

CHAR500

NYS Annual Filing for Charitable Organizations
www.CharitiesNYS.com

Send with fee and attachments to:
NYS Office of the Attorney General
Charities Bureau Registration Section
28 Liberty Street
New York, NY 10005

2018
Open to Public Inspection

1. General Information

For Fiscal Year Beginning (mm/dd/yyyy) 01/01/2018 and Ending (mm/dd/yyyy) 12/31/2018

Check if Applicable: <input type="checkbox"/> Address Change <input type="checkbox"/> Name Change <input type="checkbox"/> Initial Filing <input type="checkbox"/> Final Filing <input type="checkbox"/> Amended Filing <input type="checkbox"/> Reg ID Pending	Name of Organization: ROCKEFELLER FAMILY FUND, INC.	Employer Identification Number (EIN): 13-6257658
	Mailing Address: 475 RIVERSIDE DRIVE, NO. 900	NY Registration Number: 01-13-86
	City / State / ZIP: NEW YORK, NY 10115	Telephone: 212 812-4252
	Website: WWW.RFFUND.ORG	Email: ALAWYER@RBF.ORG

Check your organization's registration category: 7A only EPTL only DUAL (7A & EPTL) EXEMPT* Confirm your Registration Category in the Charities Registry at www.CharitiesNYS.com.

2. Certification

See instructions for certification requirements. Improper certification is a violation of law that may be subject to penalties. The certification requires two signatories.

We certify under penalties of perjury that we reviewed this report, including all attachments, and to the best of our knowledge and belief, they are true, correct and complete in accordance with the laws of the State of New York applicable to this report.

President or Authorized Officer:		LEE WASSERMAN DIRECTOR	<u>11/12/19</u>
	Signature	Print Name and Title	Date
Chief Financial Officer or Treasurer:		ANDREA LAWYER TREASURER	<u>11/11/19</u>
	Signature	Print Name and Title	Date

3. Annual Reporting Exemption

Check the exemption(s) that apply to your filing. If your organization is claiming an exemption under one category (7A or EPTL only filers) or both categories (DUAL filers) that apply to your registration, complete only parts 1, 2, and 3, and submit the certified Char500. No fee, schedules, or additional attachments are required. If you cannot claim an exemption or are a DUAL filer that claims only one exemption, you must file applicable schedules and attachments and pay applicable fees.

- 3a. 7A filing exemption: Total contributions from NY State including residents, foundations, government agencies, etc. did not exceed \$25,000 and the organization did not engage a professional fund raiser (PFR) or fund raising counsel (FRC) to solicit contributions during the fiscal year.
- 3b. EPTL filing exemption: Gross receipts did not exceed \$25,000 and the market value of assets did not exceed \$25,000 at any time during the fiscal year.

4. Schedules and Attachments

See the following page for a checklist of schedules and attachments to complete your filing.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	4a. Did your organization use a professional fund raiser, fund raising counsel or commercial co-venturer for fund raising activity in NY State? If yes, complete Schedule 4a.
	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	4b. Did the organization receive government grants? If yes, complete Schedule 4b.

5. Fee

See the checklist on the next page to calculate your fee(s). Indicate fee(s) you are submitting here:	7A filing fee: \$ <u>25.</u>	EPTL filing fee: \$ <u>1,500.</u>	Total fee: \$ <u>1,525.</u>	Make a single check or money order payable to: "Department of Law"
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CHAR500 Annual Filing for Charitable Organizations (Updated January 2019)

*The "Exempt" category refers to an organization's NYS registration status. It does not refer to its IRS tax designation.

CHAR500

Annual Filing Checklist

Simply submit the certified CHAR500 with no fee, schedule, or additional attachments IF:

- Your organization is registered as 7A only and you marked the 7A filing exemption in Part 3.
- Your organization is registered as EPTL only and you marked the EPTL filing exemption in Part 3.
- Your organization is registered as DUAL and you marked both the 7A and EPTL filing exemption in Part 3.

Checklist of Schedules and Attachments

Check the schedules you must submit with your CHAR500 as described in Part 4:

- If you answered "yes" in Part 4a, submit Schedule 4a: Professional Fund Raisers (PFR), Fund Raising Counsel (FRC), Commercial Co-Venturers (CCV)
- If you answered "yes" in Part 4b, submit Schedule 4b: Government Grants

Check the financial attachments you must submit with your CHAR500:

- IRS Form 990, 990-EZ, or 990-PF, and 990-T if applicable
- All additional IRS Form 990 Schedules, including Schedule B (Schedule of Contributors). Schedule B of public charities is exempt from disclosure and will not be available for public review.
- Our organization was eligible for and filed an IRS 990-N e-postcard. Our revenue exceeded \$25,000 and/or our assets exceeded \$25,000 in the filing year. We have included an IRS Form 990-EZ for state purposes only.

If you are a 7A only or DUAL filer, submit the applicable independent Certified Public Accountant's Review or Audit Report:

- Review Report if you received total revenue and support greater than \$250,000 and up to \$750,000.
- Audit Report if you received total revenue and support greater than \$750,000
- No Review Report or Audit Report is required because total revenue and support is less than \$250,000
- We are a DUAL filer and checked box 3a, no Review Report or Audit Report is required

Calculate Your Fee

For 7A and DUAL filers, calculate the 7A fee:

- \$0, if you checked the 7A exemption in Part 3a
- \$25, if you did not check the 7A exemption in Part 3a

For EPTL and DUAL filers, calculate the EPTL fee:

- \$0, if you checked the EPTL exemption in Part 3b
- \$25, if the NET WORTH is less than \$50,000
- \$50, if the NET WORTH is \$50,000 or more but less than \$250,000
- \$100, if the NET WORTH is \$250,000 or more but less than \$1,000,000
- \$250, if the NET WORTH is \$1,000,000 or more but less than \$10,000,000
- \$750, if the NET WORTH is \$10,000,000 or more but less than \$50,000,000
- \$1500, if the NET WORTH is \$50,000,000 or more

Send Your Filing

Send your CHAR500, all schedules and attachments, and total fee to:

NYS Office of the Attorney General
Charities Bureau Registration Section
28 Liberty Street
New York, NY 10005

Need Assistance?

Visit: www.CharitiesNYS.com
Call: (212) 416-8401
Email: Charities.Bureau@ag.ny.gov

Is my Registration Category 7A, EPTL, DUAL or EXEMPT?

Organizations are assigned a Registration Category upon registration with the NY Charities Bureau:

7A filers are registered to solicit contributions in New York under Article 7-A of the Executive Law ("7A")

EPTL filers are registered under the Estates, Powers & Trusts Law ("EPTL") because they hold assets and/or conduct activities for charitable purposes in NY.

DUAL filers are registered under both 7A and EPTL.

EXEMPT filers have registered with the NY Charities Bureau and meet conditions in **Schedule E - Registration Exemption for Charitable Organizations**. These organizations are not required to file annual financial reports but may do so voluntarily.

Confirm your Registration Category and learn more about NY law at www.CharitiesNYS.com.

Where do I find my organization's NET WORTH?

NET WORTH for fee purposes is calculated on:

- IRS Form 990 Part I, line 22
- IRS Form 990 EZ Part I, line 21
- IRS Form 990 PF, calculate the difference between Total Assets at Fair Market Value (Part II, line 16(c)) and Total Liabilities (Part II, line 23(b)).

Return of Organization Exempt From Income Tax

OMB No. 1545-0047

2018

Open to Public Inspection

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

▶ Do not enter social security numbers on this form as it may be made public.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

Department of the Treasury
Internal Revenue Service

A For the 2018 calendar year, or tax year beginning **2018**, and ending **20**

B Check if applicable:
 Address change
 Name change
 Initial return
 Final return/terminated
 Amended return
 Application pending

C Name of organization **ROCKEFELLER FAMILY FUND, INC.**
 Doing business as
 Number and street (or P.O. box if mail is not delivered to street address) Room/suite
475 RIVERSIDE DRIVE SUITE 900
 City or town, state or province, country, and ZIP or foreign postal code
NEW YORK, NY 10115

D Employer identification number
13-6257658

E Telephone number
(212) 812-4252

G Gross receipts \$ **216,185,632.**

F Name and address of principal officer:
LEE WASSERMAN, SAME AS ABOVE,

H(a) Is this a group return for subordinates? Yes No
H(b) Are all subordinates included? Yes No
 If "No," attach a list. (see instructions)

I Tax-exempt status: 501(c)(3) 501(c)() ◀ (insert no.) 4947(a)(1) or 527

J Website: ▶ **RFFUND.ORG**

H(c) Group exemption number ▶

K Form of organization: Corporation Trust Association Other ▶

L Year of formation: **1967**

M State of legal domicile: **NY**

Part I Summary		Prior Year	Current Year
Activities & Governance	1 Briefly describe the organization's mission or most significant activities: <u>ROCKEFELLER FAMILY FUND IS A U.S. BASED, FAMILY-LED PUBLIC CHARITY THAT INITIATES, CULTIVATES, AND FUNDS STRATEGIC EFFORTS TO PROMOTE A SUSTAINABLE, JUST, FREE, AND PARTICIPATORY SOCIETY.</u>		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	15
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	15
	5 Total number of individuals employed in calendar year 2018 (Part V, line 2a)	5	12
	6 Total number of volunteers (estimate if necessary)	6	16
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	6,278.
b Net unrelated business taxable income from Form 990-T, line 38	7b	0.	
Revenue	8 Contributions and grants (Part VIII, line 1h)	29,957,267.	34,841,299.
	9 Program service revenue (Part VIII, line 2g)		
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	8,409,929.	972,182.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		
	12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	38,367,196.	35,813,481.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1–3)	11,592,317.	14,645,138.
	14 Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	2,833,127.	2,880,567.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 179,406.		
	17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	3,764,644.	4,880,941.
18 Total expenses. Add lines 13–17 (must equal Part IX, column (A), line 25)	18,190,088.	22,406,646.	
19 Revenue less expenses. Subtract line 18 from line 12	20,177,108.	13,406,835.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year 127,093,829.	End of Year 133,238,312.
	21 Total liabilities (Part X, line 26)	4,966,899.	4,350,786.
	22 Net assets or fund balances. Subtract line 21 from line 20	122,126,930.	128,887,526.

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here
 Signature of officer: *[Signature]* Date: **11/12/19**
 Type or print name and title: **LEE WASSERMAN, DIRECTOR**

Paid Preparer Use Only
 Print/Type preparer's name: **GARRETT M. HIGGINS** Preparer's signature: *[Signature]* Date: **11.5.19** Check if self-employed PTIN: **P00543209**
 Firm's name ▶ **PKF O'CONNOR DAVIES** Firm's EIN ▶ **27-1728945**
 Firm's address ▶ **665 5TH AVENUE, NEW YORK, NY 10022** Phone no. **(212) 286-2600**

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

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

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**
▶ **Go to www.irs.gov/Form8868 for the latest information.**

Electronic filing (e-file). You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request 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/e-file-providers/e-file-for-charities-and-non-profits.

Automatic 6-Month Extension of Time. Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (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	
Type or print	Name of exempt organization or other filer, see instructions. ROCKEFELLER FAMILY FUND, INC.	Employer identification number (EIN) or 13-6257658
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 475 RIVERSIDE DRIVE, NO. 900	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10115	

Enter the Return Code for the return that this application is for (file a separate application for each return) 0 1

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

ANDREA LAWYER, TREASURER

- The books are in the care of ▶ **475 RIVERSIDE DRIVE, NO. 900 - NEW YORK, NY 10115**
Telephone No. ▶ **212-812-4252** Fax No. ▶ _____
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 6-month extension of time until **NOVEMBER 15, 2019**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year **2018** or
▶ tax year beginning _____, and ending _____
- 2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	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 8879-EO for payment instructions.

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III Yes No

1 Briefly describe the organization's mission:

ROCKEFELLER FAMILY FUND IS A U.S. BASED, FAMILY-LED PUBLIC CHARITY THAT INITIATES, CULTIVATES, AND FUNDS STRATEGIC EFFORTS TO PROMOTE A SUSTAINABLE, JUST, FREE, AND PARTICIPATORY SOCIETY.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No

If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? Yes No

If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 6,861,000. including grants of \$ 6,861,000.) (Revenue \$ 0.)

DONOR ADVISED FUNDS ("DAF") - FACILITATE COLLABORATION AMONG ITS FOUNDATION COLLEAGUES AND INITIATIVES AMONG NONPROFIT ORGANIZATIONS AND PROVIDE FLEXIBLE MECHANISMS TO MEET THE FINANCIAL NEEDS OF ADVOCACY CAMPAIGNS OR OTHER DYNAMIC PROJECTS.

4b (Code:) (Expenses \$ 6,596,518. including grants of \$ 5,984,018.) (Revenue \$ 0.)

SPECIAL PROJECT FUNDS - RFF MANAGES A NUMBER OF SPECIAL PROJECT FUNDS IN THE AREAS OF WORK/LIFE INITIATIVES; REDUCING THE GLOBAL USE OF FOSSIL FUELS AND ADVANCING POLICIES TO ADDRESS CLIMATE CHANGE AND THE TRANSITION TO A CLEAN TECH ECONOMY; CRIMINAL JUSTICE REFORM; AND U.S. DEMOCRACY AND VOTER ENGAGEMENT. IN EACH OF THESE AREAS, RFF DEVELOPS AND MANAGES INITIATIVES IN CONJUNCTION WITH FUNDER PARTNERS, INDIVIDUALS, AND EXISTING NON-PROFIT ORGANIZATIONS, TO ADVANCE CRITICAL POLICY OBJECTIVES OR BUILD NECESSARY CAPACITY.

4c (Code:) (Expenses \$ 1,810,000. including grants of \$ 1,780,000.) (Revenue \$ 0.)

CORE FUNDS - THE ROCKEFELLER FAMILY FUND CORE PROGRAM SERVICES REPRESENT AREAS SUCH AS ENVIRONMENT ("ENV"), EMERGING OPPORTUNITIES ("EO"), ECONOMIC JUSTICE FOR WOMEN ("EJW"), AND INSTITUTIONAL ACCOUNTABILITY AND INDIVIDUAL LIBERTIES ("IAIL"). SEE SCHEDULE O FOR AN EXPLANATION OF EACH PROGRAM AREA.

4d Other program services (Describe in Schedule O.) (Expenses \$ 5,559,872. including grants of \$ 20,120.) (Revenue \$ 0.)

4e Total program service expenses 20,827,390.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	1 X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> (see instructions)?	2 X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>	3	X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>	4 X	
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>	5	X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>	6 X	
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>	7	X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>	8	X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>	9	X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>	10 X	
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	11a X	
b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>	11b X	
c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>	11c	X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>	11d	X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	11e	X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	11f X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>	12a	X
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>	12b X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>	13	X
14a Did the organization maintain an office, employees, or agents outside of the United States?	14a	X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV.</i>	14b X	
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>	15	X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV.</i>	16	X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i> (see instructions)	17	X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	18	X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>	19	X
20 a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>	20a	X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b	
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	21 X	

Part IV Checklist of Required Schedules (continued)

		Yes	No
22	Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	X	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a	Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II</i>		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	X	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	X	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	X	
b	If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	X	
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O.	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		

Part V Statements Regarding Other IRS Filings and Tax Compliance (continued)

Table with columns for question number, question text, and Yes/No response boxes. Includes questions 2a through 16 regarding employee reporting, tax returns, business income, foreign accounts, prohibited transactions, and charitable contributions.

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions. Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
1b	Enter the number of voting members included in line 1a, above, who are independent		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	<input checked="" type="checkbox"/>	
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		<input checked="" type="checkbox"/>
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		<input checked="" type="checkbox"/>
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		<input checked="" type="checkbox"/>
6	Did the organization have members or stockholders?		<input checked="" type="checkbox"/>
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		<input checked="" type="checkbox"/>
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		<input checked="" type="checkbox"/>
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
8a	The governing body?	<input checked="" type="checkbox"/>	
8b	Each committee with authority to act on behalf of the governing body?	<input checked="" type="checkbox"/>	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		<input checked="" type="checkbox"/>

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?		<input checked="" type="checkbox"/>
10b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	<input checked="" type="checkbox"/>	
11b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	<input checked="" type="checkbox"/>	
12b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	<input checked="" type="checkbox"/>	
12c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	<input checked="" type="checkbox"/>	
13	Did the organization have a written whistleblower policy?	<input checked="" type="checkbox"/>	
14	Did the organization have a written document retention and destruction policy?	<input checked="" type="checkbox"/>	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	The organization's CEO, Executive Director, or top management official	<input checked="" type="checkbox"/>	
15b	Other officers or key employees of the organization	<input checked="" type="checkbox"/>	
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		<input checked="" type="checkbox"/>
16b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed ► NY
- 18** Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)
- 19** Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20** State the name, address, and telephone number of the person who possesses the organization's books and records ►
 ANDREA LAWYER, TREASURER, 475 RIVERSIDE DRIVE, SUITE 900, NEW YORK, NY 10115 (212) 812-4252

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) DAVID KAISER TRUSTEE/PRESIDENT	3.00 0.00	X		X				0.	0.	0.
(2) ALEXANDRA CHASIN TRUSTEE/VICE PRESIDENT	3.00 0.00	X		X				0.	0.	0.
(3) MIRANDA KAISER TRUSTEE/VICE PRESIDENT	3.00 0.00	X		X				0.	0.	0.
(4) CLARE M. PIERSON TRUSTEE/VICE PRESIDENT	3.00 0.00	X		X				0.	0.	0.
(5) TARA ROCKEFELLER TRUSTEE/VICE PRESIDENT	3.00 0.00	X		X				0.	0.	0.
(6) MICHAEL LAMBERT TRUSTEE	3.00 0.00	X						0.	0.	0.
(7) REBECCA LAMBERT TRUSTEE	3.00 0.00	X						0.	0.	0.
(8) ADAM GROWALD TRUSTEE	3.00 0.00	X						0.	0.	0.
(9) LIAM WANG TRUSTEE	3.00 0.00	X						0.	0.	0.
(10) TRACY TOON SPENCER TRUSTEE	3.00 0.00	X						0.	0.	0.
(11) LUCIA GILL CASE TRUSTEE	3.00 0.00	X						0.	0.	0.
(12) NAOMI WALETZKY TRUSTEE	3.00 0.00	X						0.	0.	0.
(13) G. TODD MYDLAND TRUSTEE	3.00 0.00	X						0.	0.	0.
(14) ELIZA MESSINGER TRUSTEE	3.00 0.00	X						0.	0.	0.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(15) FRAN RODGERS TRUSTEE	3.00 0.00	X					0.	0.	0.	
(16) LEE WASSERMAN DIRECTOR & SECRETARY	50.00 0.00			X			847,996.	0.	283,044.	
(17) ANDREA LAWYER TREASURER	18.00 0.00			X			0.	0.	0.	
(18) LARRY SHAPIRO ASSOC. DIRECTOR-PROG. DEV.	50.00 0.00				X		304,503.	0.	188,012.	
(19) LISA GUIDE ASSOC. DIRECTOR	32.00 0.00				X		292,913.	0.	197,869.	
(20) HEIDI BINKO EXEC. DIRECTOR, JTF	40.00 0.00					X	179,370.	0.	45,506.	
(21) JULIE FERNANDES ASSOC. DIRECTOR-IA&IL	40.00 0.00					X	105,106.	0.	15,989.	
(22)										
(23)										
(24)										
(25)										
1b Sub-total							1,729,888.	0.	730,420.	
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)							1,729,888.	0.	730,420.	

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **5**

- 3** Did the organization list any **former** officer, director, or trustee, key employee, or highest compensated employee on line 1a? *If "Yes," complete Schedule J for such individual*
- 4** For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? *If "Yes," complete Schedule J for such individual*
- 5** Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? *If "Yes," complete Schedule J for such person*

	Yes	No
3		X
4	X	
5		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
STRATEGIC INVESTMENT GROUP, 1001 19TH ST. NORTH, 16TH FL, ARLINGTON, VA 22209	INVESTMENT MANAGEMENT	386,437.
TERESA VILMAIN, 8381 SOUTH KOLLATH ROAD, VERONA, WI 53593	CONSULTING SERVICES	180,000.
COMMUNITY TRANSITION PLANNING, 628 W. WRIGHTWOOD AVE., #5E, CHICAGO, IL 60614	CONSULTING SERVICES	154,938.
SPITFIRE STRATEGIES LLC, 2300 N STREET, NW, STE 610, WASHINGTON, DC 20037	CONSULTING SERVICES	139,969.
ALEXANDRIA HARRIS LLC, 298A MARION STREET, BROOKLYN, NY 11233	CONSULTING SERVICES	133,336.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **7**

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514	
Contributions, Gifts, Grants and Other Similar Amounts	1a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d 290,000.					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f 34,551,299.					
	g Noncash contributions included in lines 1a-1f: \$	8,434,639.					
	h Total. Add lines 1a-1f		34,841,299.				
Program Service Revenue	2a _____ Business Code						
	b _____						
	c _____						
	d _____						
	e _____						
	f All other program service revenue .						
	g Total. Add lines 2a-2f						
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		1,531,386.	0.	6,278.	1,525,108.	
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6a Gross rents	(i) Real	(ii) Personal				
		b Less: rental expenses					
		c Rental income or (loss)					
		d Net rental income or (loss)					
	7a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
		179,812,947.					
		b Less: cost or other basis and sales expenses					
		180,372,151.					
	c Gain or (loss)						
	-559,204.						
	d Net gain or (loss)			-559,204.	0.	0.	-559,204.
	8a Gross income from fundraising events (not including \$ of contributions reported on line 1c). See Part IV, line 18	a					
b Less: direct expenses		b					
c Net income or (loss) from fundraising events							
9a Gross income from gaming activities. See Part IV, line 19	a						
	b Less: direct expenses	b					
	c Net income or (loss) from gaming activities						
10a Gross sales of inventory, less returns and allowances	a						
	b Less: cost of goods sold	b					
	c Net income or (loss) from sales of inventory						
Miscellaneous Revenue		Business Code					
11a _____							
b _____							
c _____							
d All other revenue							
e Total. Add lines 11a-11d							
12 Total revenue. See instructions			35,813,481.	0.	6,278.	965,904.	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.

	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21	14,645,138.	14,645,138.		
2 Grants and other assistance to domestic individuals. See Part IV, line 22	0.	0.		
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16	0.	0.		
4 Benefits paid to or for members	0.	0.		
5 Compensation of current officers, directors, trustees, and key employees	1,483,910.	1,319,145.	84,271.	80,494.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0.	0.	0.	0.
7 Other salaries and wages	840,373.	586,556.	206,563.	47,254.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	247,198.	172,537.	60,761.	13,900.
9 Other employee benefits	212,592.	148,383.	52,255.	11,954.
10 Payroll taxes	96,494.	67,350.	23,718.	5,426.
11 Fees for services (non-employees):				
a Management	0.	0.	0.	0.
b Legal	258,470.	105,365.	153,105.	0.
c Accounting	70,213.	0.	70,213.	0.
d Lobbying	642,500.	642,500.	0.	0.
e Professional fundraising services. See Part IV, line 17	0.			0.
f Investment management fees	559,725.	0.	559,725.	0.
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.)	2,445,434.	2,420,329.	25,105.	0.
12 Advertising and promotion	0.	0.	0.	0.
13 Office expenses	94,094.	50,550.	38,921.	4,623.
14 Information technology	26,799.	0.	26,799.	0.
15 Royalties	0.	0.	0.	0.
16 Occupancy	104,463.	62,825.	35,893.	5,745.
17 Travel	492,250.	492,250.	0.	0.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials	0.	0.	0.	0.
19 Conferences, conventions, and meetings	0.	0.	0.	0.
20 Interest	0.	0.	0.	0.
21 Payments to affiliates	0.	0.	0.	0.
22 Depreciation, depletion, and amortization	3,377.	2,031.	1,160.	186.
23 Insurance	55,652.	33,469.	19,122.	3,061.
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a BOOKS & PERIODICALS	14,292.	8,595.	4,911.	786.
b DUES & MEMBERSHIPS	72,520.	43,614.	24,918.	3,988.
c BENEFIT EVENT TICKETS	5,030.	5,030.	0.	0.
d EQUIPMENT LEASES	1,880.	1,131.	646.	103.
e All other expenses	34,242.	20,592.	11,764.	1,886.
25 Total functional expenses. Add lines 1 through 24e	22,406,646.	20,827,390.	1,399,850.	179,406.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A) Beginning of year		(B) End of year
Assets	1 Cash—non-interest-bearing	2,561,761.	1	1,372,569.
	2 Savings and temporary cash investments	18,444,751.	2	15,133,295.
	3 Pledges and grants receivable, net	17,471,307.	3	13,816,359.
	4 Accounts receivable, net	35,923.	4	123,479.
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L	0.	5	0.
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L	0.	6	0.
	7 Notes and loans receivable, net	0.	7	0.
	8 Inventories for sale or use	0.	8	0.
	9 Prepaid expenses and deferred charges	0.	9	0.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 162,588.		
	b Less: accumulated depreciation	10b 155,352.	4,630.	10c 7,236.
	11 Investments—publicly traded securities	31,997,010.	11	42,584,121.
	12 Investments—other securities. See Part IV, line 11	56,578,447.	12	60,201,253.
	13 Investments—program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11		15	
16 Total assets. Add lines 1 through 15 (must equal line 34)		127,093,829.	16	133,238,312.
Liabilities	17 Accounts payable and accrued expenses	4,141,899.	17	3,627,786.
	18 Grants payable	825,000.	18	723,000.
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17–24). Complete Part X of Schedule D		25	
	26 Total liabilities. Add lines 17 through 25		4,966,899.	26
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	89,573,936.	27	104,950,854.
	28 Temporarily restricted net assets	24,161,574.	28	15,545,252.
	29 Permanently restricted net assets	8,391,420.	29	8,391,420.
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances		122,126,930.	33	128,887,526.
34 Total liabilities and net assets/fund balances		127,093,829.	34	133,238,312.

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	35,813,481.
2	Total expenses (must equal Part IX, column (A), line 25)	2	22,406,646.
3	Revenue less expenses. Subtract line 2 from line 1	3	13,406,835.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	122,126,930.
5	Net unrealized gains (losses) on investments	5	-7,063,999.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	417,760.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	128,887,526.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

- 1** Accounting method used to prepare the Form 990: Cash Accrual Other _____
 If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.
- 2a** Were the organization's financial statements compiled or reviewed by an independent accountant?
 If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:
 Separate basis Consolidated basis Both consolidated and separate basis
- b** Were the organization's financial statements audited by an independent accountant?
 If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both:
 Separate basis Consolidated basis Both consolidated and separate basis
- c** If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?
 If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.
- 3a** As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?
- b** If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.

	Yes	No
2a		X
2b	X	
2c	X	
3a		X
3b		

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

OMB No. 1545-0047

2018

Open to Public Inspection

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

Department of the Treasury
Internal Revenue Service

Name of the organization ROCKEFELLER FAMILY FUND, INC.	Employer identification number 13-6257658
--	---

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 12, check only one box.)

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2 A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E (Form 990 or 990-EZ).)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9 An agricultural research organization described in **section 170(b)(1)(A)(ix)** operated in conjunction with a land-grant college or university or a non-land-grant college of agriculture (see instructions). Enter the name, city, and state of the college or university: _____
- 10 An organization that normally receives: (1) more than 33¹/₃% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33¹/₃% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 11 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 12 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2)**. See **section 509(a)(3)**. Check the box in lines 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.
 - a **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**
 - b **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**
 - c **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**
 - d **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**
 - e Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.
- f Enter the number of supported organizations
- g Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1–10 above (see instructions))	(iv) Is the organization listed in your governing document?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
(A)						
(B)						
(C)						
(D)						
(E)						
Total						

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
 (Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2014	(b) 2015	(c) 2016	(d) 2017	(e) 2018	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	13,432,929.	11,209,985.	9,441,702.	29,957,267.	25,281,667.	89,323,550.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	13,432,929.	11,209,985.	9,441,702.	29,957,267.	25,281,667.	89,323,550.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						36,597,357.
6 Public support. Subtract line 5 from line 4						52,726,193.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2014	(b) 2015	(c) 2016	(d) 2017	(e) 2018	(f) Total
7 Amounts from line 4	13,432,929.	11,209,985.	9,441,702.	29,957,267.	25,281,667.	89,323,550.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources	1,037,547.	809,833.	739,415.	923,822.	1,525,108.	5,035,725.
9 Net income from unrelated business activities, whether or not the business is regularly carried on	0.	0.	0.	0.	0.	0.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)	0.	0.	0.	0.	0.	0.
11 Total support. Add lines 7 through 10						94,359,275.
12 Gross receipts from related activities, etc. (see instructions)					12	0.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ▶ <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2018 (line 6, column (f) divided by line 11, column (f))	14	55.88 %
15 Public support percentage from 2017 Schedule A, Part II, line 14	15	53.15 %
16a 33 1/3% support test—2018. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input checked="" type="checkbox"/>		
b 33 1/3% support test—2017. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
17a 10%-facts-and-circumstances test—2018. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
b 10%-facts-and-circumstances test—2017. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ <input type="checkbox"/>		

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 10 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2014	(b) 2015	(c) 2016	(d) 2017	(e) 2018	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions; merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2014	(b) 2015	(c) 2016	(d) 2017	(e) 2018	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

15 Public support percentage for 2018 (line 8, column (f), divided by line 13, column (f))	15	%
16 Public support percentage from 2017 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2018 (line 10c, column (f), divided by line 13, column (f))	17	%
18 Investment income percentage from 2017 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests—2018. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

b 33 1/3% support tests—2017. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Part IV Supporting Organizations

(Complete only if you checked a box in line 12 on Part I. If you checked 12a of Part I, complete Sections A and B. If you checked 12b of Part I, complete Sections A and C. If you checked 12c of Part I, complete Sections A, D, and E. If you checked 12d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

		Yes	No
1	Are all of the organization's supported organizations listed by name in the organization's governing documents? <i>If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.</i>		
2	Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? <i>If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).</i>		
3a	Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? <i>If "Yes," answer (b) and (c) below.</i>		
3b	Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? <i>If "Yes," describe in Part VI when and how the organization made the determination.</i>		
3c	Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? <i>If "Yes," explain in Part VI what controls the organization put in place to ensure such use.</i>		
4a	Was any supported organization not organized in the United States ("foreign supported organization")? <i>If "Yes," and if you checked 12a or 12b in Part I, answer (b) and (c) below.</i>		
4b	Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? <i>If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.</i>		
4c	Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? <i>If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.</i>		
5a	Did the organization add, substitute, or remove any supported organizations during the tax year? <i>If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).</i>		
5b	Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
5c	Substitutions only. Was the substitution the result of an event beyond the organization's control?		
6	Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? <i>If "Yes," provide detail in Part VI.</i>		
7	Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (as defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i>		
8	Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i>		
9a	Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? <i>If "Yes," provide detail in Part VI.</i>		
9b	Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? <i>If "Yes," provide detail in Part VI.</i>		
9c	Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? <i>If "Yes," provide detail in Part VI.</i>		
10a	Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? <i>If "Yes," answer 10b below.</i>		
10b	Did the organization have any excess business holdings in the tax year? <i>(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)</i>		

Part IV Supporting Organizations (continued)

	Yes	No
11 Has the organization accepted a gift or contribution from any of the following persons?		
a A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?		
b A family member of a person described in (a) above?		
c A 35% controlled entity of a person described in (a) or (b) above? If "Yes" to a, b, or c, provide detail in Part VI .		

Section B. Type I Supporting Organizations

	Yes	No
1 Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.		
2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.		

Section C. Type II Supporting Organizations

	Yes	No
1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).		

Section D. All Type III Supporting Organizations

	Yes	No
1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?		
2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).		
3 By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.		

Section E. Type III Functionally Integrated Supporting Organizations

1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions).			
a <input type="checkbox"/> The organization satisfied the Activities Test. Complete line 2 below.			
b <input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete line 3 below.			
c <input type="checkbox"/> The organization supported a governmental entity. Describe in Part VI how you supported a government entity (see instructions).			
2 Activities Test. Answer (a) and (b) below.		Yes	No
a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.			
b Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.			
3 Parent of Supported Organizations. Answer (a) and (b) below.			
a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? Provide details in Part VI .			
b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in Part VI the role played by the organization in this regard.			

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

- 1 Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970 (explain in Part VI). See instructions. All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A—Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1 Net short-term capital gain	1		
2 Recoveries of prior-year distributions	2		
3 Other gross income (see instructions)	3		
4 Add lines 1 through 3.	4		
5 Depreciation and depletion	5		
6 Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6		
7 Other expenses (see instructions)	7		
8 Adjusted Net Income (subtract lines 5, 6, and 7 from line 4)	8		
Section B—Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1 Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):			
a Average monthly value of securities	1a		
b Average monthly cash balances	1b		
c Fair market value of other non-exempt-use assets	1c		
d Total (add lines 1a, 1b, and 1c)	1d		
e Discount claimed for blockage or other factors (explain in detail in Part VI):			
2 Acquisition indebtedness applicable to non-exempt-use assets	2		
3 Subtract line 2 from line 1d.	3		
4 Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions).	4		
5 Net value of non-exempt-use assets (subtract line 4 from line 3)	5		
6 Multiply line 5 by .035.	6		
7 Recoveries of prior-year distributions	7		
8 Minimum Asset Amount (add line 7 to line 6)	8		
Section C—Distributable Amount			Current Year
1 Adjusted net income for prior year (from Section A, line 8, Column A)	1		
2 Enter 85% of line 1.	2		
3 Minimum asset amount for prior year (from Section B, line 8, Column A)	3		
4 Enter greater of line 2 or line 3.	4		
5 Income tax imposed in prior year	5		
6 Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions).	6		
7 <input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).			

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations *(continued)*

Section D—Distributions	Current Year
1 Amounts paid to supported organizations to accomplish exempt purposes	
2 Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3 Administrative expenses paid to accomplish exempt purposes of supported organizations	
4 Amounts paid to acquire exempt-use assets	
5 Qualified set-aside amounts (prior IRS approval required)	
6 Other distributions (describe in Part VI). See instructions.	
7 Total annual distributions. Add lines 1 through 6.	
8 Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI). See instructions.	
9 Distributable amount for 2018 from Section C, line 6	
10 Line 8 amount divided by line 9 amount	

Section E—Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2018	(iii) Distributable Amount for 2018
1 Distributable amount for 2018 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2018 (reasonable cause required—explain in Part VI). See instructions.			
3 Excess distributions carryover, if any, to 2018			
a From 2013			
b From 2014			
c From 2015			
d From 2016			
e From 2017			
f Total of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2018 distributable amount			
i Carryover from 2013 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4 Distributions for 2018 from Section D, line 7: \$			
a Applied to underdistributions of prior years			
b Applied to 2018 distributable amount			
c Remainder. Subtract lines 4a and 4b from 4.			
5 Remaining underdistributions for years prior to 2018, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, explain in Part VI . See instructions.			
6 Remaining underdistributions for 2018. Subtract lines 3h and 4b from line 1. For result greater than zero, explain in Part VI . See instructions.			
7 Excess distributions carryover to 2019. Add lines 3j and 4c.			
8 Breakdown of line 7:			
a Excess from 2014			
b Excess from 2015			
c Excess from 2016			
d Excess from 2017			
e Excess from 2018			

Part VI **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a, and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions.)

Other Addl Info: PART II, SECTION A, LINES 1E AND 4E: THE DIFFERENCE BETWEEN CONTRIBUTIONS REPORTED ON SCHEDULE A PART II, SECTION A, LINE 1E AND 4E AND CONTRIBUTIONS REPORTED ON PART VIII, LINE 1F IS RELATED TO CURRENT YEAR UNUSUAL CONTRIBUTIONS TOTALING \$9,559,632 FROM THE DAVID ROCKEFELLER ESTATE.

SCHEDULE C
(Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

2018

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For Organizations Exempt From Income Tax Under section 501(c) and section 527
▶ **Complete if the organization is described below.** ▶ **Attach to Form 990 or Form 990-EZ.**
▶ **Go to www.irs.gov/Form990 for instructions and the latest information.**

If the organization answered "Yes," on Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," on Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," on Form 990, Part IV, line 5 (Proxy Tax) (see separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (see separate instructions), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization ROCKEFELLER FAMILY FUND, INC.	Employer identification number 13-6257658
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Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV. (see instructions for definition of "political campaign activities")
- 2 Political campaign activity expenditures (see instructions) ▶ \$ _____
- 3 Volunteer hours for political campaign activities (see instructions) ▶ _____

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ \$ _____
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ \$ _____
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No
- 4a Was a correction made? Yes No
- b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ \$ _____
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ \$ _____
- 3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ \$ _____
- 4 Did the filing organization file **Form 1120-POL** for this year? Yes No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter -0-.	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.
(1)	_____	_____	_____	_____
(2)	_____	_____	_____	_____
(3)	_____	_____	_____	_____
(4)	_____	_____	_____	_____
(5)	_____	_____	_____	_____
(6)	_____	_____	_____	_____

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A** Check if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).
- B** Check if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
1a	Total lobbying expenditures to influence public opinion (grass roots lobbying)	195,000.													
b	Total lobbying expenditures to influence a legislative body (direct lobbying)	447,500.													
c	Total lobbying expenditures (add lines 1a and 1b)	642,500.													
d	Other exempt purpose expenditures	21,204,421.													
e	Total exempt purpose expenditures (add lines 1c and 1d)	21,846,921.													
f	Lobbying nontaxable amount. Enter the amount from the following table in both columns.	1,000,000.													
<table border="1" style="width: 100%;"> <thead> <tr> <th style="width: 50%;">If the amount on line 1e, column (a) or (b) is:</th> <th style="width: 50%;">The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e.	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.	Over \$17,000,000	\$1,000,000.		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e.														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.														
Over \$17,000,000	\$1,000,000.														
g	Grassroots nontaxable amount (enter 25% of line 1f)	250,000.													
h	Subtract line 1g from line 1a. If zero or less, enter -0-	0.													
i	Subtract line 1f from line 1c. If zero or less, enter -0-	0.													
j	If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		<input type="checkbox"/> Yes <input type="checkbox"/> No												

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2015	(b) 2016	(c) 2017	(d) 2018	(e) Total
2a Lobbying nontaxable amount	1,000,000.	1,000,000.	1,000,000.	1,000,000.	4,000,000.
b Lobbying ceiling amount (150% of line 2a, column (e))					6,000,000.
c Total lobbying expenditures	380,000.	415,000.	355,000.	642,500.	1,792,500.
d Grassroots nontaxable amount	250,000.	250,000.	250,000.	250,000.	1,000,000.
e Grassroots ceiling amount (150% of line 2d, column (e))					1,500,000.
f Grassroots lobbying expenditures	0.	0.	150,000.	195,000.	345,000.

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

For each "Yes," response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.

	(a)		(b)
	Yes	No	Amount
1 During the year, did the filing organization attempt to influence foreign, national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?			
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?			
c Media advertisements?			
d Mailings to members, legislators, or the public?			
e Publications, or published or broadcast statements?			
f Grants to other organizations for lobbying purposes?			
g Direct contact with legislators, their staffs, government officials, or a legislative body?			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?			
i Other activities?			
j Total. Add lines 1c through 1i			
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?	1	
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2	
3 Did the organization agree to carry over lobbying and political campaign activity expenditures from the prior year?	3	

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No," OR (b) Part III-A, line 3, is answered "Yes."

1 Dues, assessments and similar amounts from members	1	
2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a Current year	2a	
b Carryover from last year	2b	
c Total	2c	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5 Taxable amount of lobbying and political expenditures (see instructions)	5	

Part IV Supplemental Information

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, lines 1 and 2 (see instructions); and Part II-B, line 1. Also, complete this part for any additional information.

Part IV Supplemental Information *(continued)*

Area with horizontal dashed lines for supplemental information.

SCHEDULE D (Form 990)

Supplemental Financial Statements

OMB No. 1545-0047

2018

Open to Public Inspection

Department of the Treasury Internal Revenue Service

Complete if the organization answered "Yes" on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b. Attach to Form 990.

Go to www.irs.gov/Form990 for instructions and the latest information.

Name of the organization: ROCKEFELLER FAMILY FUND, INC. Employer identification number: 13-6257658

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

Table with 3 columns: Line number, (a) Donor advised funds, (b) Funds and other accounts. Includes rows for total number at end of year, aggregate value of contributions, grants, and end of year, and two yes/no questions regarding donor advisement.

Part II Conservation Easements. Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

Form for Part II with multiple questions (1-9) regarding conservation easements, including checkboxes for various purposes, a table for held at the end of the tax year (2a-2d), and yes/no questions about monitoring and reporting.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

Form for Part III with questions (1a, 1b, 2) regarding collections of art and historical treasures, including instructions for reporting revenue and assets.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

- 3** Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
- a** Public exhibition
 - b** Scholarly research
 - c** Preservation for future generations
 - d** Loan or exchange programs
 - e** Other
- 4** Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.
- 5** During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? **Yes** **No**

Part IV Escrow and Custodial Arrangements.

Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a** Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? **Yes** **No**
- b** If "Yes," explain the arrangement in Part XIII and complete the following table:
- | | Amount |
|--|--------|
| c Beginning balance | |
| d Additions during the year | |
| e Distributions during the year | |
| f Ending balance | |
- 2a** Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? **Yes** **No**
- b** If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided on Part XIII

Part V Endowment Funds.

Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	126,841,136.	103,485,633.	94,923,508.	106,968,784.	107,080,346.
b Contributions	34,551,299.	29,738,267.	19,386,702.	11,234,985.	13,432,929.
c Net investment earnings, gains, and losses	-6,657,820.	12,406,737.	5,679,276.	-3,329,338.	4,318,196.
d Grants or scholarships	0.	0.	0.	0.	0.
e Other expenditures for facilities and programs	22,035,619.	18,789,501.	16,503,853.	19,950,923.	17,862,687.
f Administrative expenses	0.	0.	0.	0.	0.
g End of year balance	132,698,996.	126,841,136.	103,485,633.	94,923,508.	106,968,784.

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a** Board designated or quasi-endowment ▶ 82.03%
- b** Permanent endowment ▶ 6.32%
- c** Temporarily restricted endowment ▶ 11.65%

The percentages on lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

- (i)** unrelated organizations
- (ii)** related organizations

	Yes	No
3a(i)	x	
3a(ii)		x
3b		

b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land	0.			0.
b Buildings				
c Leasehold improvements				
d Equipment		162,588.	155,352.	7,236.
e Other				
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				7,236.

Part VII Investments—Other Securities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other MULTI-STRATEGY	26,767,491.	FMV
(A) LONG/SHORT EQUITY	8,316,102.	FMV
(B) EMERGING MARKETS	2,251,765.	FMV
(C) FIXED INCOME	6,288,801.	FMV
(D) EQUITY FUND OF FUND	13,137,452.	FMV
(E) PRIVATE EQUITY	3,439,642.	FMV
(F)		
(G)		
(H)		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 12.) ▶	60,201,253.	

Part VIII Investments—Program Related.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶	

Part X Other Liabilities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements		1	37,818,415.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
a	Net unrealized gains (losses) on investments	2a	-7,063,999.	
b	Donated services and use of facilities	2b		
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII.)	2d	9,634,936.	
e	Add lines 2a through 2d	2e		2,570,937.
3	Subtract line 2e from line 1	3		35,247,478.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	559,725.	
b	Other (Describe in Part XIII.)	4b	6,278.	
c	Add lines 4a and 4b	4c		566,003.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5		35,813,481.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements		1	23,060,698.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:			
a	Donated services and use of facilities	2a		
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII.)	2d	1,213,777.	
e	Add lines 2a through 2d	2e		1,213,777.
3	Subtract line 2e from line 1	3		21,846,921.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	559,725.	
b	Other (Describe in Part XIII.)	4b		
c	Add lines 4a and 4b	4c		559,725.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5		22,406,646.

Part XIII. Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

Pt X, Line 2: THE FUND FOLLOWS THE PROVISIONS OF ACCOUNTING STANDARDS CODIFICATION (ASC) SUBTOPIC 740-10, ACCOUNTING FOR INCOME TAXES, WHICH ADDRESSES THE ACCOUNTING FOR UNCERTAINTIES IN INCOME TAXES RECOGNIZED IN AN ORGANIZATION'S FINANCIAL STATEMENTS AND PRESCRIBES A THRESHOLD FOR THE RECOGNITION AND DERECOGNITION OF TAX POSITIONS TAKEN OR EXPECTED TO BE TAKEN IN A TAX RETURN. ASC SUBTOPIC 740-10 ALSO PROVIDES RELATED GUIDANCE ON MEASUREMENT, CLASSIFICATION, INTEREST AND PENALTIES, AND DISCLOSURES. THE FUND HAS CONCLUDED THAT THERE WERE NO UNCERTAINTIES TO DISCLOSE.

THE FUND IS NO LONGER SUBJECT TO EXAMINATIONS BY THE APPLICABLE TAXING JURISDICTION FOR PERIODS PRIOR TO DECEMBER 31, 2015.

Pt XI, Line 2d: OTHER REPRESENTS REVENUE FROM A RELATED PARTY-\$9,210,898 AND

Part XIII Supplemental Information (continued)

AMOUNT NOT YET RECOGNIZED AS A COMPONENT OF NET PERIODIC BENEFIT COST-\$424,038,
TOTALING \$9,634,936.

Pt XI, Line 4b: OTHER REPRESENTS PASS-THROUGH UBTI FROM ALTERNATIVE INVESTMENTS-\$6,278.

Pt XII, Line 2d: OTHER REPRESENTS A RELATED PARTY EXPENSES-\$1,213,777.

Pt V, Line 4: THE ORGANIZATION INTENDS TO USE ITS ENDOWMENT FUNDS TO PROVIDE
FUNDING AND SUPPORT FOR ITS PROGRAMS IN ACCORDANCE WITH APPLICABLE DONOR RESTRICTIONS.

**SCHEDULE F
(Form 990)**

Statement of Activities Outside the United States

OMB No. 1545-0047

2018

Open to Public Inspection

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 14b, 15, or 16.

▶ Attach to Form 990.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

Department of the Treasury
Internal Revenue Service

Name of the organization

ROCKEFELLER FAMILY FUND, INC.

Employer identification number

13-6257658

Part I General Information on Activities Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 14b.

1 For grantmakers. Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No

2 For grantmakers. Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

3 Activities per Region. (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in the region	(d) Activities conducted in the region (by type) (such as, fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in the region	(f) Total expenditures for and investments in the region
(1) Central America	0	0	INVESTMENT		26,603,362.
(2)					
(3)					
(4)					
(5)					
(6)					
(7)					
(8)					
(9)					
(10)					
(11)					
(12)					
(13)					
(14)					
(15)					
(16)					
(17)					
3a Subtotal	0	0			26,603,362.
b Total from continuation sheets to Part I					
c Totals (add lines 3a and 3b)	0	0			26,603,362.

Part II **Grants and Other Assistance to Organizations or Entities Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of noncash assistance	(h) Description of noncash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)									
(2)									
(3)									
(4)									
(5)									
(6)									
(7)									
(8)									
(9)									
(10)									
(11)									
(12)									
(13)									
(14)									
(15)									
(16)									

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter ▶

3 Enter total number of other organizations or entities ▶

Part III **Grants and Other Assistance to Individuals Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 16.
 Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of noncash assistance	(g) Description of noncash assistance	(h) Method of valuation (book, FMV, appraisal, other)
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							
(13)							
(14)							
(15)							
(16)							
(17)							
(18)							

Part IV Foreign Forms

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* Yes No

- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to separately file Form 3520, Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A; don't file with Form 990)* Yes No

- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations (see Instructions for Form 5471)* Yes No

- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund (see Instructions for Form 8621)* Yes No

- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect to Certain Foreign Partnerships (see Instructions for Form 8865)* Yes No

- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to separately file Form 5713, International Boycott Report (see Instructions for Form 5713; don't file with Form 990)* Yes No

Part V Supplemental Information

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information. See instructions.

Pt I Line 3 Col (F): INVESTMENTS IN THE REGION OF CENTRAL AMERICA AND THE CARIBBEAN
CONSIST OF A DIRECT INVESTMENT IN A HEDGE FUND AS WELL AS AN INVESTMENT IN A
FUND OF FUNDS THAT INVESTS IN VARIOUS FINANCIAL MARKETS WORLDWIDE.

Other: PART IV, LINE 3 AND 4: THE ORGANIZATION IS NOT REQUIRED TO FILE FORM
5471 OR FORM 8621 BECAUSE IT DOES NOT MEET THE APPLICABLE OWNERSHIP THRESHOLD
OR OTHER FILING REQUIREMENTS.

**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

Complete if the organization answered "Yes" on Form 990, Part IV, line 21 or 22.

▶ Attach to Form 990.

▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2018

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

Name of the organization

ROCKEFELLER FAMILY FUND, INC.

Employer identification number

13-6257658

Part I General Information on Grants and Assistance

- Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered "Yes" on Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of noncash assistance	(h) Purpose of grant or assistance
(1) SEE SCHEDULE I - 1							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶ 155
 3 Enter total number of other organizations listed in the line 1 table ▶ 4

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2018)

BAA

REV 11/06/18 PRO

SCHEDULE I-1		Grants and Other Assistance to Organizations, Governments, and Individuals in the U.S.						
FORM 990		2018						
LOCKEFELLER FAMILY FUND, INC.		EIN: 13-6257658						
Name of organization	address of organization	(b) EIN	(c) IRC Code	(d) Amount of Cash Grant	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash assets	(h) Purpose of grant assistance
Org	20 Jay Street, Suite 732 Brooklyn NY 11201-8352	26-1150699	501(c)(3)	\$10,000.00	NONE	N/A	N/A	General Support
Org	20 Jay Street, Suite 732 Brooklyn NY 11201-8352	26-1150699	501(c)(3)	\$15,000.00	NONE	N/A	N/A	General Support
Letter Balance	40 Worth Street, 10th floor New York NY 10013	20-3664771	501(c)(3)	\$50,000.00	NONE	N/A	N/A	Legal support for Paid Sick Days, Paid Family and Medical Leave and Other Family Friendly Policies
Letter Balance	40 Worth Street, 10th floor New York NY 10013	20-3664771	501(c)(3)	\$172,500.00	NONE	N/A	N/A	ABB's preemption work with the Local Solutions Supp Center
ance for Justice	Eleven DuPont Circle NW, Suite 500 Washington DC 20036	52-1009973	501(c)(3)	\$25,000.00	NONE	N/A	N/A	Justice Programs
ance for Youth Organizing	810 7th St Ne Washington DC 20002-3610	46-2465621	501(c)(3)	\$20,000.00	NONE	N/A	N/A	Student voter engagement initiatives
ance for Youth Organizing	810 7th St Ne Washington DC 20002-3610	46-2465621	501(c)(3)	\$50,000.00	NONE	N/A	N/A	Organizing and activating young voters by working with MOVE Texas, Leaders Igniting Transformation, and Chicago Votes
ance for Youth Organizing	810 7th St Ne Washington DC 20002-3610	46-2465621	501(c)(3)	\$175,000.00	NONE	N/A	N/A	General support
merican Council For An ergy-Efficient Economy	529 14th Street NW Washington DC 20045	94-2711707	501(c)(3)	\$35,000.00	NONE	N/A	N/A	Expanding Rural Energy Efficiency Programs through Identification of Program Leaders
merican Farmland Trust	1920 N Street NW, Suite 400 Washington DC 20036	52-1190211	501(c)(3)	\$50,000.00	NONE	N/A	N/A	General Support
imas Valley Institute	Po Box 1020 Durango CO 81302-1020	84-1489411	501(c)(3)	\$10,000.00	NONE	N/A	N/A	General Support
palachian Citizens Law nter	317 Main Street Whitesburg KY 41858	61-1401589	501(c)(3)	\$10,000.00	NONE	N/A	N/A	To support work on just transition
palachian Citizens Law nter	317 Main Street Whitesburg KY 41858	61-1401589	501(c)(3)	\$25,000.00	NONE	N/A	N/A	H-election funding to support work on just transition at the RECLAIM Act
palachian Sustainable velopment	1096 Ole Berry Road, Suite 100 Abingdon VA 24212-0791	31-1445533	501(c)(3)	\$25,000.00	NONE	N/A	N/A	To support pre-proposal activities related to ASD's 20 POWER grant request to the Appalachian Regional Commission
palachian Sustainable velopment	1096 Ole Berry Road, Suite 100 Abingdon VA 24212-0791	31-1445533	501(c)(3)	\$65,000.00	NONE	N/A	N/A	Appalachian Food Corridor
palachian Voices	589 West King Street Boone NC 28607	56-2049956	501(c)(3)	\$25,000.00	NONE	N/A	N/A	RECLAIM Coalition Support

SCHEDULE I-1		Grants and Other Assistance to Organizations, Governments, and Individuals in the U.S.							
JRM 990							2018		
LOCKEFELLER FAMILY FUND, INC.						EIN:	13-6257658		
Name of organization	address of organization	(b) EIN	(c) IRC Code	(d) Amount of Cash Grant	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash assets	(h) Purpose of grant assistance	
Appalachian Voices	589 West King Street Boone NC 28607	56-2049956	501(c)(3)	\$75,000.00	NONE	N/A	N/A	Re-election funding to support work on just transition at the RECLAIM Act	
Appalachian Voices	589 West King Street Boone NC 28607	56-2049956	501(c)(3)	\$80,000.00	NONE	N/A	N/A	Reclaiming Appalachia Coalition	
Appalachian Voices	589 West King Street Boone NC 28607	56-2049956	501(c)(3)	\$145,000.00	NONE	N/A	N/A	RECLAIM Coalition Support	
Plot Initiative Strategy Center Foundation	1660 L Street NW Washington DC 20036	04-3454684	501(c)(3)	\$75,000.00	NONE	N/A	N/A	Research on messaging and voter engagement	
Yale College	PO Box 3000 Annandale-on-Hudson NY 12504-5000	14-1713034	501(c)(3)	\$10,000.00	NONE	N/A	N/A	Bard Prison Initiative	
Bennington College	One College Drive Bennington VT 05201	03-0179414	501(c)(3)	\$30,000.00	NONE	N/A	N/A	Beyond Plastics project	
Big Bend Conservation Alliance	Po Box 1721 Alpine TX 79831	47-3670796	501(c)(3)	\$30,000.00	NONE	N/A	N/A	A water study that would contribute to a campaign to limit oil and gas development in the Big Bend region of Texas	
Black Mesa Water Coalition	P.O. Box 613 Flagstaff AZ 86002	68-0535413	501(c)(3)	\$10,000.00	NONE	N/A	N/A	To support Black Mesa Water Coalition's efforts to build the Just Transition Movement within the Navajo Nation and work with both Navajo and Hopi communities to advance a broad just transition agenda.	
Big Bend Education Fund	208 S Burlington Ave Box 326 Hastings NE 68901-5904	45-5369198	501(c)(3)	\$30,000.00	NONE	N/A	N/A	To support the pipelines and property rights project	
Manhattan Center for Justice at Yale School of Law	120 Broadway, Suite 1750 New York NY 10271-0002	13-3839293	501(c)(3)	\$10,000.00	NONE	N/A	N/A	Support for voter protection initiative	
Manhattan Center for Justice at Yale School of Law	120 Broadway, Suite 1750 New York NY 10271-0002	13-3839293	501(c)(3)	\$50,000.00	NONE	N/A	N/A	National Task Force on the Rule of Law & Democracy	
Campaign Legal Center	1411 K Street NW, Suite 1400 Washington DC 20005-3404	04-3608387	501(c)(3)	\$50,000.00	NONE	N/A	N/A	Emergency litigation against administrative actions that disenfranchise eligible voters prior to Election Day 2020	
Diem West	209 Caledonia Street, 2nd Floor Sausalito CA 94965-2926	94-3373078	501(c)(3)	\$25,000.00	NONE	N/A	N/A	General Support	
Center For American Progress	1333 H Street NW, 10th Floor Washington DC 20005-4746	30-0126510	501(c)(3)	\$75,000.00	NONE	N/A	N/A	To support the Women's Initiative	
Center for Auto Safety	1825 Connecticut Ave, NW, Suite 330 Washington DC 20009-5725	52-0902868	501(c)(3)	\$30,000.00	NONE	N/A	N/A	General support of the Safe Climate Campaign	

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FORM 990							2018	
DOCKEFELLER FAMILY FUND, INC.					EIN:	13-6257658		
Name of organization	address of organization	(b) EIN	(c) IRC Code	(d) Amount of Cash Grant	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash assets	(h) Purpose of grant assistance
Center for Civic Policy	625 Silver Avenue, SW, Suite 320 Albuquerque NM 87125-7616	01-0869701	501(c)(3)	\$50,000.00	NONE	N/A	N/A	New Mexico Civic Engagement Table
Center for Coalfield Justice	14 E Beau St Washington PA 15301-1116	25-1781592	501(c)(3)	\$25,000.00	NONE	N/A	N/A	Local Economic Justice Team
Center for Constitutional Rights	666 Broadway 7Th Flr New York NY 10012-2317	22-6082880	501(c)(3)	\$20,000.00	NONE	N/A	N/A	General Support
Center for Constitutional Rights	666 Broadway 7Th Flr New York NY 10012-2317	22-6082880	501(c)(3)	\$25,000.00	NONE	N/A	N/A	For general support
Center for Constitutional Rights	666 Broadway 7Th Flr New York NY 10012-2317	22-6082880	501(c)(3)	\$60,000.00	NONE	N/A	N/A	General Support
Center for Energy and Environment	212 3rd Avenue North, Suite 560 Minneapolis MN 55401-1459	41-1647799	501(c)(3)	\$35,000.00	NONE	N/A	N/A	Baseload Power Plant Impact Study
Center for Investigative Reporting, Inc.	1400 65th Street, Suite 200 Emeryville CA 94608	94-2434026	501(c)(3)	\$10,000.00	NONE	N/A	N/A	General Support
Center for Popular Democracy	449 Troutman Street, Suite A Brooklyn NY 11237	45-3813436	501(c)(3)	\$20,000.00	NONE	N/A	N/A	Louisiana Local Democracy Of Minimum Wage Campaign
Center for Popular Democracy	449 Troutman Street, Suite A Brooklyn NY 11237	45-3813437	501(c)(3)	\$20,000.00	NONE	N/A	N/A	Paid sick days work
Center for Popular Democracy	449 Troutman Street, Suite A Brooklyn NY 11237	45-3813438	501(c)(3)	\$52,500.00	NONE	N/A	N/A	Make it Work Nevada Education Fund
Center for Popular Democracy	449 Troutman Street, Suite A Brooklyn NY 11237	45-3813439	501(c)(3)	\$170,000.00	NONE	N/A	N/A	Make the Road Nevada's public education campaign on earned sick leave
Center for Popular Democracy	449 Troutman Street, Suite A Brooklyn NY 11237	45-3813440	501(c)(3)	\$175,000.00	NONE	N/A	N/A	Paid Sick Days & We Believe You Fund
Center for Popular Democracy	449 Troutman Street, Suite A Brooklyn NY 11237	45-3813441	501(c)(3)	\$180,000.00	NONE	N/A	N/A	Make the Road Nevada and its public education campaign on earned sick leave
Center for Public Policy Initiatives	7020 Easy Wind Drive, Suite 200 Austin TX 78752	74-2898197	501(c)(3)	\$10,000.00	NONE	N/A	N/A	Local and state level preemption work in Texas
Center for Rural Strategies	46 East Main Street Whitesburg KY 41858	61-1379952	501(c)(3)	\$8,500.00	NONE	N/A	N/A	Telling the Story of Appalachian Transition - Communications Mini-Grant

SCHEDULE I-1		Grants and Other Assistance to Organizations, Governments, and Individuals in the U.S.							
FORM 990								2018	
LOCKEFELLER FAMILY FUND, INC.						EIN:	13-6257658		
Name of organization	address of organization	(b) EIN	(c) IRC Code	(d) Amount of Cash Grant	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash assets	(h) Purpose of grant assistance	
Center for Rural Strategies	46 East Main Street Whitesburg KY 41858	61-1379952	501(c)(3)	\$25,000.00	NONE	N/A	N/A	To support efforts to design and build a strategic communications plan for Central Appalachia	
Center for Story-based Strategy	654 13th Street, #2 Oakland CA 94612	20-1897585	501(c)(3)	\$45,000.00	NONE	N/A	N/A	National Convening Support Grant	
RES	99 Chauncy Street, 6th Floor Boston MA 02111-1703	22-3053747	501(c)(3)	\$15,000.00	NONE	N/A	N/A	General Support	
OrangeLab Solutions	2201 Broadway, Suite 502 Oakland CA 94612-3063	26-3710746	501(c)(3)	\$60,000.00	NONE	N/A	N/A	Preemption-related public health and health equity work	
esapeake Climate Action Network	6930 Carroll Ave Ste 720 Takoma Park MD 20912-4499	11-3644283	501(c)(3)	\$30,000.00	NONE	N/A	N/A	For the District of Columbia Carbon Pricing Campaign	
Western Air Coalition of Western New York	52 Linwood Ave Buffalo NY 14209	27-0746038	501(c)(3)	\$10,000.00	NONE	N/A	N/A	To create and publish a case study on NRG Huntley's transition which can serve as a blueprint for community organizing, developing state funds, and designing an economic development plan	
Western Air Coalition of Western New York	52 Linwood Ave Buffalo NY 14209	27-0746038	501(c)(3)	\$20,000.00	NONE	N/A	N/A	To hire a part-time staff person to work on transition initiatives.	
Western Air Coalition of Western New York	52 Linwood Ave Buffalo NY 14209	27-0746038	501(c)(3)	\$25,000.00	NONE	N/A	N/A	Western NY Transition	
Climate Solutions	1402 3rd Avenue, Suite 1305 Olympia WA 98501	91-1123302	501(c)(3)	\$60,000.00	NONE	N/A	N/A	For general support	
Appalachian Development Corporation	P.O. Box 1133 Wayne WV 25570-1133	26-3836207	501(c)(3)	\$50,000.00	NONE	N/A	N/A	To support the ongoing development of a family of social enterprises designed to diversify and contribute to long-term economic transformation in Appalachia.	
Appalachian Development Corporation	P.O. Box 1133 Wayne WV 25570-1133	26-3836207	501(c)(3)	\$100,000.00	NONE	N/A	N/A	Rewire Appalachia	
Colorado Civic Engagement Fundtable	P.O. Box 1620 Denver CO 80201-1620	02-0758897	501(c)(3)	\$35,000.00	NONE	N/A	N/A	General support	
Colorado Farm and Food Alliance	C/O The Learning Council Paonia CO 81428	84-1377794	501(c)(3)	\$15,000.00	NONE	N/A	N/A	North Fork Valley Farm and Food Economy Position	
Colorado Organization for Innovative Opportunity and Productive Rights (COLOR)	Po Box 40991 Denver CO 80204-0991	84-1569021	501(c)(3)	\$50,000.00	NONE	N/A	N/A	Integrated Voter Engagement program	
Colorado People's Alliance (CPA)	700 Kalamath Street Denver CO 80204	84-1599036	501(c)(3)	\$7,500.00	NONE	N/A	N/A	House election funds for the production of two videos that encourage support of Colorado's HB18-1368 Local Control of Minimum Wage	
Columbia University	Graduate School of Journalism New York NY 10027	13-5598093	501(c)(3)	\$25,000.00	NONE	N/A	N/A	Columbia Journalism School's Investigation Initiative	

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FORM 990								2018
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Columbia University	Graduate School of Journalism New York NY 10027	13-5598093	501(c)(3)	\$50,000.00	NONE	N/A	N/A	Columbia Journalism School's Investigations initiative
Columbia University	Graduate School of Journalism New York NY 10027	13-5598093	501(c)(3)	\$50,000.00	NONE	N/A	N/A	Research and Journalism on Information Integrity in C Life
Community Catalyst Inc	One Federal Street Boston MA 02110	04-3355127	501(c)(3)	\$85,000.00	NONE	N/A	N/A	Raising Women's Voices for general support
Community Change	1536 U St Nw Washington DC 20009-3912	52-0888113	501(c)(3)	\$100,000.00	NONE	N/A	N/A	Defend Our Dreams
Community Environmental Legal Defense Fund	PO Box 360 Mercersburg PA 17236	25-1760934	501(c)(3)	\$20,000.00	NONE	N/A	N/A	General Support
Conservation Ink	370 28th St Boulder CO 80302	14-1839242	501(c)(3)	\$10,000.00	NONE	N/A	N/A	The Story Group and their coverage of fracking in Colorado
Conservation Law Foundation	62 Summer Street Boston MA 02110	04-6149986	501(c)(3)	\$30,000.00	NONE	N/A	N/A	For the Community Protection Project.
Conservation Law Foundation	62 Summer Street Boston MA 02110	04-6149986	501(c)(3)	\$75,000.00	NONE	N/A	N/A	Healthy Communities Initiative
Crta Institute	35 E. Wacker Drive, Suite 1200 Chicago IL 60601	36-4210191	501(c)(3)	\$12,000.00	NONE	N/A	N/A	To supportwork on the development of a mechanism a transparent redevelopment process of the former Crawford and Fisk Generating Stations in the Little Village and Pilsen neighborhoods in Chicago
EarthRights International	1612 K Street NW, Suite 401 Washington DC 20006-2826	04-3265555	501(c)(3)	\$10,000.00	NONE	N/A	N/A	General Support
EarthRights International	1612 K Street NW, Suite 401 Washington DC 20006-2826	04-3265555	501(c)(3)	\$15,000.00	NONE	N/A	N/A	General Support
EarthRights International	1612 K Street NW, Suite 401 Washington DC 20006-2826	04-3265555	501(c)(3)	\$75,000.00	NONE	N/A	N/A	Climate Change Corporate Accountability Program
Earthworks	1612 K Street NW, Suite 808 Washington DC 20006	52-1557765	501(c)(3)	\$30,000.00	NONE	N/A	N/A	General Support
Economic Justice Alliance of Michigan	4750 Woodward Ave Ste 215 Detroit MI 48201-1300	47-4734132	501(c)(3)	\$25,000.00	NONE	N/A	N/A	General Support
Puerto de Williamsburg	211 South 4th Street Brooklyn NY 11211	11-2614265	501(c)(3)	\$75,000.00	NONE	N/A	N/A	The Latino Climate Action Network
Energy Efficient West Virginia	1500 Dixie Street Charleston WV 25311-1904	11-3660992	501(c)(3)	\$25,000.00	NONE	N/A	N/A	Energy Efficient Policy Support and Economic Development Initiatives

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Environmental Integrity Project	919 18th Street NW, Suite 975 Washington DC 20006-5503	20-1326922	501(c)(3)	\$15,000.00	NONE	N/A	N/A	General Support	
Environmental Integrity Project	919 18th Street NW, Suite 975 Washington DC 20006-5503	20-1326922	501(c)(3)	\$30,000.00	NONE	N/A	N/A	For the Save the EPA Campaign	
Environmental Integrity Project	919 18th Street NW, Suite 975 Washington DC 20006-5503	20-1326922	501(c)(3)	\$65,000.00	NONE	N/A	N/A	For general support	
Center for Election Integrity	1825 K Street NW, Suite 450 Washington DC 20006	81-5447067	501(c)(3)	\$15,000.00	NONE	N/A	N/A	General Support	
Center for Election Integrity	1825 K Street NW, Suite 450 Washington DC 20006	81-5447067	501(c)(3)	\$40,000.00	NONE	N/A	N/A	Campus Voter Project	
Network for Public Health Action	999 North Capitol Street NE, Suite 200 Washington DC 20002	94-2206497	501(c)(3)	\$50,000.00	NONE	N/A	N/A	Expanding citizenship and voting rights through integrated voter engagement	
Network for Public Health Action	999 North Capitol Street NE, Suite 200 Washington DC 20002	94-2206497	501(c)(3)	\$120,000.00	NONE	N/A	N/A	Research on the effectiveness of relational organizing increase voter participation	
Center for Public Health in Texas--PICO	1111 W Mockingbird Ln Dallas TX 75247-5028	47-3005234	501(c)(3)	\$25,000.00	NONE	N/A	N/A	Organizing Texas Faith Communities for Local Democracy and Fight Preemption (h-election) To provide resources to coal community member organizations that will support the establishment of strategic marketing campaigns for energy efficiency at the development of a 504 Demonstration Pilot in partnership with the USDA	
Center for Appalachian Economic Development using Enterprises (FAHE)	319 Oak Street, P.O. Box 908 Berea KY 40403-1424	31-0986871	501(c)(3)	\$20,000.00	NONE	N/A	N/A		
Forward Together	1440 Broadway, Suite 301 Oakland CA 94612	94-3311784	501(c)(3)	\$75,000.00	NONE	N/A	N/A	Strong Families NM and national	
Flash Energy	408 St. Peter Street, Suite 200 Saint Paul MN 55102-1125	41-1735501	501(c)(3)	\$30,000.00	NONE	N/A	N/A	To support Carbon Sequestration in Soils Project	
Flash Energy	408 St. Peter Street, Suite 200 Saint Paul MN 55102-1125	41-1735501	501(c)(3)	\$35,000.00	NONE	N/A	N/A	General Support	
Future Innovation Fund	1402 3rd Ave Ste 406 Seattle WA 98101-2118	87-0800705	501(c)(3)	\$50,000.00	NONE	N/A	N/A	General Support	
Future Generations University	400 Road Less Traveled Road Franklin WV 26807	45-2208063	501(c)(3)	\$10,000.00	NONE	N/A	N/A	General Support	
Generation West Virginia	P.O. Box 361 Lewisburg WV 24901	81-3004556	501(c)(3)	\$75,000.00	NONE	N/A	N/A	NewForce and Impact Fellowship Initiatives	

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Global Warming Mitigation Project	1133 Connecticut Ave Nw Ste 810 Washington DC 81611	82-3056808	501(c)(3)	\$100,000.00	NONE	N/A	N/A	General Support	
Global Warming Mitigation Project	1133 Connecticut Ave Nw Ste 810 Washington DC 81611	82-3056808	501(c)(3)	\$300,000.00	NONE	N/A	N/A	General Support	
Global Warming Mitigation Project	1133 Connecticut Ave Nw Ste 810 Washington DC 81611	82-3056808	501(c)(3)	\$350,000.00	NONE	N/A	N/A	General Support	
Government Accountability Project	1612 K Street NW, Suite 1100 Washington DC 20006	52-1343924	501(c)(3)	\$15,000.00	NONE	N/A	N/A	General Support	
Grand Canyon Trust	2601 North Fort Valley Road Flagstaff AZ 86001	86-0512633	501(c)(3)	\$75,000.00	NONE	N/A	N/A	Navajo Chapters Solar Projects on Navajo Generation Station Land	
Green America	1612 K Street, NW, Suite 600 Washington DC 20006	52-1660746	501(c)(3)	\$15,000.00	NONE	N/A	N/A	General Support	
Green America	1612 K Street, NW, Suite 600 Washington DC 20006	52-1660747	501(c)(3)	\$15,000.00	NONE	N/A	N/A	General Support	
Just Magazine	1201 Western Avenue, Suite 410 Seattle WA 98101	06-1664153	501(c)(3)	\$35,000.00	NONE	N/A	N/A	Climate Politics and Justice	
Just Magazine	1201 Western Avenue, Suite 410 Seattle WA 98101	06-1664153	501(c)(3)	\$40,000.00	NONE	N/A	N/A	Communications Mini-Grant for GRIST FIX Stories	
Non Violence Archive, Inc.	1030 15th Street NW Washington DC 20036-4504	46-3582959	501(c)(3)	\$300,000.00	NONE	N/A	N/A	General Support	
Non Violence Archive, Inc.	1030 15th Street NW Washington DC 20036-4504	46-3582959	501(c)(3)	\$500,000.00	NONE	N/A	N/A	General Support	
Northwest Waters Economics	P.O. Box 7059 Bozeman MT 59715	74-3171967	501(c)(3)	\$25,000.00	NONE	N/A	N/A	To convene a focused discussion on fiscal policy for transitioning coal communities in the West.	
Utah Healthy Environment Alliance	824 S 400 W Ste B111 Salt Lake City UT 84101-4803	84-1409393	501(c)(3)	\$30,000.00	NONE	N/A	N/A	An education and outreach campaign to inform the directors of local Utah Association of Municipal Power Systems public utility districts and municipalities about the economic and related issues associated with the Small Modular Reactor	
Wildland Landers for Responsible Development	P.O. Box 685 Monterey VA 24465-0685	47-0958632	501(c)(3)	\$20,000.00	NONE	N/A	N/A	For the Allegheny-Blue Ridge Alliance	
Wilderness Development Alliance	P.O. Box 7284 Hazard KY 41702-7284	61-1253346	501(c)(3)	\$15,000.00	NONE	N/A	N/A	To apply for an Appalachian Regional Commission POWER grant to develop markets for energy efficient homes and residential solar installations in eastern Kentucky	

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titute for Energy Economics Financial Analysis	River's Edge Cleveland OH 44111	45-4244605	501(c)(3)	\$15,000.00	NONE	N/A	N/A	Oil and gas programmatic work	
titute for Energy Economics Financial Analysis	River's Edge Cleveland OH 44111	45-4244605	501(c)(3)	\$20,000.00	NONE	N/A	N/A	Risk Analysis for Illinois Basin Coal Plant and Mine Closures	
titute for Energy Economics Financial Analysis	River's Edge Cleveland OH 44111	45-4244605	501(c)(3)	\$30,000.00	NONE	N/A	N/A	General support for its domestic programs	
titute for Energy Economics Financial Analysis	River's Edge Cleveland OH 44111	45-4244605	501(c)(3)	\$65,000.00	NONE	N/A	N/A	Domestic Programs	
titute for Governance & ustainable Development	2300 Wisconsin Avenue NW, Suite 300B Washington DC 20007	81-0616238	501(c)(3)	\$30,000.00	NONE	N/A	N/A	The Center for Climate Integrity Initiative	
titute for Governance & ustainable Development	2300 Wisconsin Avenue NW, Suite 300B Washington DC 20007	81-0616238	501(c)(3)	\$150,000.00	NONE	N/A	N/A	Center for Climate Integrity	
titute for Governance & ustainable Development	2300 Wisconsin Avenue NW, Suite 300B Washington DC 20007	81-0616238	501(c)(3)	\$250,000.00	NONE	N/A	N/A	The Center for Climate Integrity	
titute for Governance & ustainable Development	2300 Wisconsin Avenue NW, Suite 300B Washington DC 20007	81-0616238	501(c)(3)	\$750,000.00	NONE	N/A	N/A	The Center for Climate Integrity	
titute for Governance & ustainable Development	2300 Wisconsin Avenue NW, Suite 300B Washington DC 20007	81-0616238	501(c)(3)	\$950,000.00	NONE	N/A	N/A	To support the Center for Climate Integrity's Climate Polluters Pay Campaign	
st Detention International	3325 Wilshire Blvd. Ste. 340 Los Angeles CA 90010	13-3711840	501(c)(3)	\$40,000.00	NONE	N/A	N/A	General Support	
st Detention International	3325 Wilshire Blvd. Ste. 340 Los Angeles CA 90010	13-3711840	501(c)(3)	\$50,000.00	NONE	N/A	N/A	General Support	
ntuckians for the ommonwealth	P.O. Box 1450 London KY 40743	31-1113237	501(c)(3)	\$20,000.00	NONE	N/A	N/A	To support the Empower Kentucky Plan which promot a clean energy transition path for Kentuckians	
ino Community Fund Of shington	Po Box 30669 Seattle WA 98113-0669	20-5987399	501(c)(3)	\$50,000.00	NONE	N/A	N/A	Front and Centered's voter engagement work	
nyers' Committee for Civil ights Under Law	1401 New York Avenue NW, Suite 400 Washington DC 20005-0400	52-0799246	501(c)(3)	\$30,000.00	NONE	N/A	N/A	Voter protections programs	

SCHEDULE I-1		Grants and Other Assistance to Organizations, Governments, and Individuals in the U.S.							
FORM 990								2018	
LOCKEFELLER FAMILY FUND, INC.						EIN:	13-6257658		
Name of organization	address of organization	(b) EIN	(c) IRC Code	(d) Amount of Cash Grant	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash assets	(h) Purpose of grant assistance	
League of Conservation Voters Education Fund	1480 15th Street NW, Suite 700 Washington DC 20005	52-1379661	501(c)(3)	\$10,000.00	NONE	N/A	N/A	General support	
League United for Change in Arizona	5716 N. 19th Avenue Arizona AZ 6023889745	27-1398645	501(c)(4)	\$40,000.00	NONE	N/A	N/A	Defend Proposition 206, the statewide Arizona earned sick leave and minimum wage bill (c4)	
Louisiana Bucket Brigade	2803 Saint Phillip Street New Orleans LA 70119	72-1488935	501(c)(3)	\$30,000.00	NONE	N/A	N/A	Its campaign to stop the Bayou Bridge Pipeline	
Maine Coast Heritage Trust	1 Bowdoin Mill Island, Suite 201 Topsham ME 04086-1265	23-7099105	501(c)(3)	\$515,000.00	NONE	N/A	N/A	MCHT's capital campaign (\$500,000) and for general support (\$15,000)	
Maine Community Foundation	245 Main St Ellsworth ME 04605-1613 PO Box 40935	01-0391479	501(c)(3)	\$30,000.00	NONE	N/A	N/A	The People of Color Fund	
Medical Students for Choice	Philadelphia PA 19107-0935	20-5263777	501(c)(3)	\$100,000.00	NONE	N/A	N/A	General support	
National Religious Freedom Foundation, Inc.	13170-B Central Avenue SE, Suite 255 Albuquerque NM 87123	20-3967302	501(c)(3)	\$13,000.00	NONE	N/A	N/A	General support in beginning in July 2018 and ending in December 2018	
National Religious Freedom Foundation, Inc.	13170-B Central Avenue SE, Suite 255 Albuquerque NM 87123	20-3967302	501(c)(3)	\$13,000.00	NONE	N/A	N/A	General support in beginning in July 2018 and ending in December 2018	
National Religious Freedom Foundation, Inc.	13170-B Central Avenue SE, Suite 255 Albuquerque NM 87123	20-3967302	501(c)(3)	\$13,000.00	NONE	N/A	N/A	General support in beginning in July 2018 and ending in December 2018	
National Religious Freedom Foundation, Inc.	13170-B Central Avenue SE, Suite 255 Albuquerque NM 87123	20-3967302	501(c)(3)	\$13,000.00	NONE	N/A	N/A	General support in beginning in July 2018 and ending in December 2018	
National Religious Freedom Foundation, Inc.	13170-B Central Avenue SE, Suite 255 Albuquerque NM 87123	20-3967302	501(c)(3)	\$13,000.00	NONE	N/A	N/A	General support in beginning in July 2018 and ending in December 2018	
National Religious Freedom Foundation, Inc.	13170-B Central Avenue SE, Suite 255 Albuquerque NM 87123	20-3967302	501(c)(3)	\$13,000.00	NONE	N/A	N/A	General Support	
National Religious Freedom Foundation, Inc.	13170-B Central Avenue SE, Suite 255 Albuquerque NM 87123	20-3967302	501(c)(3)	\$13,000.00	NONE	N/A	N/A	General Support	
National Religious Freedom Foundation, Inc.	13170-B Central Avenue SE, Suite 255 Albuquerque NM 87123	20-3967302	501(c)(3)	\$13,000.00	NONE	N/A	N/A	General Support	
National Religious Freedom Foundation, Inc.	13170-B Central Avenue SE, Suite 255 Albuquerque NM 87123	20-3967302	501(c)(3)	\$13,000.00	NONE	N/A	N/A	General Support	
National Religious Freedom Foundation, Inc.	13170-B Central Avenue SE, Suite 255 Albuquerque NM 87123	20-3967302	501(c)(3)	\$13,000.00	NONE	N/A	N/A	General Support	

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ity Religious Freedom undation, Inc.	13170-B Central Avenue SE, Suite 255 Albuquerque NM 87123	20-3967302	501(c)(3)	\$13,000.00	NONE	N/A	N/A	General Support	
ssouri Jobs With Justice	2725 Clifton St. Louis MO 63139	43-1864844	501(c)(3)	\$60,000.00	NONE	N/A	N/A	Education, research, and engagement work surroundi preemption	
msrising Education Fund	12011 Bel Red Road Bellevue WA 98005-2471	45-2499952	501(c)(3)	\$95,000.00	NONE	N/A	N/A	MomsRising In The States	
athering Justice	622 Walnut Ave Royal Oak MI 48073-5311	45-3740989	501(c)(3)	\$25,000.00	NONE	N/A	N/A	General Support	
thers Out Front	30 Bow Street Cambridge MA 02138	46-5758600	501(c)(3)	\$10,000.00	NONE	N/A	N/A	General Support	
untain Association for mmunity Economic velopment	433 Chestnut Street Berea KY 40403-1510	31-0900246	501(c)(3)	\$10,000.00	NONE	N/A	N/A	For Central Appalachian Network to conduct a policy analysis in five states (OH, WV, KY, VA, TN) to identif both policy barriers and opportunities to advance the clean energy sector	
untain Association for mmunity Economic velopment	433 Chestnut Street Berea KY 40403-1510	31-0900246	501(c)(3)	\$100,000.00	NONE	N/A	N/A	Clean Energy Practitioner Network for Appalachia - Central Appalachian Network	
ltdisciplinary Association for ychedelic Studies	1115 Mission St Santa Cruz CA 95060-3526	59-2751953	501(c)(3)	\$40,000.00	NONE	N/A	N/A	Phase III trials of MDMA-assisted therapy as a treatme for PTSD for FDA approval	
ltdisciplinary Association for ychedelic Studies	1115 Mission St Santa Cruz CA 95060-3526	59-2751953	501(c)(3)	\$250,000.00	NONE	N/A	N/A	General Support	
ACP Legal Defense and ucational Fund, Inc.	40 Rector Street, 5th Floor New York NY 10006	13-1655255	501(c)(3)	\$500,000.00	NONE	N/A	N/A	General Support	
.RAL Pro-Choice America undation	1156 15th Street NW, Suite 700 Washington DC 20005	52-1100361	501(c)(3)	\$50,000.00	NONE	N/A	N/A	Work to educate the public about the need for paid sic leave in Nevada	
tional Black Justice Coalition	Post Office Box 71395 WASHINGTON DC 20024-1395	20-0667808	501(c)(3)	\$35,000.00	NONE	N/A	N/A	The Campaign to Defend Local Solutions	
tional Partnership For men And Families Inc	1875 Connecticut Avenue NW, Suite 650 Washington DC 20009	23-7124915	501(c)(3)	\$100,000.00	NONE	N/A	N/A	Advancing Strong Policies, Defending Rights and Protections and Harnessing Power for Women & Families in Challenging Times	
tural Capital Investment nd	1098 Turner Road Shepherdstown WV 25443	54-2058754	501(c)(3)	\$25,000.00	NONE	N/A	N/A	To provide technical assistance serves to the Downto Appalachia Development Initiative	
tural Capital Investment nd	1098 Turner Road Shepherdstown WV 25443	54-2058754	501(c)(3)	\$25,000.00	NONE	N/A	N/A	To expand the clean energy sector in Appalachia thro the Energy Initiative which provides technical assistan and loans for businesses to adopt energy efficiency a clean energy practices	

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Natural Capitalism Solutions	11823 N. 75th Street Longmont CO 80503	14-1901877	501(c)(3)	\$7,500.00	NONE	N/A	N/A	The Wellbeing Economy Alliance	
Brookline Philanthropy	45 West 36th Street, 6th Floor New York NY 10018	13-3191113	501(c)(3)	\$50,000.00	NONE	N/A	N/A	New Georgia Project's Know Your Status efforts	
Western Era Colorado Foundation	P.O. Box 4274 Boulder CO 80306-4274	26-1389272	501(c)(3)	\$50,000.00	NONE	N/A	N/A	General Support	
Western Jersey Conservation Foundation	170 Longview Road Far Hills NJ 07931	22-8065456	501(c)(3)	\$20,000.00	NONE	N/A	N/A	Its campaign to organize land trusts throughout the country to oppose the use of eminent domain to site pipelines.	
Washington Venture Fund	1201 Connecticut Avenue NW, Suite 300 Washington DC 20036	20-5806345	501(c)(3)	\$6,000.00	NONE	N/A	N/A	Federal Civil Servants, Resiliency, and the Current State of Workplace Representation and Advocacy	
Washington Venture Fund	1201 Connecticut Avenue NW, Suite 300 Washington DC 20036	20-5806345	501(c)(3)	\$55,550.50	NONE	N/A	N/A	Family Story's work on researching family structures	
Washington Venture Fund	1201 Connecticut Avenue NW, Suite 300 Washington DC 20036	20-5806345	501(c)(3)	\$75,000.00	NONE	N/A	N/A	Climate & Clean Energy Equity Fund	
Washington York Public Interest Research Group Fund, Inc.	9 Murray St Lower Level New York NY 10007-2272	13-2876109	501(c)(3)	\$30,000.00	NONE	N/A	N/A	Its state leadership initiative	
Washington York Public Interest Research Group Fund, Inc.	9 Murray St Lower Level New York NY 10007-2272	13-2876109	501(c)(3)	\$75,000.00	NONE	N/A	N/A	Support of the Democracy Accountability Project	
Washington Kanen Center	820 First Street NE, Suite 675 Washington DC 20002	45-5308952	501(c)(3)	\$50,000.00	NONE	N/A	N/A	The eminent domain and pipeline program	
Western Plains Resource Council	2401 Montana Avenue, #200 Billings MT 59101-4106	81-0367205	501(c)(3)	\$15,000.00	NONE	N/A	N/A	To commission an economic study on the job-creating potential of environmental remediation work of coal ash ponds in Colstrip, MT	
Western Plains Resource Council	2401 Montana Avenue, #200 Billings MT 59101-4106	81-0367205	501(c)(3)	\$25,000.00	NONE	N/A	N/A	Colstrip Power Plant Groundwater Remediation Project	
Seattle America	1225 S. Weller Street, Suite 430 Seattle WA 98144	20-0384893	501(c)(3)	\$50,000.00	NONE	N/A	N/A	Civic engagement work	
Oregon Oregon Environmental Council	222 NW Davis Street, Suite 309 Portland OR 97209	93-0578714	501(c)(3)	\$50,000.00	NONE	N/A	N/A	To support the climate program	
Oregon Oregon Children's Trust	P.O. Box 5181 Eugene OR 97405	27-3094382	501(c)(3)	\$40,000.00	NONE	N/A	N/A	The climate mitigation project	
Oregon Oregon Children's Trust	P.O. Box 5181 Eugene OR 97405	27-3094382	501(c)(3)	\$50,000.00	NONE	N/A	N/A	The Juliana litigation	

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Partnership for Policy Integrity	Washington DC 20007 2125 North Avenue, 3rd Floor Chicago IL 60647	27-1542291	501(c)(3)	\$9,000.00	NONE	N/A	N/A	Educating funders about biomass issues
Popes Action Institute	2125 North Avenue, 3rd Floor Chicago IL 60647	36-2755109	501(c)(3)	\$50,000.00	NONE	N/A	N/A	Main Street Alliance's work to advance local earned si and safe time by identifying and uplifting small busines supporters
Popes Action Institute	2125 North Avenue, 3rd Floor Chicago IL 60647	36-2755109	501(c)(3)	\$75,000.00	NONE	N/A	N/A	Movement Politics Project
Popes Action Institute	2125 North Avenue, 3rd Floor Chicago IL 60647	36-2755109	501(c)(3)	\$40,000.00	NONE	N/A	N/A	Support for non-partisan civic engagement work target the Rising American Electorate in nine states. Of this amount, \$60,000 is payable now, and \$40,000 is payable upon confirmation of a 1:1 match of funding from new sources
United Parenthood Of Vermont New England	784 Hercules Dr Ste 110 Colchester VT 05446-8049	03-0222941	501(c)(3)	\$12,000.00	NONE	N/A	N/A	General Support
Prairie Rivers Network	Prairie Rivers Network Champaign IL 61820-7231	37-6085905	501(c)(3)	\$25,000.00	NONE	N/A	N/A	Identifying local transition stakeholders, leaders, community resources, gaps and needs, and opportunities in downstate Illinois coal communities.
President & Fellows Of Middlebury College	Controllers Office Suite 102 Middlebury VT 05753-0000	03-0179298	501(c)(3)	\$30,000.00	NONE	N/A	N/A	Class ENVS 0332, "The Perennial turn in Ag & in Culture" in Fall 2018
Progressive Leadership Alliance of Nevada	203 S Arlington Ave Reno NV 89501-1702	88-0318655	501(c)(3)	\$75,000.00	NONE	N/A	N/A	General Support
Steuers Fund	15 Research Drive, Suite B Amherst MA 01002-2776	04-3243004	501(c)(3)	\$15,000.00	NONE	N/A	N/A	Solidaire
Steuers Fund	15 Research Drive, Suite B Amherst MA 01002-2776	04-3243004	501(c)(3)	\$75,000.00	NONE	N/A	N/A	Rights, Faith and Democracy Collaborative
Public Citizen	1600 20th Street NW Washington DC 20009-1001	23-7104508	501(c)(4)	\$30,000.00	NONE	N/A	N/A	Pre-election fund for the Texas Eminent Domain Reform project
Refugee Center Online	2420 North East Sandy Blvd Suite 102 Portland OR 97232-2788	45-3789421	501(c)(3)	\$50,000.00	NONE	N/A	N/A	General Support
Research Foundation For The State University Of New York	33 State Street Albany NY 12201-0009	14-1368361	501(c)(3)	\$20,000.00	NONE	N/A	N/A	Dr. Lisi Krall's work on the economic implications of perennial thinking in Spring Semester 2019
Source Media	9450 SW Gemini Drive, #59115 Beaverton OR 97008	82-0564961	501(c)(3)	\$70,000.00	NONE	N/A	N/A	Stand Up to Oil and Power Past Coal campaigns
Use Industries	P.O. Box 823 Athens OH 45701-0823	31-1390024	501(c)(3)	\$15,000.00	NONE	N/A	N/A	Athens Makerspace "Make Your Future" Workforce Training Program
Rural Action	9030 Hocking Hills Drive The Plains OH 45780	31-1124220	501(c)(3)	\$30,000.00	NONE	N/A	N/A	Rural Action Clean Energy Program

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Volunteers Strategy Network	675 Massachusetts Avenue, 8th Floor Cambridge MA 02139-0000	27-0480740	501(c)(3)	\$9,000.00	NONE	N/A	N/A	Building Local and State Citizen Capacities
Volunteers Strategy Network	675 Massachusetts Avenue, 8th Floor Cambridge MA 02139-0000	27-0480740	501(c)(3)	\$19,570.00	NONE	N/A	N/A	Todd Dickey's work on federal civil service and institutional support
Climate Institute	1402 3rd Avenue, Suite 500 Seattle WA 98101-2130	52-1833599	501(c)(3)	\$25,000.00	NONE	N/A	N/A	Climate and Energy research and media
Women's Action Fund	1201 Connecticut Ave Nw Ste 300 Washington DC 20036	26-4486735	501(c)(4)	\$360,000.00	NONE	N/A	N/A	Women Effect Action Fund (c4)
Small Business and Environmental Entrepreneurs (SEE)	23532 Calabasas Road, Suite A Calabasas CA 91302	95-4116679	501(c)(3)	\$7,500.00	NONE	N/A	N/A	To support the BEA Initiative
Solar United Neighbors	1115 Massachusetts Ave Nw Washington DC 20005-4604	46-2462990	501(c)(3)	\$25,000.00	NONE	N/A	N/A	To activate Solar United Neighbors of West Virginia's Northern Panhandle Solar Co-op as well as an alliance of partners to advance a clean energy movement throughout West Virginia.
South Carolina Coastal Conservation League	P.O. Box 1765 Charleston SC 29402	57-0887278	501(c)(3)	\$15,000.00	NONE	N/A	N/A	To support the pipeline defense project.
Alabama Poverty Law Center	400 Washington Avenue Montgomery AL 36104 PO Box 260230 Madison WI 53726	63-0598743	501(c)(3)	\$20,000.00	NONE	N/A	N/A	General Support
State Innovation Exchange	50 F Street NW, Suite 800 Washington DC 20001	46-1368531	501(c)(3)	\$25,000.00	NONE	N/A	N/A	State Legislative Support for Local Democracy
Rising Movement Education Fund	50 F Street NW, Suite 800 Washington DC 20001	46-4773036	501(c)(3)	\$10,000.00	NONE	N/A	N/A	General Support
Rising Movement Education Fund	50 F Street NW, Suite 800 Washington DC 20001	46-4773036	501(c)(3)	\$30,000.00	NONE	N/A	N/A	State leadership initiative
Rising Movement Education Fund	50 F Street NW, Suite 800 Washington DC 20001	46-4773036	501(c)(3)	\$30,000.00	NONE	N/A	N/A	Educational efforts through the Sunrise Semester
Sustainable Markets Foundation	45 West 36th Street, 6th Floor New York NY 10018-7635	13-4188834	501(c)(3)	\$16,022.19	NONE	N/A	N/A	The Ohio Juvenile Justice Reform Coalition and Campaign
Sustainable Markets Foundation	45 West 36th Street, 6th Floor New York NY 10018-7635	13-4188834	501(c)(3)	\$30,000.00	NONE	N/A	N/A	For the Gas Infrastructure Analysis Project
Sustainable Markets Foundation	45 West 36th Street, 6th Floor New York NY 10018-7635	13-4188834	501(c)(3)	\$50,000.00	NONE	N/A	N/A	The Property Rights and Pipeline Center
People's Action Minnesota Education Fund	705 Raymond Avenue, Suite 100 St Paul MN 55114	41-1635130	501(c)(3)	\$15,000.00	NONE	N/A	N/A	Executive Director transition

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People's Action Minnesota Education Fund	705 Raymond Avenue, Suite 100 St Paul MN 55114	41-1635130	501(c)(3)	\$50,000.00	NONE	N/A	N/A	Education and outreach work related to state preemption in Minnesota
People's Action Minnesota Education Fund	705 Raymond Avenue, Suite 100 St Paul MN 55114	41-1635130	501(c)(3)	\$300,000.00	NONE	N/A	N/A	Public education efforts on earned sicktime
People's Action Minnesota	705 Raymond Avenue St. Paul MN 55114-1967	20-3338691	501(c)(4)	\$20,000.00	NONE	N/A	N/A	Strengthening Local Democracy in Minnesota (501c4)
Minnesota Equality Project Foundation	P.O. Box 330895 Nashville TN 37203	20-3518536	501(c)(3)	\$20,000.00	NONE	N/A	N/A	Preemption-related legal, public education and outreach work
People's Labor Institute	817 Broadway, 6th Floor New York NY 10003-4709	52-1358059	501(c)(3)	\$50,000.00	NONE	N/A	N/A	Steelworkers and Climate Change project
People's Land Institute	2440 E. Water Well Road Salina KS 67401-9051	48-0842156	501(c)(3)	\$436,000.00	NONE	N/A	N/A	Ecosphere Studies program
People's Marshall Project	156 W 56th Street, Suite 701 New York NY 10019-3877	46-4353634	501(c)(3)	\$10,000.00	NONE	N/A	N/A	General Support
People's Partnership for Working Families	1939 Hamson Street, Suite 150 Oakland CA 94612-0000	71-0914032	501(c)(3)	\$50,000.00	NONE	N/A	N/A	State Interference and Gender Equity Research Project
People's Partnership for Working Families	1939 Hamson Street, Suite 150 Oakland CA 94612-0000	71-0914032	501(c)(3)	\$100,000.00	NONE	N/A	N/A	General Support
People's Snake River Alliance	P.O. Box 1731 Boise ID 83701-1731	82-0386993	501(c)(3)	\$35,000.00	NONE	N/A	N/A	General Support
People's Sunlight Foundation	1818 N Street, NW, Suite 410 Washington DC 20005-2001	20-3903427	501(c)(3)	\$400,000.00	NONE	N/A	N/A	General support to support the Western Clean Energy Campaign's work with Tó Nizhóni Aní and Diné Hózhó to create a clean energy community task force that will help the Navajo Nation transition to clean energy in the wake of the closure of Navajo Generating Station
People's Tides Foundation	PO Box 29903 San Francisco CA 94129-0903	51-0198509	501(c)(3)	\$45,000.00	NONE	N/A	N/A	The Center for Working Families' work to advance and defend paid sick days
People's Tides Foundation	PO Box 29903 San Francisco CA 94129-0903	51-0198509	501(c)(3)	\$100,000.00	NONE	N/A	N/A	Fund for the Future at Tides Foundation
People's Tides Foundation	PO Box 29903 San Francisco CA 94129-0903	51-0198509	501(c)(3)	\$243,000.00	NONE	N/A	N/A	Fund for the Future at Tides Foundation
People's Urban Institute	2100 M Street NW Washington DC 20037-1207	52-0880375	501(c)(3)	\$50,000.00	NONE	N/A	N/A	Research into state preemption's direct impact on economic or racial inclusion

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e Voter Participation Center	1707 L Street NW, Suite 300 Washington DC 20036-4230	55-0889748	501(c)(3)	\$10,000.00	NONE	N/A	N/A	General Support
e Voter Participation Center	1707 L Street NW, Suite 300 Washington DC 20036-4230	55-0889748	501(c)(3)	\$15,000.00	NONE	N/A	N/A	General Support
e Voter Participation Center	1707 L Street NW, Suite 300 Washington DC 20036-4230	55-0889748	501(c)(3)	\$50,000.00	NONE	N/A	N/A	Rising American Electorate
Nizhoni Ani	Po Box 657 Kykotsmovi AZ 86039-0657	57-1153178	501(c)(3)	\$17,000.00	NONE	N/A	N/A	Solar Professional Certificate Program
raViolet Education Fund	PO Box 34756 Washington DC 20043	45-3154473	501(c)(3)	\$50,000.00	NONE	N/A	N/A	UltraViolet's leadership transition
ion of Concerned Scientists	2 Brattle Square, #6 Cambridge MA 02138-3756	04-2535767	501(c)(3)	\$20,000.00	NONE	N/A	N/A	To support its climate attribution project
ion of Concerned Scientists	2 Brattle Square, #6 Cambridge MA 02138-3756	04-2535767	501(c)(3)	\$30,000.00	NONE	N/A	N/A	To support its climate attribution project
ited For A Fair Economy Inc	63 Summer Street Boston MA 02110-0000	04-3286118	501(c)(3)	\$10,000.00	NONE	N/A	N/A	General Support
state Forever	507 Pettigru St Greenville SC 29601-3116	57-1070433	501(c)(3)	\$15,000.00	NONE	N/A	N/A	To support the pipeline defense project
an Justice Center	123 William Street 16th Floor New York NY 10038	13-3442022	501(c)(3)	\$10,000.00	NONE	N/A	N/A	International Refugee Assistance Project
rde	6899 Ne Columbia Blvd Ste A Portland OR 97218-3337	20-3685723	501(c)(3)	\$35,000.00	NONE	N/A	N/A	General Support
ginia Organizing Inc	703 Concord Ave Charlottesville VA 22903-5208	54-1674992	501(c)(3)	\$60,000.00	NONE	N/A	N/A	General Support
ibanaki Cultural ervation Coalition	18 Nepisikwit Dr Passadumkeag ME 04475-3130	81-2298507	501(c)(3)	\$100,000.00	NONE	N/A	N/A	General Support
Own It	1325 East Dayton Street, Suite 100 Madison WI 53703	47-4058872	501(c)(3)	\$17,375.00	NONE	N/A	N/A	Support and training for a fellow and other grassroots activists from the Black Warrior Electric Membership Corporation service territory in Alabama
est Virginia Citizen Action ucation Fund	1500 Dixie St Charleston WV 25311-1904	11-3660992	501(c)(3)	\$25,000.00	NONE	N/A	N/A	To support Energy Efficient West Virginia's costs associated with meetings, outreach, and engagement build support for its ARC application
est Virginia Healthy Kids & mily Coalition	412 Elizabeth Street Charleston WV 25311	45-2857448	501(c)(3)	\$25,000.00	NONE	N/A	N/A	WV Healthy Kids Program Support

SCHEDULE I-1		Grants and Other Assistance to Organizations, Governments, and Individuals in the U.S.							
FORM 990								2018	
DOCKEFELLER FAMILY FUND, INC.						EIN:		13-6257658	
Name of organization	address of organization	(b) EIN	(c) IRC Code	(d) Amount of Cash Grant	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash assets	(h) Purpose of grant assistance	
Western Native Voice	220 S 27th St Ste C Billings MT 59101-4106	45-3771715	501(c)(3)	\$10,000.00	NONE	N/A	N/A	To support voter engagement programs in Native American Communities in Montana and North Dakota this amount, \$25,000 is payable now, and \$10,000 is payable upon confirmation of a 1:1 match of funding from new sources.	
Western Organization of source Councils Education Project	220 South 27th Street, Suite B Billings MT 59101	84-1123481	501(c)(3)	\$20,000.00	NONE	N/A	N/A	To support WORC to conduct an economic jobs study related to coal mining reclamation in the Powder River Basin	
Western Organization of source Councils Education Project	220 South 27th Street, Suite B Billings MT 59101	84-1123481	501(c)(3)	\$25,000.00	NONE	N/A	N/A	Advancing Just Transition Across Western Coal-Reliant Communities Summit	
Win Network	1402 3rd Avenue, Suite 201 Seattle WA 98101-2159	32-0419998	501(c)(3)	\$70,000.00	NONE	N/A	N/A	General Support	
Little Rock International Institute	2101 Riverfront Dr Little Rock AR 72202-1748	71-0603560	501(c)(3)	\$7,000.00	NONE	N/A	N/A	General Support	
Little Rock International Institute	2101 Riverfront Dr Little Rock AR 72202-1748	71-0603560	501(c)(3)	\$7,000.00	NONE	N/A	N/A	General Support	
United Nations High Commissioner for Refugees Commission	15 West 37th Street 9th Floor New York NY 10018-5381	46-3668128	501(c)(3)	\$10,000.00	NONE	N/A	N/A	General Support	
			Total	\$15,275,517.69					
Enter total number of section 501(c)(3) and government organizations								155	
Enter total number of other organizations								4	
Reconciliation of Part IX, Line 1 to Schedule I, Part II:									
Total Grants Paid in 2018 - Schedule I, Part I				\$15,275,517.69					
Less: Grants Paid in 2018 - \$5,000 and less				114,120.00					
Total Grants Paid in 2018 per Audited Financial Statement:				\$15,389,637.69					
Less: 2017 Grants Payable per Audited Financial Statement:				(825,000.00)					
Less: 2018 Grants - Lobbying Activities - Part IX, Line 11c				(642,500.00)					
Less: 2018 Grants Paid and Other Assistance to Foreign Orgs. - Part IX, Line 1				\$0.00					
				\$13,922,137.69					
Total 2017 Grants Payable per Audited Financial Statement:				723,000.00					
Total Grants to U.S. Organizations - Part IX, Line 1				\$14,645,137.69					

Part III Grants and Other Assistance to Domestic Individuals. Complete if the organization answered "Yes" on Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of noncash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of noncash assistance
1					
2					
3					
4					
5					
6					
7					

Part IV Supplemental Information. Provide the information required in Part I, line 2; Part III, column (b); and any other additional information.

Pt I Line 2: THE ROCKEFELLER FAMILY FUND (RFF) MONITORS THE USE OF GRANT FUNDS IN A VARIETY OF WAYS. RFF
 REQUIRES AN ANNUAL NARRATIVE REPORT OF ACTIVITIES FINANCED BY THE GRANT AND LARGER GRANTEE PROJECT OF WHICH
 THE GRANT IS A PART. IF RELEVANT, A FINANCIAL REPORT DETAILING THE EXPENDITURE OF GRANT FUNDS IS REQUIRED.
 OFTEN LARGER GRANTS ARE DISTRIBUTED IN AT LEAST TWO PAYMENTS, WITH THE LATTER PAYMENT RELEASED ONLY AFTER REVIEW
 OF THE GRANTEE'S WORK DURING THE PERVIOUS PERIOD. FOR SIGNIFICANT GRANTS, RFF REGULARLY SPEAKS WITH THE GRANTEE
 THROUGHOUT THE GRANT PERIOD TO ASSESS THE GRANTEE'S PERFORMANCE AND DISCUSS CORRECTIVE ACTION, IF NECESSARY.

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Name of the organization

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 23.

▶ Attach to Form 990.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2018

Open to Public Inspection

ROCKEFELLER FAMILY FUND, INC.

Employer identification number

13-6257658

Part I Questions Regarding Compensation

	Yes	No
<p>1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.</p> <p> <input type="checkbox"/> First-class or charter travel <input checked="" type="checkbox"/> Housing allowance or residence for personal use <input type="checkbox"/> Travel for companions <input type="checkbox"/> Payments for business use of personal residence <input type="checkbox"/> Tax indemnification and gross-up payments <input type="checkbox"/> Health or social club dues or initiation fees <input type="checkbox"/> Discretionary spending account <input type="checkbox"/> Personal services (such as maid, chauffeur, chef) </p>		
<p>b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain</p>	X	
<p>2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a?</p>	X	
<p>3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.</p> <p> <input checked="" type="checkbox"/> Compensation committee <input type="checkbox"/> Written employment contract <input checked="" type="checkbox"/> Independent compensation consultant <input checked="" type="checkbox"/> Compensation survey or study <input checked="" type="checkbox"/> Form 990 of other organizations <input checked="" type="checkbox"/> Approval by the board or compensation committee </p>		
<p>4 During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:</p> <p>a Receive a severance payment or change-of-control payment?</p> <p>b Participate in, or receive payment from, a supplemental nonqualified retirement plan?</p> <p>c Participate in, or receive payment from, an equity-based compensation arrangement?</p> <p>If "Yes" to any of lines 4a–c, list the persons and provide the applicable amounts for each item in Part III.</p>		X
<p>4a</p>		X
<p>4b</p>	X	
<p>4c</p>		X
<p>Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5–9.</p> <p>5 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:</p> <p>a The organization?</p> <p>b Any related organization?</p> <p>If "Yes" on line 5a or 5b, describe in Part III.</p>		X
<p>5a</p>		X
<p>5b</p>		X
<p>6 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:</p> <p>a The organization?</p> <p>b Any related organization?</p> <p>If "Yes" on line 6a or 6b, describe in Part III.</p>		X
<p>6a</p>		X
<p>6b</p>		X
<p>7 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III</p>		X
<p>8 Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III</p>		X
<p>9 If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?</p>		

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that aren't listed on Form 990, Part VII.

Note: The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred on prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
LEE WASSERMAN 1 DIRECTOR & SECRETARY	(i)	309,332.	0.	538,664.	249,252.	33,792.	1,131,040.	501,905.
	(ii)	0.	0.	0.	0.	0.	0.	0.
LARRY SHAPIRO 2 ASSOC. DIRECTOR-PROG. DEV.	(i)	235,410.	0.	69,094.	175,023.	12,990.	492,517.	65,563.
	(ii)	0.	0.	0.	0.	0.	0.	0.
LISA GUIDE 3 ASSOC. DIRECTOR	(i)	225,147.	0.	67,766.	166,113.	31,756.	490,782.	65,563.
	(ii)	0.	0.	0.	0.	0.	0.	0.
HEIDI BINKO 4 EXEC. DIRECTOR, JTF	(i)	178,993.	0.	377.	25,480.	20,026.	224,876.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
5	(i)							
	(ii)							
6	(i)							
	(ii)							
7	(i)							
	(ii)							
8	(i)							
	(ii)							
9	(i)							
	(ii)							
10	(i)							
	(ii)							
11	(i)							
	(ii)							
12	(i)							
	(ii)							
13	(i)							
	(ii)							
14	(i)							
	(ii)							
15	(i)							
	(ii)							
16	(i)							
	(ii)							

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

Pt I Line 1b: HOUSING ALLOWANCE IS BASED ON A FIXED AMOUNT DETERMINED BY THE COMPENSATION COMMITTEE. 2018

HOUSING ALLOWANCE IN THE AMOUNT OF \$31,800 PAID TO LEE WASSERMAN, DIRECTOR & SECRETARY, IS INCLUDED IN THE REPORTABLE COMPENSATION, PART II, COLUMN B (iii).

Pt I Line 4b: EFFECTIVE JANUARY 1, 2015, THE ROCKEFELLER FAMILY FUND IMPLEMENTED A SUPPLEMENTAL EMPLOYEE RETIREMENT PLAN (SERP) FOR SELECTED EMPLOYEES OF THE FUND. THE FUND'S SERP IS A NONQUALIFIED, UNFUNDED, DEFERRED COMPENSATION

PLAN, ESTABLISHED TO PROVIDE THE PARTICIPANTS WITH SUPPLEMENTAL RETIREMENT BENEFITS. UNDER THE TERMS OF THE

PLAN, A DESIGNATED ANNUAL AMOUNT WILL BE ACCRUED ON BEHALF OF THE PARTICIPANTS ON JANUARY 1ST OF EACH CALENDAR

YEAR. AMOUNTS CREDITED TO THE PARTICIPANTS' ACCOUNTS EARN INTEREST AT THE 10-YEAR U.S. TREASURY RATE ON JANUARY

1ST OF THE PLAN YEAR AND CREDITED TO THE PARTICIPANTS' ACCOUNTS ON DECEMBER 31ST OF EACH PLAN YEAR. THE PARTICIPANTS'

VESTING DATE OCCUR ON THE FIFTH ANNIVERSARY OF THE PARTICIPATION DATE. AS OF DECEMBER 31, 2018, A LIABILITY

OF \$676,236 IS INCLUDED IN PENSION COSTS REPRESENTING THE VALUE OF THE FUND'S CURRENT OBLIGATION TO THE SERP.

FOR 2018, THE NONTAXABLE AMOUNT IS REPORTED IN PART II, COLUMN (C), DETAILED AS FOLLOWS: LEE WASSERMAN - \$197,011;

LISA GUIDE - \$129,613; AND LARRY SHAPIRO - \$129,613.

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2018

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

- ▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
- ▶ Attach to Form 990.
- ▶ Go to www.irs.gov/Form990 for the latest information.

Name of the organization ROCKEFELLER FAMILY FUND, INC.	Employer identification number 13-6257658
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Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art—Works of art				
2 Art—Historical treasures				
3 Art—Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities—Publicly traded	X	24	8,434,639.	SELLING PRICE
10 Securities—Closely held stock				
11 Securities—Partnership, LLC, or trust interests				
12 Securities—Miscellaneous				
13 Qualified conservation contribution—Historic structures				
14 Qualified conservation contribution—Other				
15 Real estate—Residential				
16 Real estate—Commercial				
17 Real estate—Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (_____)				
26 Other ▶ (_____)				
27 Other ▶ (_____)				
28 Other ▶ (_____)				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement	29		0.
---	----	--	----

		Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which isn't required to be used for exempt purposes for the entire holding period?	30a		X
b If "Yes," describe the arrangement in Part II.			
31 Does the organization have a gift acceptance policy that requires the review of any nonstandard contributions?	31	X	
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?	32a		X
b If "Yes," describe in Part II.			
33 If the organization didn't report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.			

Part II **Supplemental Information.** Provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

Pt I col (b) : THIS REPRESENTS THE NUMBER OF STOCK CONTRIBUTIONS THE ORGANIZATION
RECEIVED FROM ITS DONORS.

**SCHEDULE O
(Form 990 or 990-EZ)**

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ
Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

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

OMB No. 1545-0047

2018

**Open to Public
Inspection**

Name of the organization

ROCKEFELLER FAMILY FUND, INC.

Employer identification number

13-6257658

Other: PART III, LINE 4c: ENVIRONMENT ("ENV") - FUNDS CLIMATE CHANGE INITIATIVES
DESIGNED TO ENACT AGGRESSIVE POLICIES AT THE STATE AND NATIONAL LEVELS TO REDUCE
CARBON EMISSIONS; BRING DIVERSE AND COMPELLING NEW VOICES INTO THE CLIMATE DEBATE;
ADDRESS EMERGING THREATS, AND EXPOSE HOW SPECIAL INTEREST AND CERTAIN OFFICIALS
ARE DISTORTING SCIENCE AND DELAYING CONSTRUCTIVE STEPS TO DEAL WITH THIS IMPENDING
GLOBAL CRISIS. ECONOMIC JUSTICE FOR WOMEN ("EJW") - SUPPORTS PROJECTS DESIGNED
TO PROMOTE WOMEN'S ECONOMIC EQUALITY. CURRENTLY, THE PROGRAM SEEKS TO ADVANCE
WORKPLACE REFORM POLICIES SUCH AS PAID SICK LEAVE, FLEX TIME, AND RAISING THE
MINIMUM WAGE. INSTITUTIONAL ACCOUNTABILITY & INDIVIDUAL LIBERTIES ("IAIL") - ENCOURAGES
THE ACTIVE PARTICIPATION OF CITIZENS IN GOVERNMENT, SEEKS TO MAKE GOVERNMENT
AND PRIVATE INSTITUTIONS MORE ACCOUNTABLE AND RESPONSIVE, AND SUPPORTS EFFORTS
TO ENSURE THAT INDIVIDUALS' RIGHTS AND LIBERTIES UNDER THE CONSTITUTION ARE PROTECTED.
EMERGING OPPORTUNITIES ("EO") - ENCOURAGES CREATIVE ADVOCACY IN ISSUE AREAS OUTSIDE
OF RFF'S CURRENT AREAS OF FOCUS, BUT STILL WITHIN RFF'S ESTABLISHED PROGRAM AREAS
AND SUPPLEMENTS THE RESPECTIVE ANNUAL BUDGET ALLOCATIONS FOR RFF'S OTHER PROGRAM
AREA IN ORDER TO SEIZE EMERGING OPPORTUNITIES.

Pt VI, Line 2: DAVID KAISER AND MIRANDA KAISER HAVE A FAMILY RELATIONSHIP.
MICHAEL LAMBERT AND REBECCA LAMBERT HAVE A FAMILY RELATIONSHIP.

Pt VI, Line 11b: THE 990 AND SUPPORTING SCHEDULES ARE REVIEWED AND APPROVED
BY SENIOR MANAGEMENT AND THEN DISTRIBUTED VIA EMAIL, IN PDF FORMAT, TO THE BOARD
OF TRUSTEES FOR REVIEW BEFORE FILING WITH THE IRS.

Pt VI, Line 12c: EACH DIRECTOR, PRINCIPAL OFFICER AND MEMBER OF A COMMITTEE

Name of the organization ROCKEFELLER FAMILY FUND, INC.	Employer identification number 13-6257658
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WITH GOVERNING BOARD DELEGATED POWERS ANNUALLY SIGNS A STATEMENT WHICH AFFIRMS
 SUCH PERSON HAS: (A) RECEIVED A COPY OF THE CONFLICT OF INTEREST POLICY, (B)
 READ AND UNDERSTANDS THE POLICY, (C) AGREED TO COMPLY WITH THE POLICY, (D) SUBMITTED
 A STATEMENT TO THE SECRETARY IDENTIFYING TO THE BEST OF SUCH INDIVIDUAL'S KNOWLEDGE
 (i) ANY ENTITY OF WHICH SUCH INDIVIDUAL IS AN OFFICER, DIRECTOR, TRUSTEE, MEMBER,
 OWNER, OR EMPLOYEE AND WITH WHICH THE ORGANIZATION HAS A RELATIONSHIP, AND (ii)
 ANY TRANSACTION IN WHICH THE ORGANIZATION IS A PARTICIPANT AND IN WHICH THE INDIVIDUAL
 MIGHT HAVE A CONFLICTING INTEREST, AND (iii) ANY RELATED PARTY TRANSACTIONS,
 AND (E) UNDERSTANDS THE FUND IS CHARITABLE AND IN ORDER TO MAINTAIN ITS FEDERAL
 TAX EXEMPTION, IT MUST ENGAGE PRIMARILY IN ACTIVITIES WHICH ACCOMPLISH ONE OR
 MORE OF ITS TAX-EXEMPT PURPOSES. STEPS IN DETERMINING WHETHER A CONFLICT OF INTEREST
 EXISTS: AFTER DISCLOSURE OF THE FINANCIAL INTEREST AND ALL MATERIAL FACTS, AND
 AFTER ANY DISCUSSION WITH THE INTERESTED PERSON, HE OR SHE SHALL LEAVE THE GOVERNING
 BOARD OR COMMITTEE MEETING WHILE THE DETERMINATION OF A CONFLICT OF INTEREST
 IS DISCUSSED AND VOTED UPON. THE REMAINING BOARD OR COMMITTEE MEMBERS SHALL
 DECIDE IF A CONFLICT OF INTEREST EXISTS. IN NO EVENT SHALL AN INTERESTED PERSON
 INFLUENCE IMPROPERLY THE DELIBERATION OR VOTING ON THE MATTER GIVING RISE TO
 A CONFLICT OR POSSIBLE CONFLICT. RESTRICTIONS IMPOSED ON PERSONS WITH A CONFLICT:
 IF THE BOARD OR COMMITTEE HAS REASONABLE CAUSE TO BELIEVE A MEMBER HAS FAILED
 TO DISCLOSE ACTUAL OR POSSIBLE CONFLICTS OF INTEREST, IT SHALL INFORM THE MEMBER
 OF THE BASIS FOR SUCH BELIEF AND AFFORD THE MEMBER AN OPPORTUNITY TO EXPLAIN
 THE ALLEGED FAILURE TO DISCLOSE. IF AFTER HEARING THE MEMBER'S RESPONSE AND
 AFTER MAKING FURTHER INVESTIGATION AS WARRANTED BY THE CIRCUMSTANCES, THE BOARD
 OR COMMITTEE DETERMINES THE MEMBER HAS FAILED TO DISCLOSE AN ACTUAL OR POSSIBLE
 CONFLICT OF INTEREST, IT SHALL TAKE APPROPRIATE DISCIPLINARY AND CORRECTIVE ACTION.

Pt VI, Line 15a: THE ROCKEFELLER FAMILY FUND INDEPENDENT EXECUTIVE COMMITTEE

Name of the organization ROCKEFELLER FAMILY FUND, INC.	Employer identification number 13-6257658
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REVIEWS ALL COMPENSATION MATTERS.

Pt VI, Line 15b: THE COMMITTEE MEETS ANNUALLY TO CONSIDER THE PERFORMANCE OF THE DIRECTOR AND CONSIDER COMPARABLE COMPENSATION DATA FOR CEOS IN CHARGE OF SIMILAR ORGANIZATIONS. ON THE BASIS OF THE ANNUAL PERFORMANCE REVIEW AND SAID COMPENSATION DATA, THE COMMITTEE ESTABLISHES THE COMPENSATION FOR THE DIRECTOR FOR THE SUCCEEDING YEAR. THE COMMITTEE ALSO REVIEWS THE DIRECTOR'S COMPENSATION RECOMMENDATIONS FOR OTHER KEY ORGANIZATIONAL STAFF. THE COMMITTEE MAINTAINS CONTEMPORANEOUS DOCUMENTATION OF ITS PROCEEDINGS, DELIBERATIONS, AND SUPPORTING MATERIAL IN THE MINUTES.

Pt VI, Line 19: THE FUND'S FINANCIAL STATEMENTS ARE AVAILABLE TO THE PUBLIC UPON REQUEST.

Pt XI: OTHER CHANGE IN NET ASSETS OF FUND BALANCES REPRESENT UBTI-\$6,278 AND AMOUNT NOT YET RECOGNIZED AS A COMPONENT OF NET PERIODIC BENEFIT COST-\$424,038.

Other: PART IX: THE DIFFERENCE BETWEEN GRANTS REPORTED ON LINE 1 AND GRANTS REPORTED ON THE FINANCIAL STATEMENTS IS RELATED TO LOBBYING EXPENSES RECLASSIFIED TO LINE 11D, FOR TAX PURPOSES.

Other: PART IX, LINE 11g: OTHER FEES FOR SERVICES REPRESENTS ADMINISTRATIVE CONSULTANTS-\$25,105 AND PROGRAMMATIC CONSULTANTS-\$2,420,329, TOTALING \$2,445,434. THE CONSULTANTS RETAINED FALL INTO TWO BROAD CATEGORIES: ADMINISTRATIVE AND PROGRAMMATIC. ADMINISTRATIVE CONSULTANTS UNDERTAKE RESPONSIBILITIES PERTAINING MAINLY TO EMPLOYEE-RELATED MATTERS. PROGRAMMATIC CONSULTANTS WORK TO DEVELOP AND/OR IMPLEMENT INITIATIVES OR ANALYZE ISSUES ACROSS THE SPAN OF RFF'S PROGRAM ARCHITECTURE. SOME OF THESE

Name of the organization	Employer identification number
ROCKEFELLER FAMILY FUND, INC.	13-6257658

CONSULTANTS ARE ENGAGED FOR A LIMITED, DISCRETE PURPOSE. OTHERS UNDERTAKE RESPONSIBILITY FOR COMPLEX, MULTI-YEAR PROGRAM ENTERPRISES INVOLVING SOPHISTICATED POLICY INITIATIVES AND THE MANAGEMENT OF MULTIPLE ORGANIZATION AND INDIVIDUALS. THE AMOUNT EXPENDED ON PROGRAM CONSULTANTS CAN VARY SUBSTANTIALLY FROM YEAR-TO-YEAR DEPENDING ON THE NUMBER, TYPE, AND RANGE OF PROGRAMS; AND EXTENT OF PARTICIPATION FROM RFF'S FUNDING PARTNERS.

Other: PART I, LINE 8: FOR TAX PURPOSES, THE DIFFERENCE BETWEEN CONTRIBUTIONS REPORTED ON LINE 8 OF THE TAX RETURN AND CONTRIBUTIONS REPORTED ON THE FINANCIAL STATEMENTS IN THE PRIOR YEAR AND CURRENT YEAR ARE RELATED TO CONTRIBUTIONS RECEIVED FROM WILLIAM B. WIENER, JR. FOUNDATION TREATED AS INTERFUND TRANSACTION ON THE CONSOLIDATED FINANCIAL STATEMENTS. HOWEVER, FOR TAX PURPOSES, THE AMOUNTS RECEIVED FOR CURRENT YEAR AND PRIOR YEAR OF \$290,000 AND 219,000, RESPECTIVELY, ARE REFLECTED AS CONTRIBUTIONS SINCE BOTH ENTITIES ARE FILING SEPARATE RETURNS.

Pt III, Line 4d:

Expenses: \$5,559,872 including grants of: \$20,120 Revenue: \$0

Description: OTHER PROGRAM SERVICES INCLUDE CONFERENCES, CONSULTING FEES, MEETINGS, AND OTHER PROGRAM-RELATED EXPENSES.

Pt IX, Line 11g:

Description: CONSULTANT FEES

Total: \$2,445,434

Program services: \$2,420,329

Management and general: \$25,105

Fundraising: \$0

Pt IX, Line 24e:

Description: MISCELLANEOUS

Total: \$32,827

Name of the organization

Employer identification number

ROCKEFELLER FAMILY FUND, INC.

13-6257658

Program services: \$19,741

Management and general: \$11,278

Fundraising: \$1,808

Description: TEMPORARY STAFFING

Total: \$1,415

Program services: \$851

Management and general: \$486

Fundraising: \$78

**SCHEDULE R
(Form 990)**

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.
▶ Attach to Form 990.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2018

Open to Public Inspection

Name of the organization

ROCKEFELLER FAMILY FUND, INC.

Employer identification number

13-6257658

Part I Identification of Disregarded Entities. Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity
(1) -----					
(2) -----					
(3) -----					
(4) -----					
(5) -----					
(6) -----					

Part II Identification of Related Tax-Exempt Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
(1) THE WILLIAM B WIENER JR FOUNDATION 72-6024398 330 MARSHALL STREET, SUITE 640 SHREVEPORT LA 71101-3036	ARTS, CULTURE, RESEARCH, EDUCATION, CHARITABLE ORGANIZATION	LA	501 (c) (3)	12a	ROCKEFELLER FAMILY FUND	X	
(2) -----							
(3) -----							
(4) -----							
(5) -----							
(6) -----							
(7) -----							

Part III Identification of Related Organizations Taxable as a Partnership. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of- year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	
(1) -----												
(2) -----												
(3) -----												
(4) -----												
(5) -----												
(6) -----												
(7) -----												

Part IV Identification of Related Organizations Taxable as a Corporation or Trust. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No
(1) -----									
(2) -----									
(3) -----									
(4) -----									
(5) -----									
(6) -----									
(7) -----									

Part V Transactions With Related Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note: Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

- a** Receipt of **(i)** interest, **(ii)** annuities, **(iii)** royalties, or **(iv)** rent from a controlled entity
- b** Gift, grant, or capital contribution to related organization(s)
- c** Gift, grant, or capital contribution from related organization(s)
- d** Loans or loan guarantees to or for related organization(s)
- e** Loans or loan guarantees by related organization(s)

- f** Dividends from related organization(s)
- g** Sale of assets to related organization(s)
- h** Purchase of assets from related organization(s)
- i** Exchange of assets with related organization(s)
- j** Lease of facilities, equipment, or other assets to related organization(s)

- k** Lease of facilities, equipment, or other assets from related organization(s)
- l** Performance of services or membership or fundraising solicitations for related organization(s)
- m** Performance of services or membership or fundraising solicitations by related organization(s)
- n** Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)
- o** Sharing of paid employees with related organization(s)

- p** Reimbursement paid to related organization(s) for expenses
- q** Reimbursement paid by related organization(s) for expenses

- r** Other transfer of cash or property to related organization(s)
- s** Other transfer of cash or property from related organization(s)

	Yes	No
1a		X
1b		X
1c	X	
1d		X
1e		X
1f		X
1g		X
1h		X
1i		X
1j		X
1k		X
1l		X
1m		X
1n		X
1o		X
1p		X
1q		X
1r		X
1s		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1) THE WILLIAM B WIENER JR FOUNDATION	C	290,000.	BOOK VALUE
(2)			
(3)			
(4)			
(5)			
(6)			

Part VI Unrelated Organizations Taxable as a Partnership. Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(e) Are all partners section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	
(1)													
(2)													
(3)													
(4)													
(5)													
(6)													
(7)													
(8)													
(9)													
(10)													
(11)													
(12)													
(13)													
(14)													
(15)													
(16)													

Part VII Supplemental Information.

Provide additional information for responses to questions on Schedule R. See instructions.

PART IV, LINE 34: ON OCTOBER 16, 2013, ROCKEFELLER FAMILY FUND RECEIVED AN INHERENT CONTRIBUTION OF EQUITY, IN A TRANSACTION ACCOUNTED FOR AS AN ACQUISITION, FROM THE WILLIAM B. WIENER, JR. FOUNDATION WITH INTENTION TO PARTNER PHILANTHROPIC EFFORTS. ROCKEFELLER FAMILY FUND DID NOT TRANSFER ANY CONSIDERATION AS PART OF THE ACQUISITION.

Exempt Organization Business Income Tax Return (and proxy tax under section 6033(e))

2018

For calendar year 2018 or other tax year beginning and ending

Go to www.irs.gov/Form990T for instructions and the latest information.

Do not enter SSN numbers on this form as it may be made public if your organization is a 501(c)(3).

Department of the Treasury Internal Revenue Service

Open to Public Inspection for 501(c)(3) Organizations Only

Form header section including: A Check box if address changed; B Exempt under section 501(c)(3); Name of organization: ROCKEFELLER FAMILY FUND, INC.; Address: 475 RIVERSIDE DRIVE, NO. 900, NEW YORK, NY 10115; Employer identification number: 13-6257658; Unrelated business activity code: 525990; F Group exemption number; G Check organization type: 501(c) corporation.

H Enter the number of the organization's unrelated trades or businesses: 1. Describe the only (or first) unrelated trade or business here: SEE STATEMENT 1.

I During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? Yes [X] No

J The books are in care of: ANDREA LAWYER, TREASURER. Telephone number: 212-812-4252

Table with 4 columns: (A) Income, (B) Expenses, (C) Net. Rows include: 1a Gross receipts or sales; 1c Balance; 2 Cost of goods sold; 3 Gross profit; 4a-4c Capital gain/loss; 5 Income from partnership; 6-12 Other income; 13 Total. Total Income: 6,278. Total Expenses: STMT 3. Total Net: 6,278.

Part II Deductions Not Taken Elsewhere (See instructions for limitations on deductions.) (Except for contributions, deductions must be directly connected with the unrelated business income.)

Table with 2 columns: Description, Amount. Rows include: 14 Compensation of officers; 15 Salaries and wages; 16-18 Repairs, bad debts, interest; 19 Taxes and licenses: SEE STATEMENT 2, 250; 20 Charitable contributions: STATEMENT 6, SEE STATEMENT 4, 0; 21-22 Depreciation; 23-27 Other deductions; 28 Other deductions: SEE STATEMENT 5, 7,500; 29 Total deductions: 7,750; 30 Unrelated business taxable income before net operating loss deduction: -1,472; 31 Deduction for net operating loss; 32 Unrelated business taxable income: -1,472.

Part III Total Unrelated Business Taxable Income

Table with 3 columns: Line number, Description, and Amount. Includes lines 33-38 for unrelated business taxable income calculation.

Part IV Tax Computation

Table with 3 columns: Line number, Description, and Amount. Includes lines 39-44 for tax computation.

Part V Tax and Payments

Table with 3 columns: Line number, Description, and Amount. Includes lines 45a-51 for tax credits and payments.

Part VI Statements Regarding Certain Activities and Other Information (see instructions)

Table with 3 columns: Line number, Description, and Yes/No. Includes questions 56-58 regarding foreign accounts, trusts, and tax-exempt interest.

Sign Here: Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Paid Preparer Use Only: Print/Type preparer's name (GARRETT M. HIGGINS), Reparer's signature, Date (11.5.19), Check if self-employed, PTIN (P00543209), Firm's name (PKF O'CONNOR DAVIES, LLP), Firm's EIN (27-1728945), Firm's address (665 FIFTH AVENUE, NEW YORK, NY 10022), Phone no. (212-286-2600).

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

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**
▶ **Go to www.irs.gov/Form8868 for the latest information.**

Electronic filing (e-file). You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request 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/e-file-providers/e-file-for-charities-and-non-profits.

Automatic 6-Month Extension of Time. Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print <small>File by the due date for filing your return. See instructions.</small>	Name of exempt organization or other filer, see instructions. ROCKEFELLER FAMILY FUND, INC.	Enter filer's identifying number Employer identification number (EIN) or 13-6257658
	Number, street, and room or suite no. If a P.O. box, see instructions. 475 RIVERSIDE DRIVE, NO. 900	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10115	

Enter the Return Code for the return that this application is for (file a separate application for each return) 0 7

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

ANDREA LAWYER, TREASURER

- The books are in the care of ▶ **475 RIVERSIDE DRIVE, NO. 900 - NEW YORK, NY 10115**
Telephone No. ▶ **212-812-4252** Fax No. ▶ _____
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 6-month extension of time until **NOVEMBER 15, 2019**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year **2018** or
▶ tax year beginning _____, and ending _____

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

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	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 8879-EO for payment instructions.

Schedule A - Cost of Goods Sold. Enter method of inventory valuation **N/A**

1	Inventory at beginning of year	1		6	Inventory at end of year	6	
2	Purchases	2		7	Cost of goods sold. Subtract line 6 from line 5. Enter here and in Part I, line 2	7	
3	Cost of labor	3					
4a	Additional section 263A costs (attach schedule)	4a					
b	Other costs (attach schedule)	4b		8	Do the rules of section 263A (with respect to property produced or acquired for resale) apply to the organization?		Yes No
5	Total. Add lines 1 through 4b	5					

Schedule C - Rent Income (From Real Property and Personal Property Leased With Real Property)

(see instructions)

1. Description of property		
(1)		
(2)		
(3)		
(4)		
2. Rent received or accrued		3(a) Deductions directly connected with the income in columns 2(a) and 2(b) (attach schedule)
(a) From personal property (if the percentage of rent for personal property is more than 10% but not more than 50%)	(b) From real and personal property (if the percentage of rent for personal property exceeds 50% or if the rent is based on profit or income)	
(1)		
(2)		
(3)		
(4)		
Total	0.	Total 0.
(c) Total income. Add totals of columns 2(a) and 2(b). Enter here and on page 1, Part I, line 6, column (A)		(b) Total deductions. Enter here and on page 1, Part I, line 6, column (B)
0.		0.

Schedule E - Unrelated Debt-Financed Income (see instructions)

1. Description of debt-financed property		2. Gross income from or allocable to debt-financed property	3. Deductions directly connected with or allocable to debt-financed property	
			(a) Straight line depreciation (attach schedule)	(b) Other deductions (attach schedule)
(1)				
(2)				
(3)				
(4)				
4. Amount of average acquisition debt on or allocable to debt-financed property (attach schedule)	5. Average adjusted basis of or allocable to debt-financed property (attach schedule)	6. Column 4 divided by column 5	7. Gross income reportable (column 2 x column 6)	8. Allocable deductions (column 6 x total of columns 3(a) and 3(b))
(1)		%		
(2)		%		
(3)		%		
(4)		%		
Totals			0.	0.
Total dividends-received deductions included in column 8			0.	0.

Schedule F - Interest, Annuities, Royalties, and Rents From Controlled Organizations (see instructions)

1. Name of controlled organization	2. Employer identification number	Exempt Controlled Organizations			
		3. Net unrelated income (loss) (see instructions)	4. Total of specified payments made	5. Part of column 4 that is included in the controlling organization's gross income	6. Deductions directly connected with income in column 5
(1)					
(2)					
(3)					
(4)					

Nonexempt Controlled Organizations

7. Taxable Income	8. Net unrelated income (loss) (see instructions)	9. Total of specified payments made	10. Part of column 9 that is included in the controlling organization's gross income	11. Deductions directly connected with income in column 10
(1)				
(2)				
(3)				
(4)				
Totals			Add columns 5 and 10. Enter here and on page 1, Part I, line 8, column (A).	Add columns 6 and 11. Enter here and on page 1, Part I, line 8, column (B).
			0.	0.

Schedule G - Investment Income of a Section 501(c)(7), (9), or (17) Organization (see instructions)

1. Description of income	2. Amount of income	3. Deductions directly connected (attach schedule)	4. Set-asides (attach schedule)	5. Total deductions and set-asides (col. 3 plus col. 4)
(1)				
(2)				
(3)				
(4)				
Totals		Enter here and on page 1, Part I, line 9, column (A).		Enter here and on page 1, Part I, line 9, column (B).
		0.		0.

Schedule I - Exploited Exempt Activity Income, Other Than Advertising Income (see instructions)

1. Description of exploited activity	2. Gross unrelated business income from trade or business	3. Expenses directly connected with production of unrelated business income	4. Net income (loss) from unrelated trade or business (column 2 minus column 3). If a gain, compute cols. 5 through 7.	5. Gross income from activity that is not unrelated business income	6. Expenses attributable to column 5	7. Excess exempt expenses (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
Totals		Enter here and on page 1, Part I, line 10, col. (A).	Enter here and on page 1, Part I, line 10, col. (B).			Enter here and on page 1, Part II, line 28.
		0.	0.			0.

Schedule J - Advertising Income (see instructions)

Part I Income From Periodicals Reported on a Consolidated Basis

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7.	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
Totals (carry to Part II, line (5))		0.	0.			0.

Part III **Income From Periodicals Reported on a Separate Basis** (For each periodical listed in Part II, fill in columns 2 through 7 on a line-by-line basis.)

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7.	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
Totals from Part I	0.	0.				0.
Totals, Part II (lines 1-5)	0. <small>Enter here and on page 1, Part I, line 11, col. (A).</small>	0. <small>Enter here and on page 1, Part I, line 11, col. (B).</small>				0. <small>Enter here and on page 1, Part II, line 27.</small>

Schedule K - Compensation of Officers, Directors, and Trustees (see instructions)

1. Name	2. Title	3. Percent of time devoted to business	4. Compensation attributable to unrelated business
(1)		%	
(2)		%	
(3)		%	
(4)		%	
Total. Enter here and on page 1, Part II, line 14			0.

2018

Name: **ROCKEFELLER FAMILY FUND, INC.** Employer identification number: **13-6257658**

Part II Short-Term Capital Gains and Losses (See instructions.)

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked				
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked				
4 Short-term capital gain from installment sales from Form 6252, line 26 or 37				4
5 Short-term capital gain or (loss) from like-kind exchanges from Form 8824				5
6 Unused capital loss carryover (attach computation)			SEE STATEMENT 8	6 (216.)
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column h				7 -216.

Part III Long-Term Capital Gains and Losses (See instructions.)

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked				
9 Totals for all transactions reported on Form(s) 8949 with Box E checked				
10 Totals for all transactions reported on Form(s) 8949 with Box F checked				
11 Enter gain from Form 4797, line 7 or 9				11 127.
12 Long-term capital gain from installment sales from Form 6252, line 26 or 37				12
13 Long-term capital gain or (loss) from like-kind exchanges from Form 8824				13
14 Capital gain distributions				14
15 Net long-term capital gain or (loss). Combine lines 8a through 14 in column h				15 127.

Part IV Summary of Parts I and II

16 Enter excess of net short-term capital gain (line 7) over net long-term capital loss (line 15)	16	
17 Net capital gain. Enter excess of net long-term capital gain (line 15) over net short-term capital loss (line 7)	17	
18 Add lines 16 and 17. Enter here and on Form 1120, page 1, line 8, or the proper line on other returns.	18	0.

Note: If losses exceed gains, see **Capital losses** in the instructions.

Form **4797**

Department of the Treasury
Internal Revenue Service

Name(s) shown on return

Sales of Business Property
(Also Involuntary Conversions and Recapture Amounts
Under Sections 179 and 280F(b)(2))

▶ Attach to your tax return.

▶ Go to www.irs.gov/Form4797 for instructions and the latest information.

OMB No. 1545-0184

2018

Attachment
Sequence No. **27**

ROCKEFELLER FAMILY FUND, INC.

Identifying number

13-6257658

1 Enter the gross proceeds from sales or exchanges reported to you for 2018 on Form(s) 1099-B or 1099-S (or substitute statement) that you are including on line 2, 10, or 20

Part I Sales or Exchanges of Property Used in a Trade or Business and Involuntary Conversions From Other Than Casualty or Theft—Most Property Held More Than 1 Year (see instructions)

2	(a) Description of property	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Gross sales price	(e) Depreciation allowed or allowable since acquisition	(f) Cost or other basis, plus improvements and expense of sale	(g) Gain or (loss) Subtract (f) from the sum of (d) and (e)
	STRATEGIC PRIVATE EQUITY FUND III, L.P. -						127.

3	Gain, if any, from Form 4684, line 39	3	
4	Section 1231 gain from installment sales from Form 6252, line 26 or 37	4	
5	Section 1231 gain or (loss) from like-kind exchanges from Form 8824	5	
6	Gain, if any, from line 32, from other than casualty or theft	6	
7	Combine lines 2 through 6. Enter the gain or (loss) here and on the appropriate line as follows	7	127.

Partnerships and S corporations. Report the gain or (loss) following the instructions for Form 1065, Schedule K, line 10, or Form 1120S, Schedule K, line 9. Skip lines 8, 9, 11, and 12 below.

Individuals, partners, S corporation shareholders, and all others. If line 7 is zero or a loss, enter the amount from line 7 on line 11 below and skip lines 8 and 9. If line 7 is a gain and you didn't have any prior year section 1231 losses, or they were recaptured in an earlier year, enter the gain from line 7 as a long-term capital gain on the Schedule D filed with your return and skip lines 8, 9, 11, and 12 below.

8	Nonrecaptured net section 1231 losses from prior years. See instructions	8	
9	Subtract line 8 from line 7. If zero or less, enter -0-. If line 9 is zero, enter the gain from line 7 on line 12 below. If line 9 is more than zero, enter the amount from line 8 on line 12 below and enter the gain from line 9 as a long-term capital gain on the Schedule D filed with your return. See instructions	9	127.

Part II Ordinary Gains and Losses (see instructions)

10 Ordinary gains and losses not included on lines 11 through 16 (include property held 1 year or less):

11	Loss, if any, from line 7	11	()
12	Gain, if any, from line 7 or amount from line 8, if applicable	12	
13	Gain, if any, from line 31	13	
14	Net gain or (loss) from Form 4684, lines 31 and 38a	14	
15	Ordinary gain from installment sales from Form 6252, line 25 or 36	15	
16	Ordinary gain or (loss) from like-kind exchanges from Form 8824	16	
17	Combine lines 10 through 16	17	
18	For all except individual returns, enter the amount from line 17 on the appropriate line of your return and skip lines a and b below. For individual returns, complete lines a and b below.		
a	If the loss on line 11 includes a loss from Form 4684, line 35, column (b)(ii), enter that part of the loss here. Enter the loss from income-producing property on Schedule A (Form 1040), line 16. (Do not include any loss on property used as an employee.) Identify as from "Form 4797, line 18a." See instructions	18a	
b	Redetermine the gain or (loss) on line 17 excluding the loss, if any, on line 18a. Enter here and on Schedule 1 (Form 1040), line 14	18b	

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 4797 (2018)

Part III Gain From Disposition of Property Under Sections 1245, 1250, 1252, 1254, and 1255 (see instructions)

19 (a) Description of section 1245, 1250, 1252, 1254, or 1255 property:		(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)
A			
B			
C			
D			
These columns relate to the properties on lines 19A through 19D.			
	▶	Property A	Property B
		Property C	Property D
20	Gross sales price (Note: See line 1 before completing.)	20	
21	Cost or other basis plus expense of sale	21	
22	Depreciation (or depletion) allowed or allowable	22	
23	Adjusted basis. Subtract line 22 from line 21	23	
24	Total gain. Subtract line 23 from line 20	24	
25	If section 1245 property:		
a	Depreciation allowed or allowable from line 22	25a	
b	Enter the smaller of line 24 or 25a	25b	
26	If section 1250 property: If straight line depreciation was used, enter -0- on line 26g, except for a corporation subject to section 291.		
a	Additional depreciation after 1975. See instructions	26a	
b	Applicable percentage multiplied by the smaller of line 24 or line 26a. See instructions	26b	
c	Subtract line 26a from line 24. If residential rental property or line 24 isn't more than line 26a, skip lines 26d and 26e	26c	
d	Additional depreciation after 1969 and before 1976	26d	
e	Enter the smaller of line 26c or 26d	26e	
f	Section 291 amount (corporations only)	26f	
g	Add lines 26b, 26e, and 26f	26g	
27	If section 1252 property: Skip this section if you didn't dispose of farmland or if this form is being completed for a partnership.		
a	Soil, water, and land clearing expenses	27a	
b	Line 27a multiplied by applicable percentage	27b	
c	Enter the smaller of line 24 or 27b	27c	
28	If section 1254 property:		
a	Intangible drilling and development costs, expenditures for development of mines and other natural deposits, mining exploration costs, and depletion. See instructions	28a	
b	Enter the smaller of line 24 or 28a	28b	
29	If section 1255 property:		
a	Applicable percentage of payments excluded from income under section 126. See instructions	29a	
b	Enter the smaller of line 24 or 29a. See instructions	29b	

Summary of Part III Gains. Complete property columns A through D through line 29b before going to line 30.

30	Total gains for all properties. Add property columns A through D, line 24	30	
31	Add property columns A through D, lines 25b, 26g, 27c, 28b, and 29b. Enter here and on line 13	31	
32	Subtract line 31 from line 30. Enter the portion from casualty or theft on Form 4684, line 33. Enter the portion from other than casualty or theft on Form 4797, line 6	32	

Part IV Recapture Amounts Under Sections 179 and 280F(b)(2) When Business Use Drops to 50% or Less (see instructions)

	(a) Section 179	(b) Section 280F(b)(2)
33	Section 179 expense deduction or depreciation allowable in prior years	33
34	Recomputed depreciation. See instructions	34
35	Recapture amount. Subtract line 34 from line 33. See the instructions for where to report	35

Organization's Primary Unrelated Business Activity

The Rockefeller Family Fund, Inc. ("RFF") is a not-for-profit organization located in New York State and is exempt from taxation under Internal Revenue Code ("Code") section 501 (C)(3). RFF initiates, cultivates and funds strategic efforts to promote a sustainable, just, free, and participatory society.

The fund generates Unrelated Business Taxable Income ("UBI") from investments in various limited partnerships. UBI is allocated to each state based upon amounts directly reported on the K-1's received from the limited partnership.

Notice 2018-67

Under Internal Revenue Code Section ("IRC") 512(a)(6), a tax-exempt organization with multiple unrelated business activities must separately compute (or "silo") net unrelated business income on an activity by activity basis.

RFF has prepared its tax return in accordance with the interim guidance available at the time of filing, using a reasonable, and good-faith interpretation of Notice 2018-67.

Notice 2018-67 establishes interim guidance for aggregating income from partnerships which requires organizations to use a reasonable, good-faith interpretation of IRC sections 511 and 514 to identify separate trades or businesses. The Notice provides that "an exempt organization may aggregate its UBTI from its interest in a single partnership with multiple trades or businesses, including trades or businesses conducted by lower-tier partnerships, as long as the directly-held interest in the partnership meets the requirements of either the interim rule or the transition rule.

The interim rule applies if the partnership investment meets the de minimis test or a control test. The de minimis test applies if the organization does not directly hold more than a 2% profits interest and no more than 2% of the capital interest in the partnership. In order to meet the control test, the exempt organization cannot directly hold more than 20% of the capital interest; and does not have control or influence over the partnership. If neither the de minimis nor the control test applies the organization may rely on the transition rule. The transition rule states that the activities of a partnership acquired prior to August 21, 2018 may be treated as a single trade or business for IRC section 512(a)(6) whether or not there is more than one trade or business conducted by the partnership.

STATEMENT 2

FORM 990-T, PART II, LINE 19 - TAXES AND LICENSES

NEW YORK STATE FORM CT-13

250.

TOTAL TAXES

250.

FORM 990-T	INCOME (LOSS) FROM PARTNERSHIPS	STATEMENT 3
DESCRIPTION		NET INCOME OR (LOSS)
STRATEGIC PRIVATE EQUITY FUND III, L.P. - ORDINARY BUSINESS INCOME (LOSS)		6,034.
STRATEGIC PRIVATE EQUITY FUND III, L.P. - OTHER NET RENTAL INCOME (LOSS)		-59.
STRATEGIC PRIVATE EQUITY FUND III, L.P. - OTHER PORTFOLIO INCOME (LOSS)		-327.
STRATEGIC PRIVATE EQUITY FUND V LP - DIVIDEND INCOME		630.
TOTAL INCLUDED ON FORM 990-T, PAGE 1, LINE 5		6,278.

FORM 990-T	CONTRIBUTIONS	STATEMENT 4
DESCRIPTION/KIND OF PROPERTY	METHOD USED TO DETERMINE FMV	AMOUNT
CHARITABLE CONTRIBUTIONS	N/A	14,195,138.
TOTAL TO FORM 990-T, PAGE 1, LINE 20		14,195,138.

FORM 990-T	OTHER DEDUCTIONS	STATEMENT 5
DESCRIPTION		AMOUNT
TAX PREPARATION FEE		7,500.
TOTAL TO FORM 990-T, PAGE 1, LINE 28		7,500.

FORM 990-T

CONTRIBUTIONS SUMMARY

STATEMENT 6

QUALIFIED CONTRIBUTIONS SUBJECT TO 100% LIMIT

CARRYOVER OF PRIOR YEARS UNUSED CONTRIBUTIONS

FOR TAX YEAR 2013
 FOR TAX YEAR 2014
 FOR TAX YEAR 2015
 FOR TAX YEAR 2016
 FOR TAX YEAR 2017

TOTAL CARRYOVER		
TOTAL CURRENT YEAR 10% CONTRIBUTIONS	14,195,138	
TOTAL CONTRIBUTIONS AVAILABLE	14,195,138	
TAXABLE INCOME LIMITATION AS ADJUSTED	0	
EXCESS 10% CONTRIBUTIONS	14,195,138	
EXCESS 100% CONTRIBUTIONS	0	
TOTAL EXCESS CONTRIBUTIONS	14,195,138	
ALLOWABLE CONTRIBUTIONS DEDUCTION		0
TOTAL CONTRIBUTION DEDUCTION		0

FORM 990-T

NET OPERATING LOSS DEDUCTION

STATEMENT 7

TAX YEAR	LOSS SUSTAINED	LOSS PREVIOUSLY APPLIED	LOSS REMAINING	AVAILABLE THIS YEAR
12/31/10	4,046.	0.	4,046.	4,046.
12/31/11	19,159.	0.	19,159.	19,159.
12/31/12	9,111.	0.	9,111.	9,111.
12/31/13	8,483.	0.	8,483.	8,483.
12/31/14	14,234.	0.	14,234.	14,234.
12/31/15	53,418.	0.	53,418.	53,418.
12/31/16	23,248.	0.	23,248.	23,248.
12/31/17	1,848.	0.	1,848.	1,848.
NOL CARRYOVER AVAILABLE THIS YEAR			133,547.	133,547.

SCHEDULE D

CAPITAL LOSS CARRYOVER

STATEMENT 8

LOSS YEAR	ORIGINAL LOSS SUSTAINED	LOSS PREVIOUSLY APPLIED	LOSS REMAINING
2013			
2014			
2015			
2016	216		216
2017			
CAPITAL LOSS CARRYOVER TO CURRENT TAXABLE YEAR			216

**Rockefeller Family Fund, Inc.
and Affiliate**

Consolidated Financial Statements

December 31, 2018



Independent Auditors' Report

The Board of Trustees Rockefeller Family Fund, Inc. and Affiliate

We have audited the accompanying consolidated financial statements of Rockefeller Family Fund, Inc. and Affiliate (the "Fund"), which comprise the consolidated statement of financial position as of December 31, 2018, and the related consolidated statements of activities, functional expenses and cash flows for the year then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

PKF O'CONNOR DAVIES, LLP
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Opinion

In our opinion, the consolidated financial statements referred to above present fairly in all material respects, the consolidated financial position of Rockefeller Family Fund, Inc. and Affiliate as of December 31, 2018, and the consolidated changes in their net assets and their cash flows for the year then ended, in accordance with accounting principles generally accepted in the United States of America.

Prior Period Consolidated Financial Statements

The consolidated financial statements of the Fund as of December 31, 2017 were audited by other auditors whose report dated July 30, 2018, expressed an unmodified opinion on those consolidated statements. The summarized comparative information presented herein as of and for the year ended December 31, 2017 is consistent in all material respects, with the audited financial statements from which it has been derived.

Change in Accounting Principle

As discussed in note 2 to the consolidated financial statements, during the year ended December 31, 2018 the Fund adopted new accounting guidance resulting in a change in the manner in which it presents net assets and reports certain aspects of its consolidated financial statements. Our opinion is not modified with respect to this matter.

PKF O'Connor Davies, LLP

July 17, 2019

Rockefeller Family Fund, Inc. and Affiliate

Consolidated Statement of Financial Position December 31, 2018 (with summarized totals at December 31, 2017)

	Rockefeller Family Fund, Inc.	William B. Wiener, Jr. Foundation	2018 Total	2017 Total
ASSETS				
Cash and cash equivalents	\$ 1,103,569	\$ 9,462,885	\$ 10,566,454	\$ 12,290,682
Accounts receivable and other assets	123,479	27,419	150,898	144,156
Contributions receivable, net	13,546,359	-	13,546,359	17,371,307
Investments	117,918,669	41,315,740	159,234,409	139,457,977
Fixed assets, net	<u>7,236</u>	<u>-</u>	<u>7,236</u>	<u>4,630</u>
	<u>\$ 132,699,312</u>	<u>\$ 50,806,044</u>	<u>\$ 183,505,356</u>	<u>\$ 169,268,752</u>
LIABILITIES AND NET ASSETS				
Liabilities				
Grants payable	\$ 723,000	\$ 95,000	\$ 818,000	\$ 825,000
Accrued expenses	651,833	-	651,833	706,558
Accrued pension and postretirement benefits	<u>2,975,953</u>	<u>-</u>	<u>2,975,953</u>	<u>3,435,341</u>
Total Liabilities	<u>4,350,786</u>	<u>95,000</u>	<u>4,445,786</u>	<u>4,966,899</u>
Net Assets				
Without donor restrictions	<u>104,505,854</u>	<u>50,711,044</u>	<u>155,216,898</u>	<u>131,822,859</u>
With Donor Restrictions				
Time restricted	-	-	-	7,330,000
Purpose restricted	15,451,252	-	15,451,252	16,757,574
Perpetual	<u>8,391,420</u>	<u>-</u>	<u>8,391,420</u>	<u>8,391,420</u>
Total Net Assets With Donor Restrictions	<u>23,842,672</u>	<u>-</u>	<u>23,842,672</u>	<u>32,478,994</u>
Total Net Assets	<u>128,348,526</u>	<u>50,711,044</u>	<u>179,059,570</u>	<u>164,301,853</u>
	<u>\$ 132,699,312</u>	<u>\$ 50,806,044</u>	<u>\$ 183,505,356</u>	<u>\$ 169,268,752</u>

See notes to consolidated financial statements

Rockefeller Family Fund, Inc. and Affiliate

Consolidated Statement of Activities Year Ended December 31, 2018 (with summarized totals for the year ended December 31, 2017)

	Rockefeller Family Fund, Inc.	William B. Wiener, Jr. Foundation	2018 Total	2017 Total
CHANGES IN NET ASSETS WITHOUT				
DONOR RESTRICTIONS				
Support and Revenue				
Contributions	\$ 22,116,922	\$ -	\$ 22,116,922	\$ 11,135,914
Investment Return				
Investment income	1,331,427	1,978,482	3,309,909	2,441,240
Net realized and unrealized (loss) gain on investments	(6,786,622)	7,788,573	1,001,951	17,585,924
Less: investment expenses	(559,725)	(266,157)	(825,882)	(725,931)
Net Investment Return	(6,014,920)	9,500,898	3,485,978	19,301,233
Net assets released from restrictions	20,427,799	-	20,427,799	13,448,192
Total Support and Revenue	36,529,801	9,500,898	46,030,699	43,885,339
Expenses				
Program services	20,543,970	1,103,045	21,647,015	17,187,045
Administrative	1,120,600	110,732	1,231,332	1,180,698
Fundraising	182,351	-	182,351	152,769
Total Expenses	21,846,921	1,213,777	23,060,698	18,520,512
Amounts not yet recognized as a component of net periodic benefit cost	424,038	-	424,038	70,338
Increase in Net Assets Without Donor Restrictions	15,106,918	8,287,121	23,394,039	25,435,165
CHANGES IN NET ASSETS WITH				
DONOR RESTRICTIONS				
Support and Revenue				
Contributions, net	12,434,377	-	12,434,377	18,602,353
Investment Return				
Investment income	193,681	-	193,681	113,845
Net realized and unrealized (loss) gain on investments	(836,581)	-	(836,581)	1,413,547
Net Investment Return	(642,900)	-	(642,900)	1,527,392
Net Assets Released from Restrictions (Decrease) Increase in Net Assets	(20,427,799)	-	(20,427,799)	(13,448,192)
With Donor Restrictions	(8,636,322)	-	(8,636,322)	6,681,553
Increase in Net Assets	6,470,596	8,287,121	14,757,717	32,116,718
NET ASSETS				
Beginning of year	121,877,930	42,423,923	164,301,853	132,185,135
End of year	\$ 128,348,526	\$ 50,711,044	\$ 179,059,570	\$ 164,301,853

See notes to consolidated financial statements

Rockefeller Family Fund, Inc. and Affiliate

Consolidated Statement of Functional Expenses
For the Year Ended December 31, 2018
(with summarized totals for the year ended December 31, 2017)

	Supporting Services			Total Supporting Services	2018 Total Expenses	2017 Total Expenses
	Program Services	Administrative	Fundraising			
Salaries and Employee Benefits:						
Salaries	\$ 1,174,633	\$ 406,887	\$ 93,081	\$ 499,968	\$ 1,674,601	\$ 1,586,836
Employee benefits	855,160	301,156	68,894	370,050	1,225,210	1,246,293
	<u>2,029,793</u>	<u>708,043</u>	<u>161,975</u>	<u>870,018</u>	<u>2,899,811</u>	<u>2,833,129</u>
Other Expenses:						
Grants awarded	16,365,638	-	-	-	16,365,638	12,779,317
Consultant fees	2,420,329	51,902	-	51,902	2,472,231	1,773,852
Legal, audit and professional fees	105,365	328,060	-	328,060	433,425	321,959
Travel and meetings	498,053	-	-	-	498,053	443,909
Rent and electricity	62,824	38,893	5,745	44,638	107,462	100,915
Insurance	33,469	21,261	3,060	24,321	57,790	54,663
Dues and memberships	43,613	24,918	3,989	28,907	72,520	69,298
General office expenses	85,900	47,057	7,396	54,453	140,353	107,921
Publications	-	10,038	-	10,038	10,038	33,413
Depreciation and amortization	2,031	1,160	186	1,346	3,377	2,136
	<u>\$ 21,647,015</u>	<u>\$ 1,231,332</u>	<u>\$ 182,351</u>	<u>\$ 1,413,683</u>	<u>\$ 23,060,698</u>	<u>\$ 18,520,512</u>

See notes to consolidated financial statements

Rockefeller Family Fund, Inc. and Affiliate

Consolidated Statement of Cash Flows

Year Ended December 31, 2018

(with comparative amounts for the year ended December 31, 2017)

	2018	2017
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	\$ 14,757,717	\$ 32,116,718
Adjustments to reconcile increase in net assets to net cash from operating activities:		
Net realized and unrealized (gain) on investments	(165,370)	(18,999,471)
Amount not yet recognized as a component of net periodic benefit cost	(424,038)	(70,338)
Depreciation and amortization	3,377	2,136
Discount on contributions	281,338	-
Changes in operating assets and liabilities:		
Accounts receivable and other assets	(6,742)	77,893
Contributions receivable	3,543,610	(6,578,065)
Grants payable	(7,000)	(1,156,411)
Accrued expenses	(54,725)	140,337
Accrued pension and postretirement benefits	(35,350)	406,525
Net Cash from Operating Activities	17,892,817	5,939,324
 CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from sales of investments	110,552,392	84,918,351
Purchases of investments	(130,163,454)	(87,531,597)
Purchases of fixed assets	(5,983)	(2,937)
Net Cash from Investing Activities	(19,617,045)	(2,616,183)
Net Change in Cash and Cash Equivalents	(1,724,228)	3,323,141
 CASH AND CASH EQUIVALENTS		
Beginning of year	12,290,682	8,967,541
End of year	\$ 10,566,454	\$ 12,290,682

See notes to consolidated financial statements

Rockefeller Family Fund, Inc. and Affiliate

Notes to Consolidated Financial Statements
December 31, 2018

1. Organization and Tax Status

The Rockefeller Family Fund, Inc. (RFF) is a not-for-profit charitable corporation existing under the New York State not-for-profit corporation law. RFF's principal purpose is twofold. RFF makes grants to philanthropic organizations in the areas of institutional accountability, individual liberty, economic justice for women, and the environment. It also develops and runs programs and projects to help address key societal challenges. RFF is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (the Code) and has been classified as a public charity.

The William B. Wiener, Jr. Foundation (WBWJF) is a supporting organization of RFF, pursuant to Section 509(a)(3) of the Internal Revenue Code. RFF controls WBWJF through appointment of a majority of WBWJF's board of directors. During 2014, WBWJF submitted notification of intent to terminate its private foundation status under Section 507(b)(1)(B) of the Code, and based on its proposed activities and support, the Internal Revenue Service had held that WBWJF can reasonably expect to terminate its private foundation status and will be treated as a public charity under Section 509(a)(3) of the Code for a 60-month advanced ruling period beginning March 1, 2014. Provision has been made for the current and deferred federal excise taxes on realized net investment income prior to this decision. Following the 60-month advance ruling period, which ended on February 28, 2019, WBWJF has asserted to the IRS of its compliance with the requirements of a public charity, and WBWJF is currently awaiting confirmation of such status from the IRS.

Collectively, RFF and WBWJF are herein referred to as the Fund.

2. Summary of Significant Accounting Policies

Basis of Consolidation

The accompanying financial statements include the accounts of RFF and WBWJF. All intercompany transactions and balances have been eliminated in consolidation.

Use of Estimates

The preparation of consolidated financial statements in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP") requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statement and the reported amounts of revenues and expenses during the reporting period. Accordingly, actual results could differ from those estimates. Significant estimates made by management in the preparation of the financial statements include fair value of alternative investments, pension and other post-retirement benefits and depreciation. Management believes that the estimates utilized in preparing these financial statements are reasonable and appropriate.

Rockefeller Family Fund, Inc. and Affiliate

Notes to Consolidated Financial Statements
December 31, 2018

2. Summary of Significant Accounting Policies (*continued*)

Change in Accounting Principle

On January 1, 2018, the Fund adopted new guidance regarding the Presentation of Financial Statements for Not-for-Profit Entities. This guidance requires the Fund to collapse the three-category (unrestricted, temporarily restricted, and permanently restricted) classification of net assets into two categories: with donor restrictions and without donor restrictions. In addition, the new guidance requires the Fund to make certain expanded disclosures relating to (1) the liquidity of financial assets, and (2) expenses by both their natural and functional classification in one location in the financial statements. As a result of implementing this standard prior year amounts for temporarily restricted and permanently restricted net assets were combined as net assets with donor restrictions.

Net Asset Presentation

Resources for various purposes are classified for accounting and reporting purposes into net asset categories established according to nature and purpose as follows:

Without donor restrictions – consist of resources available for the general support of the Fund's operations. Net assets without donor restrictions may be used at the discretion of the Fund's management and Board of Trustees.

With donor restrictions – represent amounts restricted by donors to be used for specific activities or at some future date, or which require the Fund to maintain permanently, including funds that are subject to restrictions of gift instruments requiring that the principal be invested in perpetuity and the income be used for specific or general purposes. When a donor restriction expires, that is, when a time restriction ends or a purpose restriction is fulfilled, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the consolidated statement of activities as net assets released from restrictions. Income and gains earned on endowment fund investments are available to be used in the "with donor restrictions" or "without donor restrictions" net asset classes based upon stipulations by the donors.

Cash and Cash Equivalents

The Fund considers all highly liquid debt instruments purchased with maturities of three months or less to be cash equivalents, except for those managed by the investment managers as part of its long-term investment strategy.

Rockefeller Family Fund, Inc. and Affiliate

Notes to Consolidated Financial Statements
December 31, 2018

2. Summary of Significant Accounting Policies (continued)

Fair Value Measurement

Fair value is defined as the exchange price that would be received to sell an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. U.S. GAAP has established a fair value hierarchy, which uses the following three levels of inputs to measure fair value:

Level 1: Quoted prices or published net asset value for those alternative investments with characteristics similar to a mutual fund in active markets for identical assets or liabilities.

Level 2: Observable inputs other than Level 1 prices for similar assets or liabilities; prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3: Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the asset or liabilities.

Fair value estimates are made at a specific point in time, based on available market information and judgments about the financial asset, including estimates of timing, amount of expected future cash flows, and the credit standing of the issuer. In some cases, the fair value estimates cannot be substantiated by comparison to independent markets. In addition, the disclosed fair value may not be realized in the immediate settlement of the financial asset. In addition, the disclosed fair values do not reflect any premium or discount that could result from offering for sale at one time an entire holding of a particular financial asset. Potential taxes and other expenses that would be incurred in an actual sale or settlement are not reflected in the amounts disclosed.

Pursuant to U.S. GAAP, alternative investments where fair value is measured using the Net Asset Value ("NAV") per share as a practical expedient are not categorized with the fair value hierarchy.

Investments

Investments in fixed income and readily marketable equity securities are carried at quoted market prices and alternative investments with characteristics similar to a mutual fund are carried at published net asset value. Unrealized gains or losses are determined using quoted market prices at the respective consolidated statement of financial position dates. Security costs are determined on a first-in, first-out basis. Investment sales and purchases are recorded on a trade-date basis.

Rockefeller Family Fund, Inc. and Affiliate

Notes to Consolidated Financial Statements
December 31, 2018

2. Summary of Significant Accounting Policies (*continued*)

Investments (continued)

The Fund follows the provisions of Accounting Standards Codification (ASC) 820-10-35-59, *Measuring the Fair Value of Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent)* (ASC 820-10-35-59), to estimate fair value of certain investments in funds that do not have readily determinable fair values, including private investments, hedge funds, real estate, and other funds. ASC 820-10-35-59 allows for the estimation of the fair value of investments in investment companies for which the investment does not have a readily determinable fair value using net asset value per share or its equivalent, as a practical expedient, as provided by the investment managers.

Investments in alternative investments that are not readily marketable are reported in the financial statements based upon the underlying net asset value (or partner's capital) of each investment, which is estimated at fair value by the fund managers or general partners. The Fund reviews and evaluates the values provided by the fund managers and general partners, and agrees with the valuation methods and assumptions used in determining the fair value of the underlying net assets (or partner's capital) as of December 31, 2018 and 2017.

The Fund's interest in real estate and natural resources represents investments in limited liability companies that own oil, gas, timber, and mineral interests and are reported in the consolidated financial statements at fair value either based upon external appraisals or based on recent sale transactions where applicable.

Investment Income Recognition

Interest income is recorded on the accrual basis and dividends are recorded on the ex-dividend date. Realized gains and losses on the sale of investments are computed on the specific identification basis. Realized and unrealized gains and losses are included in the determination of the change in net assets.

Investment Expense

Direct investment expense on the consolidated statement of activities consists of fees paid directly to the Fund's investment managers as well as royalty expense associated with royalty income.

Accounting for Uncertainty in Income Taxes

The Fund follows the provisions of Accounting Standards Codification (ASC) Subtopic 740-10, *Accounting for Income Taxes*, which addresses the accounting for uncertainties in income taxes recognized in an organization's financial statements and prescribes a threshold for the recognition and derecognition of tax positions taken or expected to be taken in a tax return. ASC Subtopic 740-10 also provides related guidance on measurement, classification, interest and penalties, and disclosures. The Fund has concluded that there were no uncertainties to disclose. The Fund is no longer subject to examinations by the applicable taxing jurisdictions for periods prior to December 31, 2015.

Rockefeller Family Fund, Inc. and Affiliate

Notes to Consolidated Financial Statements
December 31, 2018

2. Summary of Significant Accounting Policies (continued)

Fixed Assets

Fixed assets are stated at cost or, if donated, at fair value at the date of donation. Fixed assets are depreciated on a straight-line basis over a useful life of three to seven years.

Grants Payable

Grants are recorded at the time of approval by the trustees and notification to the recipient (note 9).

Recognition of Contributions and Promises to Give

Contributions, including unconditional promises to give, are recognized in the period received. All contributions are considered to be available for any use unless specifically restricted by the donor. Net assets without donor restrictions represent resources over which the Board of Trustees has full discretion with respect to use. Net assets with donor restrictions represent expendable resources, which have been time or purpose restricted by the donor. When a donor restriction expires, that is, when a timing stipulation ends or a purpose restriction is accomplished, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the consolidated statement of activities as net assets released from restriction. Perpetual net assets with donor restrictions represent contributions and other gifts, which require that the corpus be maintained intact and that only the investment return be used as designated by the donor.

Contributions to be received in more than one year are discounted to present value of future cash flows at a risk adjusted rate. Management expects contributions receivable at December 31, to be collected in the following periods:

	<u>2018</u>	<u>2017</u>
Due within one year	\$ 10,827,697	\$ 17,371,307
Due within two to five years	<u>3,000,000</u>	<u>-</u>
	13,827,697	17,371,307
Present value discount	<u>(281,338)</u>	<u>-</u>
	<u>\$ 13,546,359</u>	<u>\$ 17,371,307</u>

Approximately 24% and 40%, and 32% and 16% of total contribution revenue and contributions receivable, respectively, was generated from one donor in 2018 and 2017, respectively.

Rockefeller Family Fund, Inc. and Affiliate

Notes to Consolidated Financial Statements
December 31, 2018

2. Summary of Significant Accounting Policies (continued)

Functional Expenses

The Fund reports expenses on a functional basis, with all direct expenses charged either to a particular program or supporting service. Overhead expenses, including occupancy, telephone, and insurance, are allocated to functional areas based upon space used or actual usage, if specifically identifiable. The allocation of salary and related expenses for management and supervision of program service functions are made by management based on the estimated time spent by staff in the various program service functions.

Reclassifications

Certain 2017 amounts have been reclassified to conform to the 2018 presentation.

Concentration of Credit Risk

Financial instruments that potentially subject the Fund to significant concentrations of credit risk consist principally of cash and cash equivalents, investments and receivables. The Fund's cash is maintained in bank accounts which, at times, may exceed federally insured limits. The Fund has not experienced any losses on its cash deposits. Investments are managed by a professional investment management firm and are monitored by the Finance and Investment Committee and an investment advisor engaged by the Fund. The Fund believes no significant concentration of credit risk exist with respect to its receivables due to historical collections and experience.

Donor Advised Funds

The Fund has established several donor advised funds to further its programs. These accounts are funded by donors who contribute monies to be used by the Fund. Although the donor may recommend which charitable organization will receive grants, the Fund has the final approval on the grants awarded. Accordingly, such amounts are classified as net assets without donor restrictions.

Subsequent Events

Management has evaluated subsequent events for disclosure and/or recognition in the consolidated financial statements through the date that the consolidated financial statements were available to be issued, which date is July 17, 2019.

Rockefeller Family Fund, Inc. and Affiliate

Notes to Consolidated Financial Statements December 31, 2018

3. Investments

The following table presents the Fund's fair value hierarchy for those investments measured at fair value as of December 31:

	2018				Total
	Level 1	Level 2	Level 3	Investments Valued Using NAV (*)	
Equity securities	\$ 25,720,314	\$ -	\$ -	\$ -	\$ 25,720,314
Exchange traded fund	5,168,414	-	-	-	5,168,414
Mutual funds	3,181,277	-	-	-	3,181,277
U.S. treasury securities	-	7,597,444	-	-	7,597,444
Real estate and natural resources (see "a" below)	-	-	12,523,363	-	12,523,363
Mutual funds	-	-	-	24,928,935	24,928,935
Hedge Funds					
Multi-strategy	-	-	-	26,767,491	26,767,491
Long/short equity	-	-	-	8,316,102	8,316,102
Emerging markets	-	-	-	2,251,765	2,251,765
Fixed income	-	-	-	6,288,801	6,288,801
Equity fund-of-fund	-	-	-	13,137,452	13,137,452
Balanced fund	-	-	-	4,769,564	4,769,564
Private equity funds	-	-	-	3,450,191	3,450,191
Total Investments at Fair Value	<u>\$ 34,070,005</u>	<u>\$ 7,597,444</u>	<u>\$ 12,523,363</u>	<u>\$ 89,910,301</u>	144,101,113
Cash and equivalents, at cost					<u>15,133,296</u>
Total Investments					<u>\$ 159,234,409</u>

	2017				Total
	Level 1	Level 2	Level 3	Investments Valued Using NAV (*)	
Equity securities	\$ 22,688,486	\$ -	\$ -	\$ -	\$ 22,688,486
Exchange traded fund	314,435	-	-	-	314,435
Mutual funds	3,582,314	-	-	-	3,582,314
U.S. treasury securities	-	3,822,162	-	-	3,822,162
Real estate and natural resources (see "a" below)	-	-	6,357,663	-	6,357,663
Mutual funds	-	-	-	22,558,514	22,558,514
Hedge Funds					
Multi-strategy	-	-	-	22,350,498	22,350,498
Long/short equity	-	-	-	9,098,812	9,098,812
Emerging markets	-	-	-	2,696,632	2,696,632
Fixed income	-	-	-	5,261,748	5,261,748
Equity fund-of-fund	-	-	-	12,445,146	12,445,146
Balanced fund	-	-	-	5,088,338	5,088,338
Private equity funds	-	-	-	4,748,478	4,748,478
Total Investments at Fair Value	<u>\$ 26,585,235</u>	<u>\$ 3,822,162</u>	<u>\$ 6,357,663</u>	<u>\$ 84,248,166</u>	121,013,226
Cash and equivalents, at cost					<u>18,444,751</u>
Total Investments					<u>\$ 139,457,977</u>

(*) As discussed in Note 2, investments that are measured using the practical expedient are not classified within the fair value hierarchy.

Rockefeller Family Fund, Inc. and Affiliate

Notes to Consolidated Financial Statements December 31, 2018

3. Investments (continued)

The Fund had no significant transfers between Level 1, Level 2, and Level 3 for the years ended December 31, 2018 and 2017.

Information regarding alternative investments measured at NAV using the practical expedient at December 31 is as follows:

	2018			
	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Mutual funds (see "b" below)	\$ 24,928,935	\$ -	Monthly	14 days
Hedge Funds				
Multi-strategy (see "b" below)	26,767,491	-	Monthly - Annually	14 - 90 days
Long/short equity (see "c" below)	8,316,102	-	Monthly - Quarterly	15 - 60 days
Emerging markets (see "d" below)	2,251,765	-	Daily	30 days
Fixed income (see "e" below)	6,288,801	-	Month	30 days
Equity fund-of-fund (see "f" below)	13,137,452	-	Monthly	30 days
Balanced fund (see "g" below)	4,769,564	-	Monthly	30 days
Private equity funds (see "h" below)	3,450,191	7,706,000	**	**
	<u>\$ 89,910,301</u>	<u>\$ 7,706,000</u>		
	2017			
	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Mutual funds (see "b" below)	\$ 22,558,514	\$ -	Monthly	14 days
Hedge Funds				
Multi-strategy (see "b" below)	22,350,498	-	Monthly - Annually	14 - 90 days
Long/short equity (see "c" below)	9,098,812	-	Monthly - Quarterly	15 - 60 days
Emerging markets (see "d" below)	2,696,632	-	Daily	30 days
Fixed income (see "e" below)	5,261,748	-	Monthly	30 days
Equity fund-of-fund (see "f" below)	12,445,146	-	Monthly	30 days
Balanced fund (see "g" below)	5,088,338	-	Monthly	30 days
Private equity funds (see "h" below)	4,748,478	7,929,000	**	**
	<u>\$ 84,248,166</u>	<u>\$ 7,929,000</u>		

(**) These are illiquid investments

- a. These investments consist of ownership interests in limited liability companies that own oil, gas, timber, and mineral interests.
- b. This investment position consists of three investments. One investment seeks to generate relatively strong real returns over a market cycle by allocating to undervalued and often unpopular or minor sectors expected to produce relatively strong returns over a market cycle. This investment is typically implemented via an allocation to two underlying pooled investment vehicles. The general allocation structure for the strategy is as follows: 80% or more in the GMO Benchmark- Free Fund and approximately, not exceeding, 20% in the GMO Multi-Strategy Fund, a GMO managed hedge fund-of-funds. The second investment invests in a variety of equity, debt, and other investments.

Rockefeller Family Fund, Inc. and Affiliate

Notes to Consolidated Financial Statements
December 31, 2018

3. Investments (*continued*)

- c. This investment position consists of two investments. One of these investment holds long and short positions primarily in equity securities of companies within and outside of the index. Derivative instruments, such as forward contracts, futures, options and swaps may be used to attempt to hedge existing long and short positions in order to both maximize returns and reduce risks. The second investment deploys an international long/short equity strategy designed to generate attractive, excess returns over the MSCI EAFE Index (net dividends) by identifying and seeking to exploit investors' under/over reactions to market information and market inefficiencies.
- d. The investment position seeks to maximize total return through the active management of a diversified portfolio of equity securities of emerging markets issuers. This investment will have a focus on securities of companies that do not own fossil fuel reserves; carbon emissions of the potential investments will also be considered in the portfolio construction process.
- e. This investment position consist of a high-yield fund of funds that invest directly in high-yield debt securities and obtain exposure to bank loans, mortgage debt, and other credit securities through investments in commingled funds.
- f. This investment position consists of two investments. One investment invests directly in U.S. securities, exchange-traded funds, and commingled U.S. equity funds. The second investment invests directly in non-U.S. equities, commingled funds, as well as exchange-traded funds.
- g. This investment position consists of a trust that seeks to generate attractive long-term returns on both an absolute and risk-adjusted basis through investing in a portfolio of underlying separate accounts or commingled investment vehicles. The trust invests in U.S. equity, Non-U.S. equity, hedge funds, fixed income, and real assets.
- h. This investment position is held in private equities. The fund invests in limited partnerships or other pooled investment vehicles organized by independent fund sponsors primarily to make private investments in nonpublic companies consisting primarily of equity and equity related ownership interests in such companies and other ownership interests and income streams.

Rockefeller Family Fund, Inc. and Affiliate

Notes to Consolidated Financial Statements
December 31, 2018

3. Investments (continued)

The nonredeemable alternative investment funds included two investments in the Fund's portfolio at December 31, 2018 and 2017, with a fair value totaling \$3,450,191 and \$4,748,748, respectively. These funds have an estimated remaining life of approximately six to sixteen years with the option for an extension for additional periods.

In addition, as of December 31, 2018 nonredeemable real estate and natural resource investments with a fair value of \$12,523,363, included an investment valued at approximately \$9,500,000 due to a recent transaction price subsequent to year end; and the remainder valued based upon external appraisals. As of December 31, 2017 these investments were appraised at a fair value of \$6,357,663.

The following table presents the reconciliation for all Level 3 real estate and natural resource assets measured at fair value for the years ended December 31, 2018 and 2017:

Fair value at December 31, 2016	\$ 5,277,265
Total realized and unrealized gains, net	1,185,620
Sales	<u>(105,222)</u>
Fair value at December 31, 2017	6,357,663
Total realized and unrealized gains, net	6,030,190
Settlements	<u>135,510</u>
Fair value at December 31, 2018	<u>\$ 12,523,363</u>

The Fund purchases and sells index futures in order to minimize risk from anticipated changes in the market. A futures contract is an agreement to take delivery (long) or make delivery (short) of a standardized amount of a commodity, of standardized minimum-quality grades or specifications, during a specific month under terms and conditions established by U.S. or foreign government designated contract markets upon which trading is conducted, at prices established on such market. The futures contract may be satisfied (closed) by delivery or offset or, in certain cases, settled in cash. Changes in the market values of these financial instruments are recognized currently in the consolidated statement of activities.

These instruments involve credit and market risk in excess of the amounts recognized in the accompanying consolidated statement of financial position. Risks arise from the possible inability of counterparties to meet the terms of their contracts, from movement in currency values and interest rates and imperfect correlation between futures contracts and the assets being hedged. The Fund's notional exposure at December 31, 2018 and 2017 was approximately \$6,308,000 and \$3,411,000, respectively.

Rockefeller Family Fund, Inc. and Affiliate

Notes to Consolidated Financial Statements
December 31, 2018

4. Liquidity and Availability

The following reflects the Fund's financial assets as of December 31, 2018, reduced by amounts not available for general use within one year, due to contractual or donor-imposed expenditure as part of the annual budget approval and appropriation, these amounts could be made available if necessary.

Financial Assets	
Cash and cash equivalents	\$ 10,566,454
Accounts receivable and other assets	150,898
Contributions receivable	13,827,697
Investments	<u>159,234,409</u>
Total Financial Assets	<u>\$183,779,458</u>
Less:	
Illiquid investments	\$ (3,578,906)
Donor-imposed Restrictions	
Donor restricted - purpose	(15,451,252)
Donor restricted - perpetual	(8,391,420)
Endowment fund appropriations for following year	<u>4,974,000</u>
	<u>(18,868,672)</u>
Board designated endowment funds	<u>(108,856,324)</u>
Financial Assets Available to Meet Cash Needs for General Expenditure Within One Year	<u>\$ 52,475,556</u>

As part of the Fund's liquidity management strategy, the Fund has designated its outsourced investment managers, with oversight by the Fund's Investment Committee and management, to structure its financial assets to be available as its grant payments and other general liabilities come due. A certain percentage of the Fund's investment portfolio assets will be held in vehicles utilizing lockups of 12 months or less. Within the Fund's managed investment portfolio, a separate cash account is maintained at the Fund's custodian bank, and used to facilitate capital calls on investments, investment income and capital distributions, investment management fees, and other withdrawals necessary to meet the Fund's cash requirements for grants and operating expenses. Recurring cash withdrawals from the managed investment portfolio are coordinated on a quarterly basis, based on the Fund's annual cash flow projections for grants and administrative expenses as driven by the Fund's annual board approved budget. Cash requirements for other withdrawals associated with the Fund's investments are managed by the Fund's outsourced investment managers, as part of their investment management agreement with the Fund.

Rockefeller Family Fund, Inc. and Affiliate

Notes to Consolidated Financial Statements
December 31, 2018

4. Liquidity and Availability (*continued*)

The Fund's endowment funds consist of funds designated by the board as endowment and donor-restricted endowments. Income from donor-restricted endowments is restricted for specific purposes, with the exception of amounts available for general expenditure.

The Fund's board designated endowment of \$73,897,747 at December 31, 2018 is subject to an annual spending policy as described in Note 5. Although the Fund does not intend to spend from the board-designated endowment, other than amounts appropriated for general expenditure as part of the annual budget approval and appropriation, these amounts could be made available if necessary.

5. Endowment Funds

The Fund has a board-designated endowment fund and donor-restricted endowment funds. The Fund received a major bequest from the estate of Martha Baird Rockefeller in 1972, which constitutes the initial contribution to the Fund's board-designated endowment. The Fund's donor-restricted endowment includes assets with donor restrictions in perpetuity of \$8,391,420 in both 2018 and 2017.

The Fund sets its annual spending policy by considering the Fund's long-term financial objectives, determining a rate of annual spending typically 5% (+/- 1.5%) that would align with those long-term objectives, and choosing a formula that could be used consistently over a period of years to set the annual spending amount. Each year, the Board of Trustees establishes an annual budget using a spending model derived from a three-year average market value base and monitors the impact of actual market trends during the year to make adjustments to spending as necessary.

The Fund follows the policy of pooling its invested funds. Investment income and appreciation (depreciation) are allocated annually based upon a sharing percentage adjusted for additions to and withdrawals from the pooled fund. Endowment funds are allocated a percentage of the total pooled funds according to their percentage of net assets at the beginning of the year.

The Board of Trustees of the Fund has interpreted the New York Prudent Management of Institutional Funds Act (NYPMIFA) as allowing the Fund to appropriate for expenditure or accumulate so much of an endowment fund as the Fund determines is prudent for the uses, benefits, purposes, and duration under which the endowment fund is established, subject to the intent of the donor as expressed in the gift instrument. Unless stated otherwise in the gift instrument, the assets in an endowment fund shall be donor-restricted assets until appropriated for expenditure by the Board of Trustees. The Fund has classified as net assets with donor restrictions (perpetual) (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment and (c) investment earnings added in accordance with donor stipulations. The remaining portion of the donor-restricted endowment fund that is not classified in net assets with donor restrictions (perpetual) is classified as net assets with donor restrictions (time or purpose) until those amounts are appropriated for expenditure by the Fund in a manner consistent with the standard of prudence prescribed by NYPMIFA.

Rockefeller Family Fund, Inc. and Affiliate

Notes to Consolidated Financial Statements
December 31, 2018

5. Endowment Funds (continued)

The Fund had the following endowment-related activities for the years ended December 31, 2018 and 2017:

	Board-Designated Endowment Funds	With Donor Restrictions	With Donor Designated Restrictions - Perpetuity	Total
Endowment net assets at December 31, 2016	\$ 77,688,192	\$ 17,406,021	\$ 8,391,420	\$ 103,485,633
Net investment return	10,879,345	1,527,392	-	12,406,737
Contributions	11,135,914	18,602,353	-	29,738,267
Transfers	13,448,192	(13,448,192)	-	-
Amounts appropriated for expenditure	(18,789,501)	-	-	(18,789,501)
Endowment net assets at December 31, 2017	94,362,142	24,087,574	8,391,420	126,841,136
Net investment return	(6,014,920)	(642,900)	-	(6,657,820)
Contributions	22,116,922	12,434,377	-	34,551,299
Transfers	20,427,799	(20,427,799)	-	-
Amounts appropriated for expenditure	(22,035,619)	-	-	(22,035,619)
Endowment net assets at December 31, 2018	<u>\$ 108,856,324</u>	<u>\$ 15,451,252</u>	<u>\$ 8,391,420</u>	<u>\$ 132,698,996</u>

6. Employee Incentive Savings and Investment Plan

The Fund sponsors a qualified defined contribution plan that covers eligible full-time employees of the Fund who have completed six consecutive months of service as indicated in the plan document. Plan contributions for the years ended December 31, 2018 and 2017 totaled approximately \$193,000 and \$208,000, respectively.

7. Pension Plans

The Fund participates in the Retirement Income Plan for Employees of Rockefeller Brothers Fund, Inc., et al. (the Plan), a noncontributory defined-benefit plan covering substantially all of its employees. Effective December 31, 2003, the Plan was frozen. In November 2018, the Fund's trustees approved the termination of the Plan.

Rockefeller Family Fund, Inc. and Affiliate

Notes to Consolidated Financial Statements
December 31, 2018

7. Pension Plans (continued)

The Fund recognizes the funded status of its defined-benefit pension and other postretirement plans as a liability and recognizes the changes in that funded status in the year in which the changes occur through a separate line within the change in unrestricted net assets, apart from expenses, to the extent those changes are not included in the net periodic cost. The funded status reported on the consolidated statement of financial position was measured as the difference between the fair value of Plan assets and the benefit obligations as of December 31, 2018 and 2017.

The following tables set forth the Plan's funded status and amounts recognized in the financial statements at December 31, 2018 and 2017:

	2018	2017
Accumulated benefit obligations/projected benefit obligations		
for services rendered to date	\$(1,432,078)	\$(1,537,386)
Plan assets at fair value	1,120,282	1,140,182
Funded Status (Pension Liability)	\$ (311,796)	\$ (397,204)
	2018	2017
Net Pension Cost Included the Following Components		
Interest cost on projected benefit obligation	\$ 12,100	\$ 19,800
Service cost	52,179	55,580
Actual return on plan assets	5,483	(162,660)
Net amortization and deferral	(43,659)	140,205
Net Periodic Pension Benefit Cost	\$ 26,103	\$ 52,925

The weighted average discount rates used in determining the actuarial present value of the projected benefit obligation were 4.07% in 2018 and 3.44% in 2017. The weighted average discount rates used in determining the net periodic benefit costs were 3.44% in 2018 and 3.93% in 2017. The expected long-term rate of return on assets was 7.50% in 2018 and 7.75% in 2017.

The Plan assets are currently invested in mutual funds. For transition purposes with respect to the impending termination of the Plan, the allocation of investments during the beginning of the year reflected 50% equity and 50% fixed income, moving towards an allocation of 100% fixed income by year end. These securities are considered Level 1 in the fair value hierarchy.

Rockefeller Family Fund, Inc. and Affiliate

Notes to Consolidated Financial Statements
December 31, 2018

7. Pension Plans (continued)

The accumulated amount not yet recognized as a component of net periodic benefit cost was \$270,084 and \$335,634 at December 31, 2018 and 2017, respectively. The net actuarial gain and prior service cost that will be amortized into net periodic benefit cost in 2018 are approximately \$109,000.

The anticipated benefit payments for the next 10 years are as follows:

2019	\$ 60,000
2020	72,000
2021	76,000
2022	77,000
2023	85,000
2024-2028	<u>453,000</u>
	<u>\$823,000</u>

In 2019, the Fund's participants in the Plan were notified by the Plan administrator of the intent to terminate the Plan. It is expected that while termination of the Plan will occur in 2019, full dissolution of the Fund's obligations will not occur until 2020. Participants who choose to receive annuity payments will make arrangements to have their pension benefits transferred to an insurer who will continue to administer their retirement plan, or in certain circumstances, participants may opt for a lump sum distribution.

Employer contributions paid to the Plan totaled \$45,961 for the year ended December 31, 2018. There were no payments to the Plan in 2017. Employer contributions expected to be paid for the Plan during the year ending December 31, 2019 are \$25,327.

Additionally, the Fund participates in a Supplemental Retirement Plan. The purpose of the plan is to provide selected employees of the Fund with supplemental retirement benefits to be paid on the terms and conditions provided in the plan document. The plan is intended to comply with the nonqualified deferred compensation plan rules of Section 409A of the Internal Revenue Code of 1986, as amended (the "Code"), and the rules, regulations and interpretations issued thereunder (collectively, "Code Section 409A"). The plan expense was \$456,236 and \$460,399 for the years ended December 31, 2018 and 2017, respectively, and the total deferred compensation liability is \$676,236 and \$853,030 at December 31, 2018 and 2017, respectively.

8. Postretirement Healthcare Benefits

In addition to providing pension benefits, the Fund provides certain healthcare benefits for retired employees. Substantially all of the Fund's employees may become eligible for these benefits if they reach age 55 while employed by the Fund and have accumulated at least five years of service. Such benefits are provided through an insurance company.

Rockefeller Family Fund, Inc. and Affiliate

Notes to Consolidated Financial Statements
December 31, 2018

8. Postretirement Healthcare Benefits (continued)

The following table sets forth the Plan's status as of December 31, 2018 and 2017:

	2018	2017
Accumulated benefit obligations (APBO)/ unfunded benefit obligations	\$ 1,987,921	\$ 2,185,107

The net periodic postretirement benefit cost included the following components as of December 31, 2018 and 2017:

	2018	2017
Service cost	\$ 86,623	\$ 291,630
Interest cost	74,407	77,600
Amortization of unrecognized loss	52,346	(479,636)
Net Periodic Postretirement Benefit Cost	\$ 213,376	\$ (110,406)

The discount rate assumed in determining the APBO was 4.15% in 2018 and 3.55% in 2017. The weighted average discount rates used in determining the period's benefit costs were 3.55% in 2018 and 4.10% in 2017. The medical cost trend rate assumed was 7.50% in 2018 and 7.75% in 2017, declining to 4.5% in 2018 and 4.75% in 2017. Benefits paid were \$52,074 in 2018 and \$52,264 in 2017.

The accumulated amount not yet recognized as a component of net periodic benefit cost was \$299,561 and \$658,049 at December 31, 2018 and 2017, respectively. The net actuarial loss that will be amortized into net periodic benefit cost in 2018 is approximately \$13,673.

The anticipated benefit payments for the next 10 years are as follows:

2019	\$ 60,000
2020	52,000
2021	65,000
2022	73,000
2023	71,000
2024-2028	468,000
	\$ 789,000

Rockefeller Family Fund, Inc. and Affiliate

Notes to Consolidated Financial Statements
December 31, 2018

9. Reconciliation of Grants Awarded

The following table reconciles grants awarded and grants paid during 2018 and 2017:

Grants payable, December 31, 2016	\$ 1,981,411
Grants awarded 2017	12,779,317
Grants paid 2017	<u>(13,935,728)</u>
Grants Payable December 31, 2017	825,000
Grants awarded 2018	16,365,638
Grants paid 2018	<u>(16,372,638)</u>
Grants Payable December 31, 2018	<u>\$ 818,000</u>

Included in the amounts for grants awarded and grants paid are grants made from donor advised funds in the amount of approximately \$6,861,000 and \$2,848,000 in 2018 and 2017, respectively.

The Fund estimates that the grants payable balance will be paid in 2019.

10. Related-Party Transactions

The Fund reimbursed the Rockefeller Brothers Fund, a related party, \$672,927 and \$614,461 in 2018 and 2017, respectively, for the cost of certain expenses, including direct and indirect compensation for accounting, human resource, and operations department staff; technology services; occupancy; employee benefits; capital expenditures; consultant and legal fees related to employee benefit issues.

The Fund previously entered into a resource-sharing and reimbursement agreement with Tioga Fund, Inc., a nonprofit organization and related party. The Fund received reimbursement of \$33,419 and \$55,041 in 2018 and 2017, respectively, from Tioga Fund, Inc. for the cost of support services.

In 2017, the Fund received two grants from the David Rockefeller Fund, a related party, totaling \$20,000. Of this amount, \$15,000 was designated for the Carbon-Intensive Fuel Fund and \$5,000 was designated for the Leslie Lowe Fund for Economic and Social Justice.

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