

Form 990-PF

Return of Private Foundation

OMB No 1545-0052

Department of the Treasury Internal Revenue Service

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

1811

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning DEC 1, 2017, and ending NOV 30, 2018

Name of foundation: THE NEUBAUER FAMILY FOUNDATION. A Employer identification number: 25-6627704. B Telephone number: 215-606-1784. G Check all that apply: Initial return, Final return, Address change, etc. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$424,739,565.

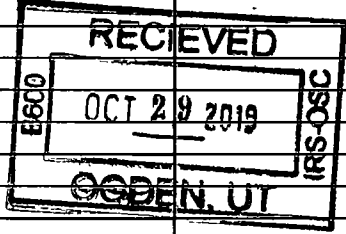
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04

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Contributions, Dividends, Net rental income, Capital gain, Other income, Operating and Administrative Expenses, and Total expenses and disbursements.

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	17,354,696.	14,439,386.	14,439,386.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 8	11,922,328.	11,922,328.	16,955,486.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶				
12	Investments - mortgage loans				
13	Investments - other STMT 9	351,195,809.	338,785,714.	393,344,693.	
14	Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	380,472,833.	365,147,428.	424,739,565.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31			
	24	Unrestricted	380,472,833.	365,147,428.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances	380,472,833.	365,147,428.	
	31	Total liabilities and net assets/fund balances	380,472,833.	365,147,428.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	380,472,833.
2	Enter amount from Part I, line 27a	2	-15,325,405.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	365,147,428.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	365,147,428.

Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENT

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			7,149,698.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			7,149,698.

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	7,149,698.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	25,412,105.	422,587,224.	.060135
2015	24,464,243.	412,480,849.	.059310
2014	19,351,865.	348,968,089.	.055455
2013	15,359,405.	275,501,289.	.055751
2012	11,977,122.	227,760,890.	.052586

2 Total of line 1, column (d)	2	.283237
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.056647
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	406,247,648.
5 Multiply line 4 by line 3	5	23,012,711.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	70,521.
7 Add lines 5 and 6	7	23,083,232.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	30,896,914.

3

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter. _____ (attach copy of letter if necessary-see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	70,521.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col (b).		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	2	0.
3 Add lines 1 and 2	3	70,521.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-	5	70,521.
6 Credits/Payments:		
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	127,028.
b Exempt foreign organizations - tax withheld at source	6b	0.
c Tax paid with application for extension of time to file (Form 8868)	6c	0.
d Backup withholding erroneously withheld	6d	0.
7 Total credits and payments. Add lines 6a through 6d	7	127,028.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	56,507.
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

2

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions STATEMENT 10 STMT 12
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions SEE STATEMENT 11 SEE STATEMENT 13
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of BAKER TILLY, LLP, CPA'S Telephone no 215-972-0701 Located at 1650 MARKET STREET STE. 4500, PHILADELPHIA, PA ZIP+4 19103-7341
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a During the year, did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here
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 2017?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2017?

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

5a During the year, did the foundation pay or incur any amount to:			Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here	N/A		5b
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d)	N/A		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.			6b X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A		7b

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOSEPH NEUBAUER C/O BAKER TILLY, LLP 1800 BYBERRY ROAD HUNTINGDON VALLEY, PA 19006	TRUSTEE 6.00	0.	0.	0.
LAWRENCE NEUBAUER C/O BAKER TILLY, LLP 1800 BYBERRY ROAD HUNTINGDON VALLEY, PA 19006	TRUSTEE 1.00	0.	0.	0.
MELISSA NEUBAUER ANDERSON C/O BAKER TILLY, LLP 1800 BYBERRY ROAD HUNTINGDON VALLEY, PA 19006	TRUSTEE 1.00	0.	0.	0.
REBECCA CORNEJO 1717 ARCH STREET, 40TH FLOOR PHILADELPHIA, PA 19103	EXECUTIVE DIRECTOR 40.00	249,686.	33,993.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DANIEL BERKOWITZ - 1717 ARCH STREET, 40TH FLOOR, PHILADELPHIA, PA 19103	40.00	159,435.	18,843.	0.
MARGOT SKLAR - 1717 ARCH STREET, 40TH FLOOR, PHILADELPHIA, PA 19103	40.00	98,108.	16,589.	0.

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
STACY HOLLAND - 1717 ARCH STREET, 40TH FLOOR, PHILADELPHIA, PA 19103	CONSULTING SERVICES	184,202.
BRIAN COMMUNICATIONS - 200 FOUR FALLS CORPORATE CENTER, SUITE 100, CONSHOHOCKEN, PA	CONSULTING SERVICES	160,266.
I-SPACE INSTITUTE LLC 204 GARDEN PL, WAYNE, PA 19087	CONSULTING SERVICES	113,500.
BAKER TILLY VIRCHOW KRAUSE LLP - 1650 MARKET ST SUITE 4500, PHILADELPHIA, PA 19103	ACCOUNTING SERVICES	76,844.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	66,240,205.
b	Average of monthly cash balances	1b	52,944,985.
c	Fair market value of all other assets	1c	293,248,970.
d	Total (add lines 1a, b, and c)	1d	412,434,160.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	412,434,160.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,186,512.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	406,247,648.
6	Minimum investment return Enter 5% of line 5	6	20,312,382.

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

1	Minimum investment return from Part X, line 6	1	20,312,382.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	70,521.
2b	Income tax for 2017 (This does not include the tax from Part VI.)	2b	451,477.
c	Add lines 2a and 2b	2c	521,998.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	19,790,384.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	19,790,384.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	19,790,384.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	30,896,914.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	30,896,914.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	70,521.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	30,826,393.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				19,790,384.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013				
c From 2014	3,277,978.			
d From 2015	9,120,591.			
e From 2016	5,899,050.			
f Total of lines 3a through e	18,297,619.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ 30,896,914.				
a Applied to 2016, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				19,790,384.
e Remaining amount distributed out of corpus	11,106,530.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	29,404,149.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018 Subtract lines 7 and 8 from line 6a	29,404,149.			
10 Analysis of line 9.				
a Excess from 2013				
b Excess from 2014	3,277,978.			
c Excess from 2015	9,120,591.			
d Excess from 2016	5,899,050.			
e Excess from 2017	11,106,530.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling ▶

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

	Tax year				(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

JOSEPH NEUBAUER

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

NONE

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

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

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

SEE STATEMENT 14

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

c Any submission deadlines:

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

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ACADEMY OF MUSIC BROAD AND LOCUST STREETS PHILADELPHIA, PA 19102	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	25,000.
NEUBAUER FAMILY CHARITABLE TRUST C/O SILICON VALLEY COMMUNITY FDN. 2440 W EL CAMINO REAL, SUITE 300 MOUNTAIN VIEW, CA 94040	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	22,611,000.
NEW FOUNDATION CHARTER SCHOOL 8001 TORRESDALE AVE PHILADELPHIA, PA 19136	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	12,500.
NEW LEADERS 30 WEST 26TH STREET, 10TH FLOOR NEW YORK, NY 10010	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	135,600.
NEW VENTURE FUND 1201 CONNECTICUT AVENUE NW STE 300 WASHINGTON, DC 20036	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	300,000.
Total			SEE CONTINUATION SHEET(S)	29,521,614.
b Approved for future payment				
ARTIST YEAR 52 CHAMBERS ST, RM 113 NEW YORK, NY 10007	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	184,900.
WHYY, INC. 150 N. 6TH STREET PHILADELPHIA, PA 19106	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	4,012,471.
AMERICAN FRIENDS OF HEBREW UNIVERSITY ONE BATTERY PARK PLAZA 25TH FL NEW YORK, NY 10004	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	5,145,000.
Total			SEE CONTINUATION SHEET(S)	104,293,095.

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
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.

Table with columns Yes and No. Rows 1a(1), 1a(2), 1b(1), 1b(2), 1b(3), 1b(4), 1b(5), 1b(6), 1c. All 'No' boxes are checked with an 'X'.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A' in column (c).

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? [] Yes [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A' in column (a).

Sign Here: Under penalty of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, this return is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee: [Signature] Date: 10/10/19 Title: TRUSTEE

May the IRS discuss this return with the preparer shown below? See instr. [X] Yes [] No

Paid Preparer Use Only: Print/Type preparer's name: MICHAEL S. KEHOE, CPA; Preparer's signature: [Signature]; Date: 10/07/19; Check [X] if self-employed; PTIN: P00096004; Firm's name: BAKER TILLY VIRCHOW KRAUSE, LLP; Firm's EIN: 39-0859910; Firm's address: 1650 MARKET STREET STE. 4500 PHILADELPHIA, PA 19103-7341; Phone no.: 215-972-0701

THE NEUBAUER FAMILY FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr.)
1a HIGHFIELDS CAPITAL II	P	VARIOUS	11/30/18
b GS DEWORDE	P	VARIOUS	11/30/18
c CAPITAL GAINS FROM NEXT EGG INVESTMENTS (NFF)	P	VARIOUS	12/31/17
d CAPITAL GAINS FROM NEXT EGG INVESTMENTS (NFF)	P	VARIOUS	12/31/17
e CAPITAL GAINS DIVIDENDS			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 23,367.			23,367.
b 237,638.			237,638.
c 1,561,838.			1,561,838.
d 5,242,119.			5,242,119.
e 84,736.			84,736.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			23,367.
b			237,638.
c			1,561,838.
d			5,242,119.
e			84,736.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	7,149,698.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NEW YORK HISTORICAL SOCIETY 170 CENTRAL PARK WEST NEW YORK, NY 10024	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	26,250.
NORTH AMERICAN COUNCIL FOR THE LEGACY OF POLISH JEWS 733 PARK AVE NEW YORK, NY 10021	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	2,500.
NY PRESBYTERIAN HOSPITAL-WEILL CORNELL MEDICAL COLLEGE 525 E 68TH ST NEW YORK, NY 10065	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	7,500.
NY PUBLIC RADIO WQXR PO BOX 1550 NEW YORK, NY 10116	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	2,500.
OPERA AMERICA 330 SEVENTH AVENUE 18TH FLOOR NEW YORK, NY 10001	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
OPERA PHILADELPHIA 1420 LOCUST STREET 210 PHILADELPHIA, PA 19102	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	700.
PENN ALEXANDER SCHOOL 4209 SPRUCE ST PHILADELPHIA, PA 19104	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	2,100.
PETER'S PLACE 336 KING OF PRUSSIA ROAD RADNOR, PA 19087	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	750.
PHILADELPHIA CENTER FOR ARCHITECTURE 1218 ARCH ST PHILADELPHIA, PA 19107	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	2,500.
PHILADELPHIA MUSEUM OF ART P.O. BOX 7646 PHILADELPHIA, PA 19101	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	1,000.
Total from continuation sheets				6,437,514.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PHILADELPHIA POLICE FOUNDATION PO BOX 4358 PHILADELPHIA, PA 19118	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	42,500.
NATIONAL PHILANTHROPIC TRUST 165 TOWNSHIP LINE RD SUITE 1200 JENKINTOWN, PA 19046	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	250,000.
PHILLY SEEDS 1800 S 32ND ST PHILADELPHIA, PA 19145	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	7,800.
NATIONAL MUSEUM OF AMERICAN JEWISH HISTORY 101 SOUTH INDEPENDENCE MALL EAST PHILADELPHIA, PA 19106	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	28,000.
NATIONAL MS SOCIETY 733 THIRD AVENUE 3RD FLOOR NEW YORK, NY 10017	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	30,000.
JUDITH CREED HOME FOR ADULTS 274 BRYN MAWR AVE BRYN MAWR, PA 19010	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
KENWOOD EDUCATION ADVISING 716 VALLEY RD MONTCLAIR, NJ 07043	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	55,500.
LINCOLN CENTER THEATER 150 W 65TH STREET NEW YORK, NY 10023	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
LITTLE HEARTS P.O. BOX 171 CROMWELL, CT 06416	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	15,000.
LOWER MERION FRATERNAL ORDER OF POLICE P.O. BOX 430 ARDMORE, PA 19003	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	750.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LOWER MERION POLICE PENSION ASSOCIATION 71 E LANCASTER AVE ARDMORE, PA 19003	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	750.
WOODMERE ART MUSEUM 9201 GERMANTOWN AVENUE PHILADELPHIA, PA 19118	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
METROPOLITAN OPERA 30 LINCOLN CENTER PLAZA NEW YORK, NY 10023	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	150,000.
MIDDLE EAST FORUM 1650 MARKET STREET, SUITE 3600 PHILADELPHIA, PA 19103	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	2,500.
MIRACLE FEET 107 CONNER DRIVE, SUITE 230 CHAPEL HILL, NC 27514	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	45,000.
MISSION KIDS CHILD ADVOCACY 180 W. GERMANTOWN PIKE SUITE 1 EAST NORRITON, PA 19401	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	3,000.
MOUNT SINAI HEALTH SYSTEM ONE GUSTAVE L. LEVY PLACE, BOX 1049 NEW YORK, NY 10029	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	7,500.
MOVING TRADITIONS 8380 OLD YORK ROAD SUITE 4300 ELKINS PARK, PA 19027	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	3,000.
MUSEUM OF MODERN ART 11 WEST 53 STREET NEW YORK, NY 10019	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	3,000.
NATIONAL CONSTITUTION CENTER 525 ARCH STREET PHILADELPHIA, PA 19106	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	50,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NATIONAL MUSEUM OF AFRICAN AMERICAN HISTORY 1400 CONSTITUTION AVE NW WASHINGTON, DC 20560	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
JEWISH THEOLOGIC SEMINARY 3080 BROADWAY NEW YORK, NY 10027	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	18,000.
PLANNED PARENTHOOD FEDERATION OF AMERICA 123 WILLIAM ST NEW YORK, NY 10038	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	3,000.
PROJECT H.O.M.E. 1515 FAIRMOUNT AVENUE PHILADELPHIA, PA 19130	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	3,000.
THE PA HORTICULTURAL SOCIETY 100 N 20TH ST #5 PHILADELPHIA, PA 19103	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
THE PHILADELPHIA ORCHESTRA 1 S BROAD ST PHILADELPHIA, PA 19102	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	615,000.
THE RENDELL CENTER FOR CIVICS 200 S. BROAD ST FL 4 PHILADELPHIA, PA 19102	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	7,500.
THE ROCK SCHOOL FOR DANCE EDUCATION 1101 SOUTH BROAD STREET PHILADELPHIA, PA 19147	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
THE SMITH MEMORIAL PLAYGROUND 3500 RESERVOIR DRIVE EAST FAIRMOUNT PARK, PA 19121	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	81,750.
THE STEPHEN GAYNOR SCHOOL 148 W 90TH ST NEW YORK, NY 10024	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	67,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE WRITING REVOLUTION 22 CORTLANDT STREET 33RD FLOOR NEW YORK, NY 10007	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	5,400.
THORNCROFT 190 LINE RD MALVERN, PA 19355	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	750.
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 3451 WALNUT STREET ROOM 329 PHILADELPHIA, PA 19104	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	503,000.
TUFTS UNIVERSITY 230 THE FENWAY BOSTON, MA 02115	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	7,500.
UNIVERSITY OF CHICAGO 5801 SOUTH ELLIS AVENUE CHICAGO, IL 60637	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	282,176.
URBAN LEAGUE OF PHILADELPHIA 121 SOUTH BROAD STREET 9TH FLOOR PHILADELPHIA, PA 19107	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	20,000.
WHITNEY MUSEUM OF AMERICAN ART 99 GANSEVOORT ST NEW YORK, NY 10014	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	1,000.
WHYY 150 N. 6TH STREET PHILADELPHIA, PA 19106	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	522,500.
WOLF PERFORMING ARTS CENTER 1240 MONTROSE AVE BRYN MAWR, PA 19010	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	5,400.
THE NEW TEACHER PROJECT INC 500 7TH AVENUE, 8TH FLOOR NEW YORK, NY 10018	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	160,000.
Total from continuation sheets				

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PRINCETON UNIVERSITY 701 CARNEGIE CTR PRINCETON, NJ 08540	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	30,000.
THE LIBRARY COMPANY OF PHILADELPHIA 1314 LOCUST ST PHILADELPHIA, PA 19107	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	159.
THE CROSSING 8855 GERMANTOWN AVE. PHILADELPHIA, PA 19118	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
PUBLIC CITIZENS FOR CHILDREN & YOUTH 990 SPRING GARDEN STREET SUITE 200 PHILADELPHIA, PA 19123	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	15,000.
RESEARCH FOR ACTION 3701 CHESTNUT ST 6W PHILADELPHIA, PA 19104	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	75,000.
RICHARD TUCKER MUSIC FESTIVAL 1790 BROADWAY #715 NEW YORK, NY 10019	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	5,000.
RIVERBEND ENVIRONMENTAL EDUCATION CENTER 1950 SPRING MILL ROAD GLADWYNE, PA 19035	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	1,500.
SALISBURY SCHOOL 251 CANAAN ROAD SALISBURY, CT 06068	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	30,000.
SCHOOL DISTRICT OF PHILADELPHIA 440 N BROAD ST PHILADELPHIA, PA 19130	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	75,295.
SCIENCE LEADERSHIP ACADEMY HOME & SCHOOL 55 N 22ND ST PHILADELPHIA, PA 19103	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	12,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SEEDS OF PEACE 370 LEXINGTON AVENUE, SUITE 1201 NEW YORK, NY 10017	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	7,500.
SLATER JETT MYERS FOUNDATION 2 OLD FARM CT WEST NYACK, NY 10994	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	3,000.
ST PAUL'S LUTHERAN CHURCH 5900 N. 5TH STREET PHILADELPHIA, PA 19120	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	1,500.
ST STEPHEN'S EPISCOPAL CHURCH 19 S 10TH ST PHILADELPHIA, PA 19107	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
TEAM UP PHILLY 111 FORREST AVE #3 NARBERTH, PA 19072	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	750.
TEMPLE BETH ZION BETH ISRAEL 300 S 18TH ST PHILADELPHIA, PA 19103	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	68,000.
THE BARNES FOUNDATION 2025 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 19130	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	127,000.
THE CHAPIN SCHOOL 100 EAST END AVE NEW YORK, NY 10028	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	187,500.
THE FORWARD 125 MAIDEN LANE NEW YORK, NY 10038	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	2,000.
JEWISH PUBLICATION SOCIETY 2100 ARCH STREET PHILADELPHIA, PA 19103	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	3,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MAIN LINE ART CENTER 746 PANMURE ROAD HAVERFORD, PA 19041	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	12,500.
WOODROW WILSON INT'L CENTER FOR SCHOLARS 1300 PENNSYLVANIA AVE NW WASHINGTON, DC 20004	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
ASIA SOCIETY 725 PARK AVENUE NEW YORK, NY 10021	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	2,500.
EB RESEARCH PARTNERSHIP 132 EAST 43RD STREET, SUITE 432 NEW YORK, NY 10017	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	37,500.
DUKE UNIVERSITY ALUMNI & DEVELOPMENT RECORDS DURHAM, NC 27708	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	50,000.
AMERICAN FRIENDS OF POLIN MUSEUM OF THE HISTORY OF POLISH JEWS 733 PARK AVE NEW YORK, NY 10021	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	20,000.
DREXEL UNIVERSITY 3141 CHESTNUT STREET PHILADELPHIA, PA 19104	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
DELAWARE VALLEY FAIRNESS PROJECT 133 N. BREAD ST, SUITE C3 PHILADELPHIA, PA 19106	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPOORT	3,800.
DELAWARE CANAL 21 36 BRIDGE FOUR LANE PIPERSVILLE, PA 18947	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	12,500.
JEWISH MUSEUM OF NEW YORK 1109 FIFTH AVENUE NEW YORK, NY 10128	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	15,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CURTIS INSTITUTE OF MUSIC 1726 LOCUST STREET PHILADELPHIA, PA 19103	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
AMERICAN FRIENDS OF TECHNION 55 EAST 59TH STREET NEW YORK, NY 10022	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	250,000.
AMERICAN FRIENDS OF TEL AVIV UNIVERSITY 39 BROADWAY, SUITE 1510 NEW YORK, NY 10006	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	330,986.
CRADLE OF LIBERTY COUNCIL 1485 VALLEY FORGE ROAD WAYNE, PA 19087	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	5,000.
CONGREGATION BNAI JESHURUN 1025 S ORANGE AVE SHORT HILLS, NJ 07078	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	15,000.
COMMUNITY PARTNERSHIP SCHOOL 1936 N JUDSON ST PHILADELPHIA, PA 19121	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	90,000.
COLUMBIA UNIVERSITY MEDICAL CENTER 630 WEST 168TH STREET NEW YORK, NY 10032	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	438,750.
AMERICAN JEWISH COMMITTEE 30 S 15TH ST #801 PHILADELPHIA, PA 19102	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	37,500.
CHILDREN'S CARDIOMYOPATHY FOUNDATION P.O. BOX 547 TENAFLY, NJ 07670	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	1,080.
CENTER FOR CURATORIAL LEADERSHIP 174 EAST 80TH STREET NEW YORK, NY 10075	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	50,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BROAD STREET MINISTRY 315 SOUTH BROAD STREET PHILADELPHIA, PA 19107	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	7,500.
AMERICAN PHILOSOPHICAL SOCIETY 104 SOUTH FIFTH STREET PHILADELPHIA, PA 19106	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	25,000.
AMERICANS FOR THE ARTS 1000 VERMONT AVE NW 6TH FLOOR WASHINGTON, DC 20005	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	15,000.
BOYS LATIN OF PHILADELPHIA CHARTER SCHOOL 5501 CEDAR AVENUE PHILADELPHIA, PA 19143	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	4,200.
ARTIST YEAR 52 CHAMBERS ST, RM 113 NEW YORK, NY 10007	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	65,937.
BETH DAVID REFORM CONGREGATION 1130 VAUGHAN LN GLADWYNE, PA 19035	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	37,500.
BARTRAM GARDENS 5400 LINDBERGH BLVD PHILADELPHIA, PA 19143	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	500.
AUTISM SCIENCE FOUNDATION 106 WEST 32ND STREET SUITE 182 NEW YORK, NY 10001	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	3,000.
ATHENAEUM OF PHILADELPHIA 219 S. 6TH STREET PHILADELPHIA, PA 19106	N/A	509(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	400.
ASSOCIATIONS OF SMALL FOUNDATIONS 1720 N STREET NW WASHINGTON, DC 20036	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	12,500.
Total from continuation sheets				

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ASSOCIATION FOR FRONTOTEMPORAL DISORDERS 290 KING OF PRUSSIA ROAD RADNOR, PA 19087	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	45,000.
EQUAL MEASURE 520 WALNUT ST STE 1450 PHILADELPHIA, PA 19106	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	104,531.
FIGURE SKATING IN HARLEM 361 WEST 125TH STREET, 4TH FLOOR NEW YORK, NY 10027	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	1,000.
EPISCOPAL ACADEMY 1785 BISHOP WHITE DR NEWTOWN SQ, PA 19073	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	15,000.
GREATER PHILADELPHIA CHAMBER OF COMMERCE 200 S. BROAD ST., SUITE 700 PHILADELPHIA, PA 19102	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	6,800.
H A BROWN HOME & SCHOOL ASSN 1946 E SERGEANT ST PHILADELPHIA, PA 19125	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	12,500.
HAVERFORD COLLEGE 370 LANCASTER AVENUE HAVERFORD, PA 19041	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	1,500.
HORATIO ALGER ASSOCIATION OF DISTINGUISHED AMERICANS 99 CANAL CENTER PLAZA, SUITE 320 ALEXANDRIA, VA 22314	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	175,000.
AMERICAN ACADEMY OF ARTS AND SCIENCES 136 IRVING STREET CAMBRIDGE, MA 02138	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
HOSPITAL FOR SPECIAL SURGERY 535 E 70TH ST NEW YORK, NY 10021	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	7,500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AFRICAN WILDLIFE FOUNDATION 1100 NEW JERSEY AVE SE SUITE 900 WASHINGTON, DC 20003	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	3,000.
HUNTINGDON THEATER COMPANY 264 HUNTINGTON AVENUE BOSTON, MA 02115	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	5,000.
INDEPENDENCE CHARTER SCHOOL 1600 LOMBARD ST PHILADELPHIA, PA 19146	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	8,500.
INSTITUTE OF ADVANCED STUDIES 1 EINSTEIN DR PRINCETON, NJ 08540	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	15,000.
ITREK (FORMERLY ISRAEL & CO.) 1460 BROADWAY NEW YORK, NY 10036	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
JAMES A MICHENER ART MUSEUM 138 S. PINE ST DOYLESTOWN, PA 18901	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	5,000.
ACADEMY OF NATURAL SCIENCES 1900 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 19103	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	5,000.
JAPAN AMERICA SOCIETY OF GREATER PHILADELPHIA 5070 PARKSIDE AVE, SUITE 1404 PHILADELPHIA, PA 19131	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	13,000.
JEWISH FAMILY & CHILDREN SERVICES 4747 NORTH 7TH STREET SUITE 100 PHOENIX, AZ 85014	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	7,500.
JEWISH FEDERATION OF GREATER PHILADELPHIA 2100 ARCH STREET PHILADELPHIA, PA 19103	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	250,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FOUNDATION FIGHTING BLINDNESS 7168 COLUMBIA GATEWAY DRIVE SUITE 100 COLUMBIA, MD 21046	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	100,000.
GLADWYNE FREE LIBRARY 362 RIGHTERS MILL RD GLADWYNE, PA 19035	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	1,200.
ARTS ADVANCE 927 REMINGTON ROAD WYNNEWOOD, PA 19096	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	13,500.
FRIENDS OF YEMIN ORDE 4340 EAST WEST HIGHWAY #202 BETHESDA, MD 20814	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	22,500.
FOUNDATION FOR CONTEMPORARY ARTS 820 GREENWICH STREET NEW YORK, NY 10014	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	1,000.
FRIENDS OF THE CYNWYD TRAIL PO BOX 695 BALA CYNWYD, PA 19004	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	750.
FRANKLIN INSTITUTE 222 N 20TH ST PHILADELPHIA, PA 19103	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	5,000.
FREIRE CHARTER SCHOOL 2027 CHESTNUT ST PHILADELPHIA, PA 19103	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	12,500.
FRIENDS OF RITTENHOUSE SQUARE 210 WEST RITTENHOUSE SQUARE BOX 1308 PHILADELPHIA, PA 19103	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	1,500.
AMERICAN FRIENDS OF HEBREW UNIVERSITY ONE BATTERY PARK PLAZA 25TH FL NEW YORK, NY 10004	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	160,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FRIENDS OF JEWISH MUSEUM OF VIENNA 20 EAST 9TH STREET #15C NEW YORK, NY 10003	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	1,800.
FRIENDS OF BODINE 1101 N 4TH STREET PHILADELPHIA, PA 19123	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	12,500.
FRIENDS' CENTRAL SCHOOL 1101 CITY AVENUE WYNNEWOOD, PA 19096	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	30,000.
GERSHMAN PHILA JEWISH FILM FESTIVAL 401 SOUTH BROAD STREET PHILADELPHIA, PA 19147	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
FRIENDS OF AMY NW 6000 RIDGE AVE PHILADELPHIA, PA 19128	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	12,500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
UNIVERSITY OF CHICAGO. - VARIOUS PROGRAMS 5801 SOUTH ELLIS AVENUE CHICAGO, IL 60637	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	60,482,114.
TUFTS UNIVERSITY 230 THE FENWAY BOSTON, MA 02115	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	3,300,000.
WEIZMANN INSTITUTE OF SCIENCE 633 THIRD AVENUE NEW YORK, NY 10017	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	600,000.
AMERICAN FRIENDS OF POLIN MUSEUM OF THE HISTORY OF POLISH JEWS 733 PARK AVE NEW YORK, NY 10021	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	2,500.
TNTP, INC. 500 7TH AVE 8TH FLOOR NEW YORK, NY 10018	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	280,000.
UNIVERSITY OF IOWA 100 POMERANTZ CENTER IOWA CITY, IA 52242	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	300,000.
UNIVERSITY OF PENNSYLVANIA 3451 WALNUT STREET ROOM 329 PHILADELPHIA, PA 19104	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	1,427,500.
PROJECT H.O.M.E. 1515 FAIRMOUNT AVENUE PHILADELPHIA, PA 19130	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	825,000.
THE BARNES FOUNDATION 2025 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 19130	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	9,212,500.
JAPAN AMERICA SOCIETY OF GREATER PHILADELPHIA 5070 PARKSIDE AVE, SUITE 1404 PHILADELPHIA, PA 19131	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	20,000.
Total from continuation sheets				94,950,724.

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
KEYSTONE BABY SCHOLARS PROGRAM (NPT) 613 NORTH DRIVE 1 ROOM G-06 HARRISBURG, PA 17120	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	500,000.
MD ANDERSON CANCER CENTER 1515 HOLCOMBE BLVD. HOUSTON, TX 77030	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	400,000.
METROPOLITAN OPERA 30 LINCOLN CENTER PLAZA NEW YORK, NY 10023	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	9,000,000.
HORATIO ALGER ASSOCIATION 99 CANAL CENTER PLAZA, SUITE 320 ALEXANDRIA, VA 22314	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	40,000.
NATIONAL MUSEUM OF AMERICAN JEWISH HISTORY 101 SOUTH INDEPENDENCE MALL EAST PHILADELPHIA, PA 19106	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	55,000.
FOUNDATION FIGHTING BLINDNESS 7168 COLUMBIA GATEWAY DRIVE, SUITE 100 COLUMBIA, MD 21046	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	300,000.
PHILADELPHIA ACADEMY OF SCHOOL LEADERS 230 S. BROAD STREET PHILADELPHIA, PA 19102	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	386,685.
DUKE UNIVERSITY 615 CHAPEL DRIVE DURHAM, NC 27708	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	150,000.
THE NEW TEACHER PROJECT INC 500 7TH AVENUE, 8TH FLOOR NEW YORK, NY 10008	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	80,000.
PHILADELPHIA ORCHESTRA 1 S BROAD ST PHILADELPHIA, PA 19102	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	298,500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PHILADELPHIA POLICE FOUNDATION P.O. BOX 4358 PHILADELPHIA, PA 19118	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	40,000.
DELAWARE CANAL 21 36 BRIDGE FOUR LANE PIPERSVILLE, PA 18947	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	12,500.
PUBLIC CITIZENS FOR CHILDREN & YOUTH 990 SPRING GARDEN ST SUITE 20 PHILADELPHIA, PA 19123	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	16,750.
RESEARCH FOR ACTION 3701 CHESTNUT ST 6W PHILADELPHIA, PA 19104	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	125,000.
CULTURE SHED 545 W. 30TH STREET NEW YORK, NY 10001	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	1,666,000.
SCHOOL DISTRICT OF PHILADELPHIA 440 N BROAD ST PHILADELPHIA, PA 19130	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	121,675.
BRANDEIS UNIVERSITY 415 SOUTH STREET WALTHAM, MA 02453	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	198,000.
BOYS LATIN OF PHILADELPHIA CHARTER SCHOOL 5501 CEDAR AVENUE PHILADELPHIA, PA 19143	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	12,000.
TECHNION INSTITUTE OF TECHNOLOGY 55 EAST 59TH STREET NEW YORK, NY 10022	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	4,099,000.
DREXEL UNIVERSITY 3141 CHESTNUT STREET PHILADELPHIA, PA 19104	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	100,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JEWISH MUSEUM OF NEW YORK 1109 FIFTH AVENUE. NEW YORK, NY 10128	N/A	501(C)(3) PUBLIC CHARITY	PROGRAM SUPPORT	900,000.
Total from continuation sheets				

Schedule B

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

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2017

Name of the organization

Employer identification number

THE NEUBAUER FAMILY FOUNDATION**25-6627704**

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

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

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

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

Name of organization

Employer identification number

THE NEUBAUER FAMILY FOUNDATION

25-6627704

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOSEPH NEUBAUER 1717 ARCH ST SUITE 4050 PHILADELPHIA, PA 19103	\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

THE NEUBAUER FAMILY FOUNDATION

25-6627704

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

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

Name of organization

Employer identification number

THE NEUBAUER FAMILY FOUNDATION

25-6627704

Part III

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS FROM NEXT EGG INVESTMENTS (NFF) PASSTHROUGH K-1S	1,201,233.	0.	1,201,233.	1,201,233.	
INTEREST FROM NEXT EGG INVESTMENTS (NFF) PASSTHROUGH K-1S	12,936,694.	0.	12,936,694.	12,823,843.	
INTEREST INCOME	156,570.	0.	156,570.	156,570.	
OTHER DIVIDEND INCOME	512,564.	84,736.	427,828.	427,828.	
TO PART I, LINE 4	14,807,061.	84,736.	14,722,325.	14,609,474.	

FORM 990-PF

OTHER INCOME

STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
K-1 LOSS FROM NEXT EGG INVESTMENTS (NFF) PASSTHROUGH K-1S	-11,913,445.	-11,913,445.	
ADJUST FOR INCOME ALLOCATED TO FORM 990-T	0.	-2,737,422.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-11,913,445.	-14,650,867.	

FORM 990-PF

LEGAL FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	26,970.	5,394.		21,576.
TO FM 990-PF, PG 1, LN 16A	26,970.	5,394.		21,576.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	76,844.	7,685.		30,737.
TO FORM 990-PF, PG 1, LN 16B	76,844.	7,685.		30,737.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	4,401.	4,401.		0.
CONSULTING EXPENSES	73,798.	0.		73,798.
I-SPACE INSTITUTE, LLC CHARITABLE CONSULTANTS	113,500.	0.		113,500.
ISAACSON MILLER CHARITABLE CONSULTANTS	43,692.	0.		43,692.
BRIAN COMMUNICATIONS CHARITABLE CONSULTANTS	160,266.	0.		160,266.
STACY HOLLAND CHARITABLE CONSULTANT	184,202.	0.		184,202.
TO FORM 990-PF, PG 1, LN 16C	579,859.	4,401.		575,458.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FORM 990-T ESTIMATED TAX PAYMENTS	900,000.	0.		0.
PAYROLL TAXES	29,720.	0.		29,720.
FOREIGN TAXES REPORTED ON K-1S	36,355.	36,355.		0.
TO FORM 990-PF, PG 1, LN 18	966,075.	36,355.		29,720.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	152.	152.		0.
OFFICE EXPENSES	11,199.	2,240.		8,959.
DUES AND SUBSCRIPTIONS	2,527.	0.		2,527.
PAYROLL PROCESSING FEE	1,597.	0.		1,597.
INSURANCE EXPENSES	1,677.	0.		1,677.
CHARITABLE EVENT EXPENSES	39,507.	0.		39,507.
CONTINUING EDUCATION	108.	0.		108.
TOTAL TO FORM 990-PF, PG 1, LN 23	56,767.	2,392.		54,375.

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
UBS SECURITIES	1,767,611.	5,906,486.
MONDELEZ INTERNATIONAL	2,154,717.	2,249,000.
BMO GLOBAL LOW VOLATILITY	8,000,000.	8,800,000.
TOTAL TO FORM 990-PF, PART II, LINE 10B	11,922,328.	16,955,486.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ELLIOT INTERNATIONAL LTD	COST	5,000,000.	11,509,407.
NEXT EGG INVESTMENTS (NFF), LP	COST	333,785,714.	381,835,286.
TOTAL TO FORM 990-PF, PART II, LINE 13		338,785,714.	393,344,693.

FORM 990-PF

TRANSFERS TO CONTROLLED ENTITIES
PART VII-A, LINE 11

STATEMENT 10

NAME OF CONTROLLED ENTITYEMPLOYER ID NONEXT EGG INVESTMENTS (NFF), LP - FOUNDATION OWNS 100%
CAPITAL 92.73% INCOME

80-0696650

ADDRESSC/O 1650 MARKET STREET, SUITE 4500
PHILADELPHIA, PA 19103-7341DESCRIPTION OF TRANSFER

PARTNERSHIP CAPITAL CONTRIBUTIONS.

AMOUNT
OF TRANSFER

12,413,439.

TOTAL AMOUNT OF TRANSFERS TO CONTROLLED ENTITIES

12,413,439.

FORM 990-PF

EXPLANATION CONCERNING PART VII-A, LINE 12
QUALIFYING DISTRIBUTION STATEMENT

STATEMENT 11

EXPLANATION

THIS FOUNDATION CONTRIBUTED ITS OWNERSHIP INTEREST IN CHESWOLD (ALMONDS), LLC AND CHESWOLD ALMONDS, INC. TO THE SILICON VALLEY COMMUNITY FOUNDATION (SVCF), WHICH IS A DONOR ADVISED FUND, AND PROPERLY TREATED THIS CONTRIBUTION AS A QUALIFYING DISTRIBUTION. SVCF HOLDS THIS INVESTMENT IN THE NEUBAUER FAMILY FOUNDATION CHARITABLE TRUST, WHICH IS A SUPPORTING ORGANIZATION.

FORM 990-PF

SCHEDULE OF CONTROLLED ENTITIES
PART VII-A, LINE 11

STATEMENT 12

NAME OF CONTROLLED ENTITYEMPLOYER ID NONEXT EGG INVESTMENTS (NFF), LP - FOUNDATION OWNS 100%
CAPITAL 92.73% INCOME

80-0696650

ADDRESS

EXCESS BUSINESS HOLDING [] YES [X] NO

C/O 1650 MARKET STREET, SUITE 4500
PHILADELPHIA, PA 19103-7341NAME OF CONTROLLED ENTITYEMPLOYER ID NONEXT EGG INVESTMENTS (NFF), LP - FOUNDATION OWNS 100%
CAPITAL 92.73% INCOME

80-0696650

ADDRESS

EXCESS BUSINESS HOLDING [] YES [X] NO

C/O 1650 MARKET STREET, SUITE 4500
PHILADELPHIA, PA 19103-7341

FORM 990-PF

EXPLANATION CONCERNING PART VII-A, LINE 12
SECTION 170(C)(2)(B) STATEMENT

STATEMENT 13

EXPLANATION

THE CASH FLOW FROM THESE ASSETS TO THE SUPPORTING ORGANIZATION,, WHICH IS CONTROLLED BY SILICON VALLEY COMMUNITY FOUNDATION, WILL BE USED TO FUND CASH CONTRIBUTIONS TO PUBLIC CHARITIES. FOR INSTANCE, THIS SUPPORTING ORGANIZATION, WHICH IS CONTROLLED BY THE DONOR ADVISED FUND, RECENTLY GAVE \$2,500,000 TO THE UNIVERSITY OF CHICAGO. THE INTENT IS TO NOT ACCUMULATE INCOME AND ASSETS IN THE SUPPORTING ORGANIZATION OR THE DONOR ADVISED FUND.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 14

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

REBECCA CORNEJO, EXECUTIVE DIRECTOR, NEUBAUER FAMILY FOUNDATION
1717 ARCH STREET, SUITE 4050
PHILADELPHIA, PA 19103-2793

TELEPHONE NUMBER NAME OF GRANT PROGRAM

215-606-1784

N/A

EMAIL ADDRESS

REBECCA@NEUBAUERFAMILYFOUNDATION.ORG

FORM AND CONTENT OF APPLICATIONS

PLEASE SUBMIT REQUESTS USING THE NATIONAL NETWORK OF GRANTMAKERS "COMMON GRANT APPLICATION" WHICH IS AVAILABLE AT THE FOLLOWING WEB ADDRESS:
[HTTPS://WWW.FRACTUREDATLAS.ORG/SITE/FISCAL/NATIONAL%20COMMON_GRANT_APPLICATION.PDF](https://www.fracturedatlas.org/site/fiscal/national%20common_grant_application.pdf)

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

AREAS OF NON-SUPPORT INCLUDE POLITICAL ORGANIZATIONS, LITIGATION, PUBLICATIONS, UNIVERSITY PRESSES, STUDIES LACKING ACTION PLANS FOR UTILIZATION, PARTIES, CONFERENCES, FAIRS, FESTIVALS AND OTHERS. ALSO, THE FOUNDATION DOES NOT PURCHASE TICKETS, TABLES, ADS OR SPONSORSHIPS. SPECIAL CONSIDERATION IS GIVEN TO CHARITABLE ORGANIZATIONS THAT OPERATE IN THE PHILADELPHIA, PENNSYLVANIA AREA.