014         100           Elmira College         2/12/2014         500           Fordham Preparatory School         8/20/2014         100           George Street Playhouse,Inc         5/8/2014         100           George Street Playhouse,Inc         12/31/2014         100           Greater Hudson Heritage Network         12/16/2014         177           Hudson River Museum         12/16/2014         170           Independent Sector         10/29/2014         150           Independent Sector         10/29/2014         100 </td <td>Byrd Hoffman Water Mill Foundation</td> <td>10/22/2014</td> <td>1,200</td> | Byrd Hoffman Water Mill Foundation              | 10/22/2014   | 1,200                   |
| Chester Theatre Group3/26/2014200Chester Theatre Group9/24/2014115Children's Chorus Of Washington12/16/2014150Citi Performing Arts Center's Education Program3/19/201460Citymeals-On-Wheels11/12/201430Columbia University10/22/2014150Cornell University10/22/2014250Cornell University3/31/20142,000Dacers Responding to Aids7/9/2014500Doctors Without Borders12/31/2014100Earth Island Institute, Inc.12/31/2014100Elmira College10/29/201450Fordham Preparatory School8/20/2014100George Street Playhouse,Inc5/8/2014100George Street Playhouse,Inc5/8/2014100Greater Hudson Heritage Network12/16/2014177Hudson River Museum12/16/20141,500Independent Sector10/29/20141,500Infinite Family3/12/2014100Infinite Family3/12/2014100Infinite Family3/12/2014100Infinite Family3/12/2014100Infinite Family3/12/2014100Infinite Family3/12/2014100Infinite Climate News12/31/2014500                                                                                                                                                                                                                                                                                                                                                                                                                                                          | Center For Rural Strategies, Inc.               | 12/31/2014   | 500                     |
| Chester Theatre Group       9/24/2014       115         Children's Chorus Of Washington       12/16/2014       150         Citi Performing Arts Center's Education Program       3/19/2014       60         Citymeals-On-Wheels       11/12/2014       30         Columbia University       10/22/2014       50         Cornell University       3/31/2014       2,000         Dancers Responding to Aids       7/9/2014       500         Doctors Without Borders       12/31/2014       100         Earth Island Institute, Inc.       12/31/2014       100         Elmira College       2/12/2014       50         Fordham Preparatory School       8/20/2014       100         George Street Playhouse,Inc       5/8/2014       100         George Street Playhouse,Inc       12/31/2014       100         Greater Hudson Heritage Network       12/16/2014       177         Hudson River Museum       12/16/2014       177         Hudson River Museum       12/16/2014       150         Independent Sector       10/29/2014       1,500         Infinite Family       3/12/2014       100         Independent Sector       10/29/2014       1,500         Infinite Family       3/12/2014       5                                                                                                                                       | Chashama                                        | 6/18/2014    | 500                     |
| Children's Chorus Of Washington     12/16/2014     150       Citi Performing Arts Center's Education Program     3/19/2014     60       Citymeals-On-Wheels     11/12/2014     30       Columbia University     10/22/2014     150       Cornell University     12/31/2014     2,000       Dancers Responding to Aids     7/9/2014     500       Doctors Without Borders     12/31/2014     100       Earth Island Institute, Inc.     12/31/2014     100       Elmira College     2/12/2014     50       Fordham Preparatory School     8/20/2014     500       George Street Playhouse,Inc     5/8/2014     100       George Street Playhouse,Inc     12/31/2014     100       Greater Hudson Heritage Network     12/16/2014     177       Hudson River Museum     12/16/2014     170       Independent Sector     10/29/2014     100       Infinite Family     3/12/2014     100                                                                                                                                                                                                                                                                                                                                                                                                                                                            | Chester Theatre Group                           | 3/26/2014    | 200                     |
| Cliti Performing Arts Center's Education Program3/19/201460Clymeals-On-Wheels1/1/2/201430Columbia University10/22/2014150Commonweal12/31/20142,000Dancers Responding to Aids7/9/2014500Doctors Without Borders12/31/2014100Earth Island Institute, Inc.12/31/2014100Elmira College2/12/201450Fordham Preparatory School8/20/201450George Street Playhouse, Inc5/8/2014100George Street Playhouse, Inc12/31/2014100Greater Hudson Heritage Network12/16/2014177Hudson River Museum12/16/2014250Independent Sector10/29/2014100Infinite Family3/12/2014100Infinite Family3/12/2014500Infinite Family3/12/2014500Infinite Family3/12/2014500Infinite Family3/12/2014500Infinite Family3/12/2014500Infinite Family3/12/2014500Infinite Sector10/29/2014500Infinite Family3/12/2014500Infinite Family3/12/2014500Infinite Family3/12/2014500Infinite Family3/12/2014500Infinite Family3/12/2014500Infinite Family3/12/2014500Infinite Family3/12/2014500Infinite Family12/31/2014500 <tr <td="">500</tr>                                                                                                                                                                                                                                                                                                                                             | Chester Theatre Group                           | 9/24/2014    | 115                     |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                                 |              |                         |
| Citymeals-On-Wheels11/12/201430Columbia University10/22/2014500Cornenl University3/31/20142,000Dancers Responding to Aids7/9/2014500Dancers Responding to Aids12/31/2014100Dancers Responding to Aids12/31/2014100Earth Island Institute, Inc.12/31/2014100Elmira College2/12/201450Fordham Preparatory School8/20/2014100George Street Playhouse, Inc5/8/2014100George Street Playhouse, Inc12/16/2014100Greater Hudson Heritage Network12/16/2014250Independent Sector10/29/20141,500Independent Sector3/12/2014100Infinite Family3/12/2014500Inside Climate News12/31/2014500                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Children's Chorus Of Washington                 | 12/16/2014   | 150                     |
| Columbia University         10/22/2014         150           Commonweal         12/31/2014         250           Cornell University         3/31/2014         2,000           Dancers Responding to Aids         7/9/2014         500           Doctors Without Borders         12/31/2014         100           Earth Island Institute, Inc.         12/31/2014         100           Elmira College         2/12/2014         50           Elmira College         2/12/2014         50           Fordham Preparatory School         8/20/2014         100           George Street Playhouse,Inc         5/8/2014         100           George Street Playhouse,Inc         12/31/2014         100           Greater Hudson Heritage Network         12/16/2014         177           Hudson River Museum         12/16/2014         250           Independent Sector         10/29/2014         100           Infinite Family         3/12/2014         100                                                                                                                                                                                                                                                                                                                                                                                   | Citi Performing Arts Center's Education Program | 3/19/2014    | 60                      |
| Commonweal     12/31/2014     250       Cornell University     3/31/2014     2,000       Dancers Responding to Aids     7/9/2014     500       Doctors Without Borders     12/31/2014     100       Earth Island Institute, Inc.     12/31/2014     100       Elmira College     2/12/2014     50       Fordham Preparatory School     8/20/2014     50       George Street Playhouse, Inc     5/8/2014     100       Greater Hudson Heritage Network     12/16/2014     177       Hudson River Museum     12/16/2014     250       Independent Sector     10/29/2014     100       Infinite Family     3/12/2014     100       Infinite Family     3/12/2014     500                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | Citymeals-On-Wheels                             | 11/12/2014   | 30                      |
| Cornell University3/31/20142,000Dancers Responding to Aids7/9/2014500Doctors Without Borders12/31/2014100Earth Island Institute, Inc.12/31/2014100Elmira College2/12/201450Elmira College10/29/201450Fordham Preparatory School8/20/2014100George Street Playhouse,Inc5/8/2014100Greater Hudson Heritage Network12/16/2014100Greater Hudson River Museum12/16/2014250Independent Sector10/29/20141,500Infinite Family3/12/2014100Kennelly12/31/2014500                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | Columbia University                             | 10/22/2014   | 150                     |
| Dancers Responding to Aids       7/9/2014       500         Doctors Without Borders       12/31/2014       100         Earth Island Institute, Inc.       12/31/2014       100         Elmira College       2/12/2014       50         Elmira College       10/29/2014       50         Fordham Preparatory School       8/20/2014       100         George Street Playhouse,Inc       5/8/2014       100         George Street Playhouse,Inc       12/31/2014       100         Greater Hudson Heritage Network       12/16/2014       177         Hudson River Museum       12/16/2014       250         Independent Sector       10/29/2014       1,500         Infinite Family       3/12/2014       100         Infinite Family       3/12/2014       500                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | Commonweal                                      | 12/31/2014   | 250                     |
| Doctors Without Borders12/31/2014100Earth Island Institute, Inc.12/31/2014100Elmira College2/12/201450Elmira College10/29/201450Fordham Preparatory School8/20/2014100George Street Playhouse,Inc5/8/2014100George Street Playhouse,Inc12/31/2014100Greater Hudson Heritage Network12/16/2014177Hudson River Museum12/16/2014150Independent Sector10/29/20141,500Infinite Family3/12/2014100Kender Sector12/31/2014100George Street News12/20141,500                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | Cornell University                              | 3/31/2014    | 2,000                   |
| Earth Island Institute, Inc.12/31/2014100Elmira College2/12/201450Elmira College10/29/201450Fordham Preparatory School8/20/2014100George Street Playhouse,Inc5/8/2014100George Street Playhouse,Inc12/31/2014100Greater Hudson Heritage Network12/16/2014177Hudson River Museum12/16/2014250Independent Sector10/29/20141,500Infinite Family3/12/2014100Kender News12/31/2014500                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Dancers Responding to Aids                      | 7/9/2014     | 500                     |
| Elmira College       2/12/2014       50         Elmira College       10/29/2014       50         Fordham Preparatory School       8/20/2014       100         George Street Playhouse,Inc       5/8/2014       100         George Street Playhouse,Inc       12/31/2014       100         Greater Hudson Heritage Network       12/16/2014       177         Hudson River Museum       12/16/2014       250         Independent Sector       10/29/2014       1,500         Infinite Family       3/12/2014       100         Inside Climate News       12/31/2014       500                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | Doctors Without Borders                         | 12/31/2014   | 100                     |
| Elmira College10/29/201450Fordham Preparatory School8/20/2014100George Street Playhouse,Inc5/8/2014100George Street Playhouse,Inc12/31/2014100Greater Hudson Heritage Network12/16/2014177Hudson River Museum12/16/2014250Independent Sector10/29/20141,500Infinite Family3/12/2014100Inside Climate News12/31/2014500                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | Earth Island Institute, Inc.                    | 12/31/2014   | 100                     |
| Fordham Preparatory School8/20/2014100George Street Playhouse,Inc5/8/2014100George Street Playhouse,Inc12/31/2014100Greater Hudson Heritage Network12/16/2014177Hudson River Museum12/16/2014250Independent Sector10/29/20141,500Infinite Family3/12/2014100Inside Climate News12/31/2014500                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | Elmira College                                  | 2/12/2014    | 50                      |
| George Street Playhouse,Inc5/8/2014100George Street Playhouse,Inc12/31/2014100Greater Hudson Heritage Network12/16/2014177Hudson River Museum12/16/2014250Independent Sector10/29/20141,500Infinite Family3/12/2014100Inside Climate News12/31/2014500                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | Elmira College                                  | 10/29/2014   | 50                      |
| George Street Playhouse,Inc12/31/2014100Greater Hudson Heritage Network12/16/2014177Hudson River Museum12/16/2014250Independent Sector10/29/20141,500Infinite Family3/12/2014100Inside Climate News12/31/2014500                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Fordham Preparatory School                      | 8/20/2014    | 100                     |
| Greater Hudson Heritage Network       12/16/2014       177         Hudson River Museum       12/16/2014       250         Independent Sector       10/29/2014       1,500         Infinite Family       3/12/2014       100         Inside Climate News       12/31/2014       500                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | George Street Playhouse,Inc                     | 5/8/2014     | 100                     |
| Hudson River Museum     12/16/2014     250       Independent Sector     10/29/2014     1,500       Infinite Family     3/12/2014     100       Inside Climate News     12/31/2014     500                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | George Street Playhouse, Inc                    | 12/31/2014   | 100                     |
| Independent Sector         10/29/2014         1,500           Infinite Family         3/12/2014         100           Inside Climate News         12/31/2014         500                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | Greater Hudson Heritage Network                 | 12/16/2014   | 177                     |
| Infinite Family         3/12/2014         100           Inside Climate News         12/31/2014         500                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | Hudson River Museum                             | 12/16/2014   | 250                     |
| Inside Climate News         12/31/2014         500                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | Independent Sector                              | 10/29/2014   | 1,500                   |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Infinite Family                                 | 3/12/2014    | 100                     |
| Interfaith Nutrition Network 12/16/2014 200                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | Inside Climate News                             | 12/31/2014   | 500                     |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Interfaith Nutrition Network                    | 12/16/2014   | 200                     |

FORM 990PF YEAR 2014

# DETAIL OF EMPLOYEE MATCHOING GIDFTS

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

| Organization                                          | Date of Gift | Matching Gift<br>Amount |
|-------------------------------------------------------|--------------|-------------------------|
| International Women's Health Coalition                | 10/29/2014   | 150                     |
| Iyengar Yoga Association Of Greater New York          | 12/31/2014   | 130                     |
| Just Vision                                           | 12/31/2014   | 250                     |
| Kids Club of Tarrytown & Sleepy Hollow, Inc.          | 12/31/2014   | 100                     |
| Kids From Wisconsin                                   | 5/8/2014     | 100                     |
| Lutheran Medical Center                               | 12/31/2014   | 750                     |
| Lyndhurst, National Trust for Historic Preservation   | 12/16/2014   | 500                     |
| Maine Coast Heritage Trust                            | 12/31/2014   | 250                     |
| Miami City Ballet                                     | 3/6/2014     | 500                     |
| Multidisciplinary Association for Psychedelic Studies | 12/31/2014   | 200                     |
| Nesst                                                 | 6/18/2014    | 100                     |
| New York City Audubon Society, Inc                    | 12/31/2014   | 50                      |
| New York City Center, Inc.                            | 12/31/2014   | 100                     |
| New York Foundation For The Arts                      | 4/2/2014     | 1,000                   |
| New York Philharmonic                                 | 12/16/2014   | 200                     |
| New York Public Radio                                 | 6/18/2014    | 60                      |
| New York Women's Foundation                           | 12/16/2014   | 20                      |
| Ossing Food Pantry                                    | 12/31/2014   | 100                     |
| Pascal Rioult Dance Theatre, Inc.                     | 12/31/2014   | 500                     |
| Paul Taylor Dance Co.                                 | 4/2/2014     | 250                     |
| Philanthropy New York, Inc.                           | 12/31/2014   | 75                      |
| Philanthropy New York, Inc.                           | 12/31/2014   | 175                     |
| Princeton In Asia                                     | 12/31/2014   | 750                     |
| Princeton University                                  | 6/25/2014    | 600                     |
| Rainforest Action Network                             | 11/4/2014    | 500                     |
| Regis High School                                     | 4/23/2014    | 2,000                   |
| Regis High School                                     | 12/31/2014   | 1,500                   |
| Rising Tide Capital                                   | 6/18/2014    | 1,500                   |
| Rising Tide Capital                                   | 12/16/2014   | 1,500                   |
| Rivertown Artists Workshop                            | 12/31/2014   | 50                      |
| Saddle River Day School                               | 5/8/2014     | 350                     |
| Saint Ann's School                                    | 12/31/2014   | 600                     |
| Sierra Club Foundation                                | 12/31/2014   | 200                     |
| Silent Animal Voices Echo, Inc                        | 12/16/2014   | 100                     |
| SPCA of Central Florida                               | 2/12/2014    | 80                      |
| St. John Villa Academy                                | 12/16/2014   | 500                     |
| St. Joseph's College                                  | 4/2/2014     | 50                      |

FORM 990PF

YEAR 2014

# DETAIL OF EMPLOYEE MATCHOING GIDFTS

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

| Organization                              | Date of Gift | Matching Gift<br>Amount |
|-------------------------------------------|--------------|-------------------------|
| Stone Barns Center For Food & Agriculture | 6/11/2014    | 75                      |
| Stone Barns Center For Food & Agriculture | 12/16/2014   | 125                     |
| Stone Educational Systems, Inc            | 12/3/2014    | 4,000                   |
| Students for a Free Tibet                 | 4/2/2014     | 450                     |
| Students for a Free Tibet                 | 7/9/2014     | 220                     |
| The Asia Foundation                       | 10/29/2014   | 150                     |
| The Field                                 | 2/26/2014    | 250                     |
| The Linnaean Society Of New York          | 10/22/2014   | 35                      |
| The Speyer Legacy School                  | 12/31/2014   | 100                     |
| Trinity School: Annual Fund               | 12/31/2014   | 1,000                   |
| Union County Arts Center, Inc.            | 12/31/2014   | 100                     |
| Urban Justice Center                      | 10/22/2014   | 200                     |
| Voided Check                              | 1/1/2014     | (2,000)                 |
| Westchester County Historical Society     | 9/10/2014    | 100                     |
| Women Make Movies: Ariadne Papagapitos    | 3/26/2014    | 200                     |
| Works And Process, Inc.                   | 3/19/2014    | 1,200                   |

33,822