

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
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Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2022 or tax year beginning **DEC 1, 2022**, and ending **NOV 30, 2023**

Name of foundation THE DOROTHEA AND LEO RABKIN FOUNDATION		A Employer identification number 13-4091650
Number and street (or P.O. box number if mail is not delivered to street address) 50 MARKET STREET	Room/suite 194	B Telephone number 207-536-1686
City or town, state or province, country, and ZIP or foreign postal code SOUTH PORTLAND, ME 04106		C If exemption application is pending, check here ... <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ... <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 21,393,203.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>
(Part I, column (d), must be on cash basis.)		

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	448,522.	448,522.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	535,185.			
	b Gross sales price for all assets on line 6a	8,831,582.			
	7 Capital gain net income (from Part IV, line 2)		535,185.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income	978.	480.		STATEMENT 2	
12 Total. Add lines 1 through 11	984,685.	984,187.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	156,250.	0.		156,250.
	14 Other employee salaries and wages	77,000.	0.		77,000.
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	200.	40.		160.
	b Accounting fees STMT 4	7,265.	1,453.		5,812.
	c Other professional fees STMT 5	111,991.	85,835.		26,156.
	17 Interest				
	18 Taxes STMT 6	36,436.	0.		19,336.
	19 Depreciation and depletion				
	20 Occupancy	27,607.	0.		27,607.
	21 Travel, conferences, and meetings	10,628.	0.		10,628.
	22 Printing and publications				
	23 Other expenses STMT 7	84,468.	0.		84,468.
	24 Total operating and administrative expenses. Add lines 13 through 23	511,845.	87,328.		407,417.
	25 Contributions, gifts, grants paid	507,000.			507,000.
26 Total expenses and disbursements. Add lines 24 and 25	1,018,845.	87,328.		914,417.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements ...	-34,160.				
b Net investment income (if negative, enter -0-)		896,859.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		70,321.	7,245.	7,245.
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations	STMT 8	4,054,687.	3,151,047.	3,151,047.
	b	Investments - corporate stock	STMT 9	13,030,991.	13,167,018.	13,167,018.
	c	Investments - corporate bonds	STMT 10	673,187.	2,305,050.	2,305,050.
	11	Investments - land, buildings, and equipment: basis				
	Less: accumulated depreciation					
12	Investments - mortgage loans					
13	Investments - other	STMT 11	2,487,702.	1,803,926.	1,803,926.	
14	Land, buildings, and equipment: basis	245,000.				
	Less: accumulated depreciation		245,000.	245,000.	245,000.	
15	Other assets (describe STATEMENT 12)		713,917.	713,917.	713,917.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		21,275,805.	21,393,203.	21,393,203.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 24, 25, 29, and 30.					
	24	Net assets without donor restrictions				
	25	Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 26 through 30.					
	26	Capital stock, trust principal, or current funds		0.	0.	
	27	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	28	Retained earnings, accumulated income, endowment, or other funds		21,275,805.	21,393,203.	
29	Total net assets or fund balances		21,275,805.	21,393,203.		
30	Total liabilities and net assets/fund balances		21,275,805.	21,393,203.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1	21,275,805.
2	Enter amount from Part I, line 27a	2	-34,160.
3	Other increases not included in line 2 (itemize) UNREALIZED GAIN ON INVESTMENTS	3	151,558.
4	Add lines 1, 2, and 3	4	21,393,203.
5	Decreases not included in line 2 (itemize)	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	21,393,203.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a	3,078,055.		3,517,843.	-439,788.
b	5,753,527.		4,778,554.	974,973.
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-439,788.
b			974,973.
c			
d			
e			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	535,185.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8	3	N/A

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)	1	12,466.
b	All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	2	0.
3	Add lines 1 and 2	3	12,466.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	12,466.
6	Credits/Payments:		
a	2022 estimated tax payments and 2021 overpayment credited to 2022	6a	17,265.
b	Exempt foreign organizations - tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.
d	Backup withholding erroneously withheld	6d	0.
7	Total credits and payments. Add lines 6a through 6d	7	17,265.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0.
9	Tax due. If the total of lines 5 and 8 is more than 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,799.
11	Enter the amount of line 10 to be: Credited to 2023 estimated tax 4,799. Refunded	11	0.

Part VI-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c	Did the foundation file Form 1120-POL for this year?		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b	If "Yes," has it filed a tax return on Form 990-T for this year? N/A		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. <u>ME, NY</u>		
8b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2022 or the tax year beginning in 2022? See the instructions for Part XIII. If "Yes," complete Part XIII		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>WWW.RABKINFOUNDATION.ORG</u>	X	
14	The books are in care of <u>MARY LOUISE SCHUMACHER</u> Telephone no. <u>414-807-5467</u> Located at <u>13 BROWN STREET, PORTLAND, ME</u> ZIP+4 <u>04101</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15 N/A		
16	At any time during calendar year 2022, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?		X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?		X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	X	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?		X
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)		X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions		X
c Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>		
d Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2022?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2022, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2022?		X
If "Yes," list the years _____, _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?		X
b If "Yes," did it have excess business holdings in 2022 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2022.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2022?		X

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

	Yes	No
5a During the year, did the foundation pay or incur any amount to:		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		X
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?		X
(3) Provide a grant to an individual for travel, study, or other similar purposes?		X
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions		X
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		X
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	
c Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	
d If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		X
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?		X

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		156,250.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DANIELLE FRYE - 50 MARKET STREET, PMB 194, SOUTH PORTLAND, ME 04106	EXECUTIVE ASSISTANT 40.00	77,000.	0.	0.

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
F.L. PUTNAM INVESTMENT MNGMT COMPANY - 5 WIDGERY WHARF, 4TH FLOOR, PORTLAND, ME 04101	INVESTMENT MANAGEMENT	79,296.

Total number of others receiving over \$50,000 for professional services 0

Part VIII-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 SEE STATEMENT 14	650,861.
2 SEE STATEMENT 15	263,556.
3	
4	

Part VIII-B Summary of Program-Related Investments

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

Total. Add lines 1 through 3 0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	18,857,219.
b	Average of monthly cash balances	1b	1,102,727.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	19,959,946.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	19,959,946.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	299,399.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	19,660,547.
6	Minimum investment return. Enter 5% (0.05) of line 5	6	983,027.

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

1	Minimum investment return from Part IX, line 6	1	983,027.
2a	Tax on investment income for 2022 from Part V, line 5	2a	12,466.
b	Income tax for 2022. (This does not include the tax from Part V.)	2b	
c	Add lines 2a and 2b	2c	12,466.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	970,561.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	970,561.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1	7	970,561.

Part XI Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	914,417.
b	Program-related investments - total from Part VIII-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:			
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part XII, line 4	4	914,417.

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2021	(c) 2021	(d) 2022
1 Distributable amount for 2022 from Part X, line 7				970,561.
2 Undistributed income, if any, as of the end of 2022:				
a Enter amount for 2021 only			245,529.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2022:				
a From 2017				
b From 2018				
c From 2019				
d From 2020				
e From 2021				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2022 from Part XI, line 4: \$ <u>914,417.</u>				
a Applied to 2021, but not more than line 2a ...			245,529.	
b Applied to undistributed income of prior years (Election required - see instructions) ...		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2022 distributable amount				668,888.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2022 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2021. Subtract line 4a from line 2a. Taxable amount - see instr. ...			0.	
f Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023				301,673.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2017 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2023. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2018 ...				
b Excess from 2019 ...				
c Excess from 2020 ...				
d Excess from 2021 ...				
e Excess from 2022 ...				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2022, enter the date of the ruling _____

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

	Tax year				(e) Total
	(a) 2022	(b) 2021	(c) 2020	(d) 2019	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed _____					
b 85% (0.85) of line 2a _____					
c Qualifying distributions from Part XI, line 4, for each year listed _____					
d Amounts included in line 2c not used directly for active conduct of exempt activities _____					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c _____					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets _____					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) _____					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part IX, line 6, for each year listed _____					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) _____					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) _____					
(3) Largest amount of support from an exempt organization _____					
(4) Gross investment income _____					

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

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

NONE

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

NONE

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

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

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

c Any submission deadlines:

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

Part XIV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
DARLA MIGAN 100 CLINTON STREET, APT. 2B NEW YORK, NY 10002-3434	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE; SEE PART IX-A FOR MORE INFORMATION	51,000.
ANNETTE LE PIQUE 6419 N. GREENVIEW AVE, APT. 2N CHICAGO, IL 60626-5052	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE; SEE PART IX-A FOR MORE INFORMATION	51,000.
JILLIAN STEINHAUER 322 6TH STREET, #17 BROOKLYN, NY 11215-3243	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE; SEE PART IX-A FOR MORE INFORMATION	51,000.
ERIN JOYCE 2504 E. FLOWER STREET PHOENIX, AZ 85016-7459	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE; SEE PART IX-A FOR MORE INFORMATION	51,000.
EILEEN G'SELL 5834 PERSHING AVE ST. LOUIS, MO 63112-1512	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE; SEE PART IX-A FOR MORE INFORMATION	51,000.
Total SEE CONTINUATION SHEET(S)				3a 507,000.
b Approved for future payment				
NONE				
Total				3b 0.

Part XV-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue (a-f, g Fees and contracts from government agencies), 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities (14, 448,522.), 5 Net rental income or (loss) from real estate, 6 Net rental income or (loss) from personal property, 7 Other investment income (14, 978.), 8 Gain or (loss) from sales of assets other than inventory (18, 535,185.), 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue (a-e), 12 Subtotal (0., 984,685., 0.), 13 Total (13, 984,685.).

(See worksheet in line 13 instructions to verify calculations.)

Part XV-B Relationship of Activities to the Accomplishment of Exempt Purposes

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XV-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). Row 1: 1, N/A

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

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

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

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

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.
Sign Here [Signature] SIGN HERE EXECUTIVE DIRECTOR

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

Print/Type preparer's name: DANIEL P. DOIRON
Preparer's signature: DANIEL P. DOIRON
Date: 02/19/24
Check if self-employed:
PTIN: P01206204
Firm's name: ALBIN, RANDALL & BENNETT
Firm's EIN: 01-0448006
Firm's address: PO BOX 445, 130 MIDDLE STREET, PORTLAND, ME 04112-0445
Phone no.: 207-772-1981

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HARMONY HOLIDAY 4634 LOS FELIZ BLVD, APT. 4 LOS ANGELES, CA 90027	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE; SEE PART IX-A FOR MORE INFORMATION	51,000.
JORI FINKEL 2782 MONTE MAR TER LOS ANGELES, CA 90064-3437	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE; SEE PART IX-A FOR MORE INFORMATION	51,000.
MAXIMILIANO DURON 475 5TH AVE NEW YORK, NY 10017-6220	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE; SEE PART IX-A FOR MORE INFORMATION	51,000.
REBECCA SOLNIT 1037 YORK STREET SAN FRANCISCO, CA 94110	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE; SEE PART IX-A FOR MORE INFORMATION	51,000.
MURRAY WHYTE 52 N. MAIN STREET IPWICH, MA 01938	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE; SEE PART IX-A FOR MORE INFORMATION	1,000.
DAVID CARRIER 5659 MARLBOROUGH ROAD PITTSBURGH, PA 15217	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE; SEE PART IX-A FOR MORE INFORMATION	1,000.
HILARIE M. SHEETS 569 17TH STREET BROOKLYN, NY 11218	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE; SEE PART IX-A FOR MORE INFORMATION	1,000.
ALICE THORSON 5911 LOCUST STREET KANSAS CITY, MO 64110	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE; SEE PART IX-A FOR MORE INFORMATION	1,000.
CHARLOTTE KENT 250 MOOR STREET, #104 BROOKLYN, NY 11206	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE; SEE PART IX-A FOR MORE INFORMATION	1,000.
BERETTE MACAULAY 615 51ST STREET SW EVERETT, WA 98203	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE; SEE PART IX-A FOR MORE INFORMATION	1,000.
Total from continuation sheets				252,000.

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SUSAN PROYD 1050 SOUTH MONACO PARKWAY, #58 DENVER, CO 80224	NO RELATIONSHIP	I	VISUAL ARTS JOURNALISM PRIZE; SEE PART IX-A FOR MORE INFORMATION	1,000.
AMERICAN FOLK ART MUSEUM 2 LINCOLN SQUARE, COLUMBUS AVE AT WEST 66TH STREET NEW YORK, NY 10023		PC	GENERAL OPERATING	8,000.
INTUIT - THE CENTER FOR INTUITIVE AND OUTSIDER ART 756 N. MILWAUKEE AVE CHICAGO, IL 60642		PC	GENERAL OPERATING	10,000.
THE AMERICAN FOLK ART MUSEUM 2 LINCOLN SQUARE NEW YORK, NY 10023		PC	GENERAL OPERATING	15,000.
GLASSTIRE P.O. BOX 1489 HOUSTON, TX 77251-1489		PC	GENERAL OPERATING	1,500.
UNION OF MAINE VISUAL ARTISTS 516 CONGRESS STREET PORTLAND, ME 04101		PC	GENERAL OPERATING	4,500.
CREATIVE PORTLAND 84 FREE STREET PORTLAND, ME 04101		PC	GENERAL OPERATING	2,000.
Total from continuation sheets				

Underpayment of Estimated Tax by Corporations

Attach to the corporation's tax return. **FORM 990-PF**

2022

Go to www.irs.gov/Form2220 for instructions and the latest information.

Name THE DOROTHEA AND LEO RABKIN FOUNDATION	Employer identification number 13-4091650
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Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38, on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment			
1 Total tax (see instructions)		1	12,466.
2 a Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a		
b Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b		
c Credit for federal tax paid on fuels (see instructions)	2c		
d Total. Add lines 2a through 2c		2d	
3 Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty		3	12,466.
4 Enter the tax shown on the corporation's 2021 income tax return. See instructions. Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5		4	14,535.
5 Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3		5	12,466.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation must file Form 2220 even if it does not owe a penalty. See instructions.	
6	<input type="checkbox"/> The corporation is using the adjusted seasonal installment method.
7	<input checked="" type="checkbox"/> The corporation is using the annualized income installment method.
8	<input type="checkbox"/> The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment					
		(a)	(b)	(c)	(d)
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9	04/15/23	05/15/23	08/15/23	11/15/23
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% (0.25) of line 5 above in each column	10	1,693.	1,098.	4,419.	5,256.
11 Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15. See instructions	11	2,865.		4,600.	9,800.
Complete lines 12 through 18 of one column before going to the next column.					
12 Enter amount, if any, from line 18 of the preceding column	12		1,172.	74.	255.
13 Add lines 11 and 12	13		1,172.	4,674.	10,055.
14 Add amounts on lines 16 and 17 of the preceding column	14				
15 Subtract line 14 from line 13. If zero or less, enter -0-	15	2,865.	1,172.	4,674.	10,055.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		0.	0.	
17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17				
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18	1,172.	74.	255.	

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 4th month after the close of the tax year, whichever is earlier. (C corporations with tax years ending June 30 and S corporations: Use 3rd month instead of 4th month. Form 990-PF and Form 990-T filers: Use 5th month instead of 4th month.) See instructions 19				
20 Number of days from due date of installment on line 9 to the date shown on line 19	20			
21 Number of days on line 20 after 4/15/2022 and before 7/1/2022	21			
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21} \times 4\% (0.04)}{365}$...	22 \$	\$	\$	\$
23 Number of days on line 20 after 6/30/2022 and before 10/1/2022 ...	23			
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23} \times 5\% (0.05)}{365}$...	24 \$	\$	\$	\$
25 Number of days on line 20 after 9/30/2022 and before 1/1/2023	25			
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25} \times 6\% (0.06)}{365}$...	26 \$	\$	\$	\$
27 Number of days on line 20 after 12/31/2022 and before 4/1/2023 ...	27			
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27} \times 7\% (0.07)}{365}$...	28 \$	\$	\$	\$
29 Number of days on line 20 after 3/31/2023 and before 7/1/2023	29			
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29} \times \%}{365}$	30 \$	\$	\$	\$
31 Number of days on line 20 after 6/30/2023 and before 10/1/2023 ...	31			
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31} \times \%}{365}$	32 \$	\$	\$	\$
33 Number of days on line 20 after 9/30/2023 and before 1/1/2024	33			
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33} \times \%}{365}$	34 \$	\$	\$	\$
35 Number of days on line 20 after 12/31/2023 and before 3/16/2024 ...	35			
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35} \times \%}{366}$	36 \$	\$	\$	\$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37 \$	\$	\$	\$
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 34; or the comparable line for other income tax returns	38 \$			0.

* Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

Schedule A Adjusted Seasonal Installment Method and Annualized Income Installment Method

See instructions.

Form 1120-S filers: For lines 1, 2, 3, and 21, "taxable income" refers to excess net passive income or the amount on which tax is imposed under section 1374(a), whichever applies.

Part I Adjusted Seasonal Installment Method

Caution: Use this method only if the base period percentage for any 6 consecutive months is at least 70%. See instructions.

		(a)	(b)	(c)	(d)
		First 3 months	First 5 months	First 8 months	First 11 months
1	Enter taxable income for the following periods.				
a	Tax year beginning in 2019				
b	Tax year beginning in 2020				
c	Tax year beginning in 2021				
2	Enter taxable income for each period for the tax year beginning in 2022. See the instructions for the treatment of extraordinary items				
3	Enter taxable income for the following periods.	First 4 months	First 6 months	First 9 months	Entire year
a	Tax year beginning in 2019				
b	Tax year beginning in 2020				
c	Tax year beginning in 2021				
4	Divide the amount in each column on line 1a by the amount in column (d) on line 3a				
5	Divide the amount in each column on line 1b by the amount in column (d) on line 3b				
6	Divide the amount in each column on line 1c by the amount in column (d) on line 3c				
7	Add lines 4 through 6				
8	Divide line 7 by 3.0				
9a	Divide line 2 by line 8				
b	Extraordinary items (see instructions)				
c	Add lines 9a and 9b				
10	Figure the tax on the amt on ln 9c using the instr for Form 1120, Sch J, line 2, or comparable line of corp's return ...				
11a	Divide the amount in columns (a) through (c) on line 3a by the amount in column (d) on line 3a				
b	Divide the amount in columns (a) through (c) on line 3b by the amount in column (d) on line 3b				
c	Divide the amount in columns (a) through (c) on line 3c by the amount in column (d) on line 3c				
12	Add lines 11a through 11c				
13	Divide line 12 by 3.0				
14	Multiply the amount in columns (a) through (c) of line 10 by columns (a) through (c) of line 13. In column (d), enter the amount from line 10, column (d)				
15	Enter any alternative minimum tax (trusts only) for each payment period. See instructions				
16	Enter any other taxes for each payment period. See instr.				
17	Add lines 14 through 16				
18	For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c. See instructions				
19	Total tax after credits. Subtract line 18 from line 17. If zero or less, enter -0-				

Part II ^{**} Annualized Income Installment Method

		(a)	(b)	(c)	(d)	
		First <u>2</u> months	First <u>3</u> months	First <u>6</u> months	First <u>9</u> months	
20	Annualization periods (see instructions)	20				
21	Enter taxable income for each annualization period. See instructions for the treatment of extraordinary items	21	81,200.	100,400.	345,780.	920,880.
22	Annualization amounts (see instructions)	22	6.000000	4.000000	2.000000	1.333330
23a	Annualized taxable income. Multiply line 21 by line 22 ...	23a	487,200.	401,600.	691,560.	1,227,837.
b	Extraordinary items (see instructions)	23b				
c	Add lines 23a and 23b	23c	487,200.	401,600.	691,560.	1,227,837.
24	Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 2, or comparable line of corporation's return	24	6,772.	5,582.	9,613.	17,067.
25	Enter any alternative minimum tax (trusts only) for each payment period (see instructions)	25				
26	Enter any other taxes for each payment period. See instr.	26				
27	Total tax. Add lines 24 through 26	27	6,772.	5,582.	9,613.	17,067.
28	For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c. See instructions	28				
29	Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0-	29	6,772.	5,582.	9,613.	17,067.
30	Applicable percentage	30	25%	50%	75%	100%
31	Multiply line 29 by line 30	31	1,693.	2,791.	7,210.	17,067.

Part III Required Installments

		1st	2nd	3rd	4th	
		installment	installment	installment	installment	
Note: Complete lines 32 through 38 of one column before completing the next column.						
32	If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the smaller of the amounts in each column from line 19 or line 31	32	1,693.	2,791.	7,210.	17,067.
33	Add the amounts in all preceding columns of line 38. See instructions	33		1,693.	2,791.	7,210.
34	Adjusted seasonal or annualized income installments. Subtract line 33 from line 32. If zero or less, enter -0- ...	34	1,693.	1,098.	4,419.	9,857.
35	Enter 25% (0.25) of line 5 on page 1 of Form 2220 in each column. Note: "Large corporations," see the instructions for line 10 for the amounts to enter	35	3,117.	3,116.	3,117.	3,116.
36	Subtract line 38 of the preceding column from line 37 of the preceding column	36		1,424.	3,442.	2,140.
37	Add lines 35 and 36	37	3,117.	4,540.	6,559.	5,256.
38	Required installments. Enter the smaller of line 34 or line 37 here and on page 1 of Form 2220, line 10. See instructions	38	1,693.	1,098.	4,419.	5,256.

Form 2220 (2022)

**** ANNUALIZED INCOME INSTALLMENT METHOD USING STANDARD OPTION**

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
PUBLICLY TRADED SECURITY INTEREST & DIVIDEND INCOME	448,522.	0.	448,522.	448,522.	
TO PART I, LINE 4	448,522.	0.	448,522.	448,522.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
NET INVESTMENT INCOME TAX REFUND	498.	0.	
BOND AMORTIZATION	480.	480.	
TOTAL TO FORM 990-PF, PART I, LINE 11	978.	480.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	200.	40.		160.
TO FM 990-PF, PG 1, LN 16A	200.	40.		160.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	7,265.	1,453.		5,812.
TO FORM 990-PF, PG 1, LN 16B	7,265.	1,453.		5,812.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	32,695.	6,539.		26,156.
PORTFOLIO MANAGEMENT FEES	79,296.	79,296.		0.
TO FORM 990-PF, PG 1, LN 16C	111,991.	85,835.		26,156.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	17,595.	0.		17,595.
REAL ESTATE TAXES	1,741.	0.		1,741.
NET INVESTMENT INCOME TAX	17,100.	0.		0.
TO FORM 990-PF, PG 1, LN 18	36,436.	0.		19,336.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ARTS JOURNALISM GRANT PROGRAM EXPENSE	21,500.	0.		21,500.
EQUIPMENT & SUPPLIES IN SUPPORT OF ART COLLECTION	5,873.	0.		5,873.
SHIPPING & DELIVERY	951.	0.		951.
INSURANCE	12,622.	0.		12,622.
DUES & SUBSCRIPTIONS	180.	0.		180.
OFFICE SUPPLIES	906.	0.		906.
MEALS & ENTERTAINMENT	9,405.	0.		9,405.
UTILITIES	7,179.	0.		7,179.
GENERAL & ADMINISTRATIVE	18,456.	0.		18,456.
OTHER OPERATING EXPENSES	5,618.	0.		5,618.
NEW YORK STATE FILING FEE	750.	0.		750.
ADVERTISING	524.	0.		524.
CLEANING SERVICES	180.	0.		180.
CONTRACT LABOR	41.	0.		41.
REPAIRS & MAINTENANCE	283.	0.		283.
TO FORM 990-PF, PG 1, LN 23	84,468.	0.		84,468.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FIDELITY GOVERNMENT CASH RESERVES	X		112,470.	112,470.
ISHARES 0-5 YEAR TIPS BOND ETF	X		142,900.	142,900.
ISHARES TIPS BOND ETF	X		421.	421.
ISHARES TR FL TG RATE NT ETF	X		202,016.	202,016.
ISHARES TR INTRM GOV CR ETF	X		932,590.	932,590.
ISHARES TRUST 1-3 YEAR TREASURY BOND	X		107,860.	107,860.
RBB FD INC US TREAS	X		308,081.	308,081.
UNITED STATES TREAS NTS SER A-2030	X		105,612.	105,612.
UNITED STATES TREAS NTS SER AE-2024	X		116,710.	116,710.
UNITED STATES TREAS SER AW-2024	X		183,620.	183,620.
UNITED STATES TREAS SER E-2027	X		185,422.	185,422.
UNITED STATES TREAS SER E-2033	X		134,641.	134,641.
UNITED STATES TREAS SER F-2032	X		171,794.	171,794.
UNITED STATES TREAS SER H-2030	X		195,868.	195,868.
UNITED STATES TREAS SER P-2029	X		93,711.	93,711.
VANGUARD SCOTTSDALE FDS INTER TERM TREAS	X		157,331.	157,331.
TOTAL U.S. GOVERNMENT OBLIGATIONS			3,151,047.	3,151,047.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,151,047.	3,151,047.

FORM 990-PF

CORPORATE STOCK

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ABBVIE INC COM	177,418.	177,418.
ACCENTURE PLC	192,222.	192,222.
ADOBE INC COM	109,371.	109,371.
ALPHABET INC CAP STK CL A	501,759.	501,759.
AMAZON.COM INC	369,462.	369,462.
ANALOG DEVICES INC COM	198,417.	198,417.
APPLE LNC	790,572.	790,572.
APPLIED MATERIALS INC COM	237,401.	237,401.
AUTOMATIC DATA PROCESSING INC COM	174,049.	174,049.
BLACKROCK INC COM	208,091.	208,091.
BROADCOM INC COM	230,507.	230,507.
CARDINAL HEALTH INC COM NPV	121,215.	121,215.
CBRE GROUP INC COM - CLASS A	128,073.	128,073.
CONOCOPHILLIPS COM	116,148.	116,148.
COSTCO WHOLESALE CORP COM	234,132.	234,132.
CUMMINS INC	86,750.	86,750.
DEERE & CO	182,569.	182,569.
DR HORTON INC COM STK	119,371.	119,371.
EATON CORPORATION PLC	214,939.	214,939.

THE DOROTHEA AND LEO RABKIN FOUNDATION

13-4091650

ELI LILLY & CO COM	218,685.	218,685.
EXXON MOBIL CORP	99,247.	99,247.
GRAPHIC PACKAGING HOLDING CO	109,609.	109,609.
INTUIT INC	136,579.	136,579.
ISHARES CORE S&P MID-CAP ETF	875,725.	875,725.
ISHARES CORE S&P SMALL-CAP E	276,209.	276,209.
ISHARES TRUST CORE MSCI EAFE ETF	1,412,470.	1,412,470.
JPMORGAN CHASE & CO	228,189.	228,189.
KLA CORP COM NEW	116,004.	116,004.
LAM RESEARCH CORP COM	234,822.	234,822.
LINDE PLC COM	110,477.	110,477.
LOWES COMPANIES INC COM	182,327.	182,327.
MARATHON PETROLEUM CORP COM	123,231.	123,231.
MARSH & MCLENNAN COMPANIES INC COM	240,501.	240,501.
MASTERCARD INCORPORATED CL A	213,950.	213,950.
MCDONALDS CORP	185,169.	185,169.
MERCK & CO. INC COM	102,685.	102,685.
META PLATFORMS INC CLASS A COMMON STOCK	108,941.	108,941.
MICROSOFT CORP	780,555.	780,555.
MONDELEZ INTL INC COM NPV	101,758.	101,758.
MORGAN STANLEY COM	109,331.	109,331.
MOTOROLA SOLUTIONS INC	209,220.	209,220.
NEXTERA ENERGY INC COM	142,121.	142,121.
NVIDIA CORPORATION COM	107,103.	107,103.
OMNICOM GROUP INC COM	88,290.	88,290.
ORACLE CORP	108,540.	108,540.
PALO ALTO NETWORKS INC COM	119,216.	119,216.
PEPSICO INC	168,458.	168,458.
PROCTER AND GAMBLE CO COM	117,289.	117,289.
REPUBLIC SERVICES INC	111,022.	111,022.
SCHWAB CHARLES CORP COM	143,673.	143,673.
SPDR S&P500 ETF TRUST TRUST UNIT	116,382.	116,382.
TESLA INC COM	93,151.	93,151.
THERMO FISHER SCIENTIFIC INC	193,842.	193,842.
TJX COMPANIES INC	202,741.	202,741.
T-MOBILE US INC COM	211,683.	211,683.
UNITEDHEALTH GROUP INC	198,516.	198,516.
VISA INC	222,542.	222,542.
WALMART INC COM	103,534.	103,534.
WILLIAMS COS INC COM	150,765.	150,765.

TOTAL TO FORM 990-PF, PART II, LINE 10B

13,167,018.

13,167,018.

FORM 990-PF

CORPORATE BONDS

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BOOKING HOLDINGS INC NOTE CALL MAKE WHOLE	94,995.	94,995.
CAPITAL ONE FINL CORP NOTE	92,022.	92,022.
COMCAST CORP NEW NOTE CALL MAKE WHOLE	94,996.	94,996.
CSX CORP NOTE CALL MAKE WHOLE	96,726.	96,726.
CVS HEALTH CORP NOTE CALL MAKE WHOLE	96,742.	96,742.
DIGITAL RLTY TR LP NOTE CALL MAKE WHOLE	90,285.	90,285.
EATON CORP OHIO NOTE CALL MAKE WHOLE	93,339.	93,339.
EQUINIX INC NOTE CALL MAKE WHOLE	88,661.	88,661.
FISERV INC NOTE CALL MAKE WHOLE	97,544.	97,544.
JPMORGAN CHASE &CO NOTE CALL MAKE WHOLE	94,544.	94,544.
NEXTERA ENERGY CAP HLDGS INC SER J BOND	98,788.	98,788.
OMNICOM GROUP / OMNICOM CAP NOTE	96,428.	96,428.
SABINE PASS LIQUEFACTION LLC	100,932.	100,932.
SANTANDER HOLDINGS USA INC SERB NOTE	95,182.	95,182.
SCHWAB CHARLES CORP NOTE CALL MAKE WHOLE	98,794.	98,794.
THE CIGNA GROUP SER B NOTE	96,465.	96,465.
TRUIST FINL CORP MTN CALL MAKE WHOLE	244,315.	244,315.
VANGUARD HI YIELD CORPORATE ADMIRAL	193,986.	193,986.
VERIZON COMMUNICATIONS INC	97,084.	97,084.
WASTE MGMT INC DEL NOTE	243,222.	243,222.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,305,050.	2,305,050.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
AFA MUL TL MANAGER CREDIT FUND INVESTOR	FMV	169,751.	169,751.
AQR RISK-BALANCED COMMODITIES STRAT R6	FMV	496,816.	496,816.
SPDR ICE PREFERRED SECURITIES ETF	FMV	228,790.	228,790.
VERSUS CAPITAL MULTI MNGR REAL EST INC I	FMV	405,310.	405,310.
VERSUS CAPITAL REAL ASSETS CL I	FMV	503,259.	503,259.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,803,926.	1,803,926.

FORM 990-PF	OTHER ASSETS		STATEMENT 12
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
LEO RABKIN ARTWORK	580,955.	580,955.	580,955.
OTHER ARTWORK	113,950.	113,950.	113,950.
FURNITURE, ANTIQUES, COLLECTIBLES, AND TRIBAL ART	19,012.	19,012.	19,012.
TO FORM 990-PF, PART II, LINE 15	713,917.	713,917.	713,917.

FORM 990-PF	PART VII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS			STATEMENT 13
NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
SUSAN LARSEN 50 MARKET STREET, PMB 194 SOUTH PORTLAND, ME 04106	EXECUTIVE DIRECTOR UNTIL 10/1 50.00	131,250.	0.	0.
MARY LOUISE SCHUMACHER 50 MARKET STREET, PMB 194 SOUTH PORTLAND, ME 04106	EXECUTIVE DIRECTOR SINCE 10/1 50.00	25,000.	0.	0.
NANCY KARLINS THOMAN 50 MARKET STREET, PMB 194 SOUTH PORTLAND, ME 04106	PRESIDENT 1.00	0.	0.	0.
EDGAR ALLEN BEEM 50 MARKET STREET, PMB 194 SOUTH PORTLAND, ME 04106	SECRETARY 1.00	0.	0.	0.
DEBORAH IRMAS 50 MARKET STREET, PMB 194 SOUTH PORTLAND, ME 04106	TREASURER 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VII		156,250.	0.	0.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 14

ACTIVITY ONE

VISUAL ARTS JOURNALISM PRIZE PROGRAM IN WHICH A PANEL OF NOMINATORS PUT FORTH CANDIDATES FOR AWARDS BASED ON PAST ACHIEVEMENTS; EACH CANDIDATE SUBMITS WRITING SAMPLES OF PREVIOUSLY PUBLISHED WORK (WITHIN THE LAST 3 YEARS) AND A BRIEF CURRICULUM VITA. RECIPIENTS ARE CHOSEN BY A JURY OF NATIONALLY RECOGNIZED CURATORS, WRITERS, ARTISTS, AND OTHER THOUGHTFUL READERS OF CONTEMPORARY ART CRITICISM.

EXPENSES

TO FORM 990-PF, PART VIII-A, LINE 1

650,861.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 15

ACTIVITY TWO

EXPENDITURES RELATING TO CATALOGUING, STORING, CONSERVING AND DISPLAYING THE ABSTRACT AND AMERICAN FOLK ART COLLECTIONS, TO INCLUDE PROMOTING THE VISUAL ARTS THROUGH EXHIBITIONS, CARING FOR AND MAINTAINING THE ART COLLECTION, SHARING THE COLLECTION WITH STUDENTS AND THE GENERAL PUBLIC, AND MAINTAINING AN ARCHIVE OF DATA ABOUT THE COLLECTION AND THE RABKINS' LIVES FOR USE BY SCHOLARS AND RESEARCHERS.

EXPENSES

TO FORM 990-PF, PART VIII-A, LINE 2

263,556.