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DLN: 93493319036766

OMB No 1545-0047

2015

Open to Public Inspection

Form 990

Department of the Treasury Internal Revenue Service Return of Organization Exempt From Income Tax

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
- ► Information about Form 990 and its instructions is at <u>www IRS qov/foim990</u>

A F	or the :	2015 calendar year, or tax year beginning 01-01-2015 , and ending 12-31-2015	5				
B Ch	eck ıf ap	plicable C Name of organization SOLOMON R GUGGENHEIM FOUNDATION		D Employ	er ide	entification number	
Г A	ddress ch			13-55	6223	33	
Γ N	ame cha	nge Doing business as		13 33	OLL	, 5	
	ııtıal retu	rn					
Feturn	nal /termina	Number and street (or P O box if mail is not delivered to street address) Room/suit	e	E Telepho	ne nur	mber	
	nended r	■ 10/1 Fifth Avenue		(212)	360-	4216	
—Ap	plication	pending City or town, state or province, country, and ZIP or foreign postal code					
		New York, NY 101280173		G Gross re	eceipts	\$ 131,500,153	
		F Name and address of principal officer	H(a) Is thi	s a group	retur	n for	
		Marc Steglitz 1071 Fifth Avenue		dinates?		┌ Yes 🗸	
		New York, NY 10128	No No	II subordu			
I Ta	x-exem _l	ot status	H(b) Are a includ	led?		1 165 110	
J W	ebsite:	: ▶ www guggenheim org		•		(see instructions)	
			H(c) Grou				
K For	m of org	anization	L fear of for	mauon 19.	'' "	◀ State of legal domicile NY	
Da	rt I	Summary					
s Governance	2 C	heck this box ▶ ┌─ if the organization discontinued its operations or disposed o	5% of its	net a	nssets		
Activities &	3 N	umber of voting members of the governing body (Part VI, line 1a)		.	3 33		
ξ	4 N	umber of independent voting members of the governing body (Part VI, line 1b)		. [4	33	
ACT.	5 T	otal number of individuals employed in calendar year 2015 (Part V, line 2a) .		[5	649	
•	6 T	otal number of volunteers (estimate if necessary)		. [6	125	
	7a ⊺	otal unrelated business revenue from Part VIII, column (C), line 12		. [7a	1,430,608	
	b Ne	t unrelated business taxable income from Form 990-T, line 34		. [7b	-37,204	
			Prio	r Y ear		Current Year	
	8	Contributions and grants (Part VIII, line 1h)		34,374,7	08	19,518,463	
en ue A	9	Program service revenue (Part VIII, line 2g)		42,020,4	04	37,118,786	
òΛċ	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)					
ď	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)	evenue—add lines 8 through 11 (must equal Part VIII, column (A), line 89,19				
	13	Grants and similar amounts paid (Part IX, column (A), lines 1–3)		5,0	00	0	
	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	34,860,6	2.1	35,554,222		

	19	Revenue less expenses Subtract line 18 from line 12	7,119,315	-3,352,548
ts or			Beginning of Current Year	End of Year
Assets d Balanc	20	Total assets (Part X, line 16)	173,588,373	170,634,482
₹ 5	21	Total liabilities (Part X, line 26)	54.074.236	60 722 798

42.000

47,165,881

82,073,512

93,477

39,586,177

75,233,876

Part III Signature Block

5 - 10)

16a

b

17

Under penalties of perjury, I declare that I have examined this return, in my knowledge and belief, it is true, correct, and complete $\,$ Declaration of preparer has any knowledge

Professional fundraising fees (Part IX, column (A), line 11e) .

Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) .

Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)

Total fundraising expenses (Part IX, column (D), line 25) ▶4,034,311

Net assets or fund balances Subtract line 21 from line 20

	<u>-</u>	gnature of officer							
Sign Here	[Marc Steglitz Sr. Dep. Director and COO							
	_	pe or print name and title							
'		Print/Type preparer's name	Preparer's signature						
Paid									
Prepare	r	Firm's name							
Use On		Firm's address ▶							

 $\underline{\text{May}}$ the IRS discuss this return with the preparer shown above? (see in

For Paperwork Reduction Act Notice, see the separate instructions.

Form	90 (2015) Page 2
Part	Statement of Program Service Accomplishments
	Check if Schedule O contains a response or note to any line in this Part III
1	Briefly describe the organization's mission
explo	tted to innovation, the Solomon R. Guggenheim Foundation collects, preserves, and interprets modern and contemporary art, and s ideas across cultures through dynamic curatorial and educational initiatives and collaborations. With its constellation of cturally and culturally distinct museums, exhibitions, publications, and digital platforms, the Foundation engages both local and global res
2	id the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?
	F "Yes," describe these new services on Schedule O
3	ıd the organization cease conducting, or make significant changes in how it conducts, any program ervices?
	"Yes," describe these changes on Schedule O
4	escribe the organization's program service accomplishments for each of its three largest program services, as measured by xpenses Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, ne total expenses, and revenue, if any, for each program service reported
4a	(Code) (Expenses \$ 24,697,501 including grants of \$ 0) (Revenue \$ 26,653,767)
	Art Museum Programs (Exhibitions and Other Educational Projects) Exhibitions presented in 2015 at the Solomon R Guggenheim Museum in New York ("SRGM") included Kandinsky Before Abstraction, 1901-1911 (June 27 2014-April 1, 2015), ZERO Countdown to Tomorrow, 1950s-60s (October 10, 2014-January 7, 2015) V S Gaitonde Painting as Process, Painting as Ife (October 24, 2014-February 11, 2015), Wang Jianwei Time Temple (October 31, 2014-February 16, 2015), Or Kawara - Silence (February 6 - May 3, 2015), The Hugo Boss Prize 2014 Paul Chan, Nonprojections for New Lovers (March 6 - May 13, 2015), Monir Shahroudy Farmanian Infinite Possibility Mirror Works and Drawings, 1974 - 2014 (March 13 - June 3, 2015), A Year with Children 2015 (May 1 - June 17, 2015), Storylines Contemporary Art at the Guggenheim (June 5 - September 9, 2015), Dons Salcedo (June 26 - October 12, 2015), Kandinsky (July 1, 2015 - April 3, 2016), Alberto Burn The Trauma of Painting (October 9, 2015 - January 6, 2016), and Photo-Poetics An Anthology (November 20, 2015 - March 27, 2016) Also on view was an ongoing exhibition in highlighting material from the Guggenheim Archives A Long-Awarted Tribute Frank Lloyd Winght's Usonian House and Pavilion (July 27, 2012 - present) Additionally, works in the ongoing exhibitions in the Thannhauser Gallery change and rotate SRGM curators also organized traveling exhibitions Prior to its presentation at the SRGM, V S Gaitonde Painting as Process, Painting as Life opened at the Peggy Guggenheim Collection (the "PGC") in Venice (October 3, 2015) January 10, 2016) After its presentation at the SRGM in New York the second phase of the Guggenheim Collection (the "PGC") in Venice (October 3, 2015) January 10, 2016) Exhibitions presented in 2015 at the PGC included AZIMUTH Continuity and Newness (September 20, 2014-January 19, 2015), Alchemy by Jackson Pollock (February 14 - April 6, 2015), Charles Pollock A Retrospective (April 22 - September 14, 2015), Jackson Pollock's Mural Energy Made Visible (April 23 - November 16,
4b	(Code) (Expenses \$ 16,853,521 including grants of \$ 0) (Revenue \$ 1,367,342)
	Art Museum Curatorial, Collection Management Acquisition Programs As part of its mission the Solomon R. Guggenheim Foundation ("SRGF") collects and preserve art for the benefit of the public in several ways. The curatorial staff studies the art in SRGF's possession, plans international exhibitions for public viewing, and prepares and publishes scholarly catalogues and educational texts. SRGF also lends many of the works of art in its collection to other museums on the occasion of special exhibitions that are of scholarly merit or that will broaden the public's appreciation of art. SRGF maintains extensive climate-controlled, highly secure storage facilities for the art in its collection. It also operates a photography studio for the documentation of art, and archives to store photographs of art and make them available to the public for publication or study. SRGF maintains a full art conservation lab to properly care for the art in its possession, it also conducts research on new techniques in art conservation. In 2015 the Guggenheim's collection was comprised of over 7,300 works of art. SRGF acquired eighteen works by artists from new techniques in art conservation. In 2015 the Guggenheim's collection was comprised of over 7,300 works of art. SRGF acquired eighteen works by artists from the Middle East and North Africa under the auspices of the Guggenheim UBS MAP Purchase Fund. The museum also acquired major historic works by Mel Bochner, Heinz Mack, and On Kawara, as well as important works by Korean artists Park Seo-Bo and Ha Chong-Hyun. SRGF also acquired contemporary installation works by Kader Attia, Eva Kot'ÁitkovÁi and Gedi Sibony as well as works by Monir Shahroudy Farmanfarmaian and Agathe Snow. Acquisition highlights also included contemporary paintings by Ross Bleckner, Sarah Crowner and Laura Owens, contemporary video works by Trisha Donnelly, Yang Fudong, Mariam Ghani, and Hito Steyerl, and contemporary photography works by Dawoud Bey, Juliana Huxtable, Vera Lutter, and Laure Simmons. SRGF also acq
4-	(Code) / Events
4c	(Code) (Expenses \$ 5,905,672 including grants of \$ 0) (Revenue \$ 16,601,361) Wester Services During 2015 SPGE directly operated two museums, the Solomon R. Guagaphorm Museum in New York, and the Bodgy Guagaphorm Collection (the
	Visitor Services During 2015 SRGF directly operated two museums the Solomon R Guggenheim Museum in New York and the Peggy Guggenheim Collection (the "PGC") in Venice SRGM conducts tours of its exhibitions, and provides educational texts free of charge to all museum visitors. SRGM is open to the public one

evening of each week on a Pay-What-You-Wish basis. In addition, students and senior citizens are offered reduced-price tickets and children under the age of 12 are admitted free of charge to the SRGM. The PGC also offers student and senior reduced-price tickets and children under the age of 10 are admitted free of

charge (2015 global attendance at SRGM and PGC was 1,186,392)

See Additional Data

4d

4e

Other program services (Describe in Schedule O)
(Expenses \$ 6,807,379 including gra

Total program service expenses ► 54,264,073

including grants of \$ 0) (Revenue \$ 7,433,157)

Par	t 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)? If "Yes," complete Schedule A 2	1	Yes	
2	Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)? 🐒	2	Yes	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	3		No
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? If "Yes," complete Schedule C, Part II	4	Yes	
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 $98-197$	5		No
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? If "Yes," complete Schedule D, Part I	6		No
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II	7		No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III 2	8	Yes	
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? If "Yes," complete Schedule D, Part IV	9		No
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Pait V 🔰	10	Yes	
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			
а	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI	11a	Yes	
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? If "Yes," complete Schedule D, Part VII	11b	Yes	
С	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? If "Yes," complete Schedule D, Part VIII	11 c		No
	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? If "Yes," complete Schedule D, Part IX	11 d		No
е	Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X	11e	Yes	
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)? If "Yes," complete Schedule D, Part X	11 f		No
12a	Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII	12 a	Yes	
b	Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional	12b		No
13	Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E	13		No
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a	Yes	
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? If "Yes," complete Schedule F, Parts I and IV	14b	Yes	
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? If "Yes," complete Schedule F, Parts II and IV	15		No
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? If "Yes," complete Schedule F, Parts III and IV	16		No
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? If "Yes," complete Schedule G, Part I (see instructions)	17	Yes	
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Pait II	18	Yes	
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III	19		No
20a	Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H	20a		No
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		

- Part IV Checklist of Required Schedules (continued)
- Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or

25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations.

instructions for applicable filing thresholds, conditions, and exceptions)

IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III

23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's

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? If "Yes," answer lines 24b through 24d

c Did the organization maintain an escrow account other than a refunding escrow at any time during the year

Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes,"

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? 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?

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

Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV

b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L,

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? If "Yes," complete Schedule L, Part IV Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M .

Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified

33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations

entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2 . . .

and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?

sections 301 7701-2 and 301 7701-3? If "Yes," complete Schedule R, Part I Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Pait II, III, or IV,

b If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled

Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related

Did the organization conduct more than 5% of its activities through an entity that is not a related organization

Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Pait I.

d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? .

a A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L,

32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets?

35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?

member of any of these persons? If "Yes," complete Schedule L, Part III

 ${f b}$ Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? . .

current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes,"

- domestic government on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II
- 21 22 Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part 22

Yes

23

24a

24b

24c

24d

25a

25b

26

27

28a

28b

28c

29

30

31

32

33

34

35a

35b

36

37

Yes

Yes

Yes

Yes

Yes

Yes

Νo

Νo

Νo

Νo

Νo

Νo

Νo

Νo

Νo

Nο

Νo

Nο

- Page 4

- - Nο Νo

Yes 38 Form 990 (2015)

Pai	rt V	Statements Regarding Other IRS Filings and Tax Compliance Check if Schedule O contains a response or note to any line in this l		1			_
		Check if Schedule O Condains a response of note to any line in this i	rait	v	· ·	Yes	No
1a	Enter	the number reported in Box 3 of Form 1096 Enter -0- if not applicable	1a	221			
		the number of Forms W-2G included in line 1a Enter -0- if not applicable	1b	0			
С	Did th	L e organization comply with backup withholding rules for reportable payments to	vend	ors and reportable			
		g (gambling) winnings to prize winners?	٠.		1 c	Yes	
2a		the number of employees reported on Form W-3, Transmittal of Wage and					
		tatements, filed for the calendar year ending with or within the year covered is return	2a	649			
b	If at le	east one is reported on line 2a, did the organization file all required federal emp	loyme	ent tax returns?	2b	Yes	
	Note.I	f the sum of lines 1a and 2a is greater than 250, you may be required to e-file	(see i	nstructions)			
		e organization have unrelated business gross income of \$1,000 or more during			3a	Yes	
		s," has it filed a Form 990-T for this year? <i>If "No" to line 3b, provide an explanatio</i>			3b	Yes	
4a	over, a	time during the calendar year, did the organization have an interest in, or a signation have an interest in, or a signation for a signation account, securities accoun			4a	Yes	
b	If"Yes	s," enter the name of the foreign country $ ightharpoonup$ BD , CA , CJ , EI , IT , UC , UK , VI					
	See in	structions for filing requirements for FinCEN Form 114, Report of Foreign Bank	and F	inancial Accounts			
_	(FBAR	·					
		ne organization a party to a prohibited tax shelter transaction at any time durin	-	,	5a		No
		ly taxable party notify the organization that it was or is a party to a prohibited t	ax Sili	erter transaction?	5b		No
С	If"Yes	s," to line 5a or 5b, did the organization file Form 8886-T?			5c		
6a		the organization have annual gross receipts that are normally greater than \$10 zation solicit any contributions that were not tax deductible as charitable conti			6a		No
b		s," did the organization include with every solicitation an express statement th not tax deductible?	at suc	ch contributions or gifts	6b		
7	Organ	izations that may receive deductible contributions under section 170(c).					
	servic	e organization receive a payment in excess of \$75 made partly as a contribution es provided to the payor?			7a	Yes	
		s," did the organization notify the donor of the value of the goods or services pr			7b	Yes	
	file Fo	e organization sell, exchange, or otherwise dispose of tangible personal proper rm 8282?	٠.	which it was required to	7 c		No
d	If"Yes	s," indicate the number of Forms 8282 filed during the year	7d				
е	Did th	e organization receive any funds, directly or indirectly, to pay premiums on a p	erson	al benefit contract?	7 e		No
f	Did th	e organization, during the year, pay premiums, directly or indirectly, on a perso	nal be	enefit contract?	7f		No
g		organization received a contribution of qualified intellectual property, did the or	rganız	ation file Form 8899 as	7 g		
h		ed? organization received a contribution of cars, boats, airplanes, or other vehicles 1098-C?	, dıd t	the organization file a	79 7h		
8	Sponse	oring organizations maintaining donor advised funds. donor advised fund maintained by the sponsoring organization have excess bus	· siness	holdings at any time	711		
	during	the year?			8		
9a	Dıd th	e sponsoring organization make any taxable distributions under section 49667			9a		
b	Did th	e sponsoring organization make a distribution to a donor, donor advisor, or rela	ited pe	erson?	9b		
10		n 501(c)(7) organizations. Enter					
		' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' '	10a				
Ь	Gross facılıtı		10b				
11		n 501(c)(12) organizations. Enter	. 1				
		F	11a				
D		Income from other sources (Do not net amounts due or paid to other sources amounts due or received from them)	11b				
		n 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990	ın İre	u of Form 1041?	12 a		
	year	s," enter the amount of tax-exempt interest received or accrued during the	12b				
13	Sectio	n 501(c)(29) qualified nonprofit health insurance issuers.					
а		organization licensed to issue qualified health plans in more than one state? N o onal information the organization must report on Schedule O	ote. S	ee the instructions for	13a		
b		the amount of reserves the organization is required to maintain by the states	134				
		th the organization is licensed to issue qualified health plans	13b				
		the amount of reserves on hand	13c	<u> </u>			
		e organization receive any payments for indoor tanning services during the tax	•		14a		No
b	It "Yes	s," has it filed a Form 720 to report these payments? <i>If "No," provide an explana</i> t	tion in	Schedule O	14b		

orm	1990 (2015)			Page			
Par	For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, describe the circumstances, processes, or changes in Schedule O. See instructions.	or 10	ob belo	w,			
	Check if Schedule O contains a response or note to any line in this Part VI			🔽			
Se	ection 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 1a						
	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						
b	Enter the number of voting members included in line 1a, above, who are independent 1b 33						
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?	2	Yes				
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? .	3		No			
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4		No			
5	Did the organization become aware during the year of a significant diversion of the organization's assets? .	5		No			
6	Did the organization have members or stockholders?	6		No			
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?	7a		No			
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?						
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following						
а	The governing body?	8a	Yes				
b	Each committee with authority to act on behalf of the governing body?	8b	Yes				
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	9	Yes				
Se	ection B. Policies (This Section B requests information about policies not required by the Internal R	even	ue Cod	e.)			
			Yes	No			
10a	Did the organization have local chapters, branches, or affiliates?	10 a	Yes				
b	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?	10b	Yes				
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	Yes				
b	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	12 a	Yes				
h	Ware efficiently directors, or trustees, and key employees required to disclose appually interests that could give						

	affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10 b	Yes	
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	Yes	
b	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	12a	Yes	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes	
С	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	12 c	Yes	
13	Did the organization have a written whistleblower policy?	13	Yes	
14	Did the organization have a written document retention and destruction policy?	14	Yes	
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?			
а	The organization's CEO, Executive Director, or top management official	15a	Yes	
b	Other officers or key employees of the organization	15b	Yes	
	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?	16 a	Yes	
b	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			

Section C. Disclosure 17 List the States with which a copy of this Form 990 is required to be filed▶

organization's exempt status with respect to such arrangements? .

AL,AZ,CA,CO,CT,DC,FL,GA,IL,IN,KS,MA,MD,ME,MI,MN,NC,NH,NJ,NM,NY,OH,OR,PA,TN,VA,WI,WV

16b

- Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (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
- State the name, address, and telephone number of the person who possesses the organization's books and records

 Marvin Suchoff 1071 Fifth Avenue New York, NY 10128 (212) 360-4216

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, or 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) A verage hours per week (list any hours	more t	ition than o on is	one I both	box, an d	heck unless officer stee)	i	(D) Reportable compensation from the organization (W-	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the
	for related organizations below dotted line)	Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former	2/1099-MISC)		organization and related organizations
See Additional Data Table										
				\vdash	\vdash					
				\vdash						

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	more t	than on is	one l both	box, an	theck unless officer stee)	5	(C Repor comper from organiza	table isation the tion (W-	(E) Reportable compensation from related organizations (V	V-	(F) Estimated amount of other compensation from the organization and	
		for related organizations below dotted line)	individual trustee or director	Institutional Trustee	Officer	key employee	Highest compensated employee	Former	2/1099	-MISC)	2/1099-MISC) o	rganizati relati organiza	ed
See	Additional Data Table													
		1												
												+		
						\vdash						+		
1b	Sub-Total						▶					\vdash		
c	Total from continuation sheet		ection A	٠.										
d	Total (add lines 1b and 1c) .			-		•	>		•	1,988	0		:	353,247
2	Total number of individuals (ir \$100,000 of reportable comp						d abov	e) w	ho receive	d more th	nan			
3	Did the organization list any f o	ormer officer, dir	ector o	r trus	itee.	kev	emplo	vee.	. or hiahest	compen	sated emplovee		Yes	No
4	on line 1a? If "Yes," complete S	Schedule J for suc	ch indiv.	ıdual	•	•	• •	•				3	Yes	
4	For any individual listed on lin organization and related organ individual											4	Yes	
5	Did any person listed on line 1 services rendered to the organ								_	anızatıon • • •	or individual for	5		No
	ection B. Independent Co	ntractors												
1	Complete this table for your fi		ensate	d ındı	epen	den	t contr	acto	rs that rec	eived mo	re than \$100,000	of of		
	compensation from the organi	zation Report co (A)	mpens	atıon	for t	the d	alenda	ar y e	ar ending v	with or wi	thin the organizat (B)	ion's	tax year (C	
Croth	all Healthcare	Name and business	address							Des Cleaning S	cription of services		Comper	
	hesterbrook Boulevard									cicaiiiig 5	0171003		-	,012,273
Suite														
Allied	parton Security Services									Security Gu	ıards			920,193
Eight	/ashington Street Suite 600 Tower Bridge Johocken, PA 19428													
	rpiece International LTD									Art Shippin	g Services			772,512
	oadway 14th Floor York, NY 10006													
	SCON International Inc									Art Storage	!			556,260
	ıder Avenue , NY 10451													
	son and Galloway Inc									Building Ma	intenance			532,367
	len Head Road Head, NY 11545													
2	Fotal number of independent co \$100,000 of compensation fror				lımıt	ed t	o thos	e list	ed above)	who rece	ived more than			

orm 99	0 (20)15)					Page 9
Part V	Ш	Statement of Revenue					
		Check if Schedule O contains a respon	se or note to any lir	(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
र र	1a	Federated campaigns 1a	0				
Grants mounts	b	Membership dues 1b	2,841,673				
Ē, Ģ	С	Fundraising events 1c	2,039,576				
ifts ar	d	Related organizations 1d	0				
s, C	е	Government grants (contributions) 1e	441,464				
Contributions, Giffs, Grants and Other Similar Amounts	f	All other contributions, gifts, grants, and similar amounts not included above	14,195,750				
증물	g	Noncash contributions included in lines 1a-1f \$	3,524,744				
in di	h	Total. Add lines 1a-1f		19,518,463			
			Business Code				
Program Service Revenue	2a	Admission income	712110	17,191,116	17,191,116	0	0
₹ ₹	b	Exhibitions	712110	8,710,062	8,710,062	0	0
Ce F	С	Program collaborations	712110	9,544,627	9,544,627	0	0
Ę.	d	Museum feasibility study	712110	589,215	589,215	0	0
S	е	All other program service revenue	712110	1,083,766	1,083,766	0	0
gra	f	All other program service revenue		0	0	0	0
Ĕ	g	Total. Add lines 2a-2f	•	37,118,786			
	3	Investment income (including dividence and other similar amounts)		1,887,075	0	0	1,887,075
	4	Income from investment of tax-exempt bond p	· · · · · . · · ·	7,809,864	0	0	7,809,864
	5	Royalties	(II) Personal	7,003,004		-	7,003,004
	6a	Gross rents	(ii) r ersonar				
	b	Less rental expenses					
	С	Rental income 0 or (loss)	0				
	d		▶ (II) O ther				
	7a	Gross amount from sales of assets other than inventory	50,178,259				
	b	Less cost or other basis and 5,919,087 sales expenses	47,564,258				
	С	Gain or (loss) -48,475	2,614,001				
	d	Net gain or (loss)		2,565,526	0	0	2,565,526
Other Revenue	8a	events (not including \$					
her	j.	a l	906,169				
ŏ		Net income or (loss) from fundraising 6	2,130,070	-1,223,901		0	-1,223,901
		Gross income from gaming activities See Part IV, line 19					
	ь	Less direct expenses b					
		·	/ities				
			•				
	10a	Gross sales of inventory, less returns and allowances .	5,941,525				
	ь	Less cost of goods sold b	4,005,410				
		Net income or (loss) from sales of inve		1,936,115	535,292	1,400,823	0
		Miscellaneous Revenue	Business Code				
	11a	Proceeds from the sale of art	900099	1,367,342	1,367,342	0	0
	b	Corporate events	900099	441,757	0	0	441,757
	С	Restaurant income	900099	460,301	0	29,785	430,516
	d	All other revenue		0	0	0	0
	е	Total. Add lines 11a-11d	· · · • [2,269,400			
	12	Total revenue. See Instructions	· · · •	71,881,328	39,021,420	1,430,608	11,910,837

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 $\,\cdot\,\,$. $\,\cdot\,\,$.

		inis raitix			
	ot include amounts reported on lines 6b, o, 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		·		· · · · · · · · · · · · · · · · · · ·
2	Grants and other assistance to domestic individuals See Part IV, line 22				
3	Grants and other assistance to foreign organizations, foreign governments, and foreign individuals See Part IV, lines 15 and 16				
4	Benefits paid to or for members				
5	Compensation of current officers, directors, trustees, and key employees	4,930,758	750,378	3,449,512	730,868
6	Compensation not included above, to disqualified persons (as defined under section $4958(f)(1)$) and persons described in section $4958(c)(3)(B)$				
7	Other salaries and wages	24,668,267	19,883,126	3,199,278	1,585,863
8	Pension plan accruals and contributions (include section $401(k)$ and $403(b)$ employer contributions)	737,691	616,097	78,867	42,727
9	Other employee benefits	3,408,798	2,829,455	282,001	297,342
10	Payroll taxes				
		1,808,708	1,375,973	330,587	102,148
11	Fees for services (non-employees)				
a	Management	5,357,458	3,578,350	1,717,656	61,452
b	Legal	1,035,935	145,802	890,133	0
с	Accounting	276,300	13,778	262,522	0
d	Lobbying	248,175	220,325	0	27,850
e	Professional fundraising services See Part IV, line 17	93,477		254 522	93,477
f	Investment management fees	964,592	0	964,592	0
g	Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	1,579,322	972,705	572,447	34,170
12	Advertising and promotion	1,750,062	1,311,710	357,670	80,682
13	Office expenses	1,959,141	861,711	838,183	259,247
14	Information technology	444,166	5,819	438,347	0
15	Royalties	84,176	34,328	49,176	672
16	Occupancy	7,031,730	5,426,856	1,542,941	61,933
17	Travel	2,045,588	1,441,050	313,354	291,184
18	Payments of travel or entertainment expenses for any federal, state, or local public officials	0	0	0	0
19	Conferences, conventions, and meetings	951,880	714,839	91,918	145,123
20	Interest	156,780	144,374	12,406	0
21	Payments to affiliates	0	0	0	0
22	Depreciation, depletion, and amortization	5,026,037	4,515,224	477,758	33,055
23	Insurance	941,766	941,766	0	0
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)				
а	Art purchases	3,148,448	3,148,448	0	0
b	Art storage, shipping and crating	3,786,915	3,581,460	189,415	16,040
c	Materials and other exhibition expenses	1,416,359	1,040,769	334,400	41,190
d	Unrelated business income tax	14,807	0	14,807	0
е	All other expenses	1,366,540	709,730	527,522	129,288
25	Total functional expenses. Add lines 1 through 24e	75,233,876	54,264,073	16,935,492	4,034,311
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 ▶ ☐ if following SOP 98-2 (ASC 958-720)				

11

24 597 684

13.452.725

12.543.941

1.026.002

33.615

1.385.371

1,193,114

56,965,426

8 549 644

50,598,984

287.976

170,634,482

13,234,708

40,391,219

7,090,871

6.000

60,722,798

15,446,115

35.069.971

59,395,598

109.911.684

170,634,482 Form 990 (2015)

Х	Balance Sheet							
	Check if Schedule O contains a response or note to any line in this Part \boldsymbol{X}							

10a

10b

Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of

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

	Check if Schedule O contains a response o
1	Cash-non-interest-bearing
2	Savings and temporary cash investments
3	Pledges and grants receivable, net
4	Accounts receivable, net

5

6

7

8

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10a

b

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Net Assets or Fund Balances

Assets

Schedule L .

II of Schedule L

Grants payable

Deferred revenue .

Notes and loans receivable, net . . .

Prepaid expenses and deferred charges

Investments—publicly traded securities .

Other assets See Part IV, line 11 . .

Accounts payable and accrued expenses

Tax-exempt bond liabilities . . .

Land, buildings, and equipment cost or other basis

Investments—other securities, See Part IV, line 11

Investments—program-related See Part IV, line 11

Total assets. Add lines 1 through 15 (must equal line 34)

Escrow or custodial account liability Complete Part IV of Schedule D . .

Loans and other payables to current and former officers, directors, trustees,

Other liabilities (including federal income tax, payables to related third parties,

Organizations that follow SFAS 117 (ASC 958), check here ▶ 🕡 and complete

Organizations that do not follow SFAS 117 (ASC 958), check here ▶

Paid-in or capital surplus, or land, building or equipment fund . . .

Retained earnings, endowment, accumulated income, or other funds

key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L

Unsecured notes and loans payable to unrelated third parties

and other liabilities not included on lines 17-24)

Capital stock or trust principal, or current funds .

Total liabilities and net assets/fund balances

Total liabilities.Add lines 17 through 25 .

lines 27 through 29, and lines 33 and 34.

Temporarily restricted net assets .

Unrestricted net assets . . .

Permanently restricted net assets

Total net assets or fund balances

complete lines 30 through 34.

Complete Part X of Schedule D

Secured mortgages and notes payable to unrelated third parties . . .

Inventories for sale or use .

Complete Part VI of Schedule D

Less accumulated depreciation .

Intangible assets

Ρ	a	g	e

(B) Fnd of year

(A)

Beginning of year

8 225 749

12 513 401

17.243.278

2 461 800

47 500

993 551

1.370.807

62,079,552

17 185 301

51,179,458

287,976

173,588,373

14 249 154

33,265,830

2.900.000

3.414.428

234.824

10.000

54,074,236

22,310,068

37.529.848

59.674.221

119.514.137

173,588,373

123 223 037

66 257 611

1

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6 7

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Reconcilliation of Net Assets

Revenue less expenses Subtract line 2 from line 1 . .

Other changes in net assets or fund balances (explain in Schedule O) .

Net unrealized gains (losses) on investments .

Part XIII Financial Statements and Reporting

1 Accounting method used to prepare the Form 990

a separate basis, consolidated basis, or both

Single Audit Act and OMB Circular A-133?

Donated services and use of facilities .

Investment expenses .

column (B))

Schedule O

Schedule O

Separate basis

✓ Separate basis

basis, consolidated basis, or both

Prior period adjustments .

Check if Schedule O contains a response or note to any line in this Part XI		 	🗸
Total revenue (must equal Part VIII, column (A), line 12)	1	71	1,881,328
T. I. (1) I. (1) I. (1) I. (2) I. (2) I. (3) I. (25)			

Page **12**

-3,352,548

119.514.137

-5,875,913

-373,992

No

Νo

Nο

Form 990 (2015)

109,911,684

Yes

Yes

Yes

2a

2b

2c

3a

3b

3

4

5

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9

10

Total revenue (must equal Part VIII, column (A), line 12)		, 1,001,020
Total expenses (must equal Part IX, column (A), line 25)	2	75,233,876

Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A)) . . .

10 Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33,

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

If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on

If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate

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?

3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the

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

If the organization changed either its oversight process or selection process during the tax year, explain in

If the organization changed its method of accounting from a prior year or checked "Other," explain in

2a Were the organization's financial statements compiled or reviewed by an independent accountant?

Consolidated basis

b Were the organization's financial statements audited by an independent accountant?

Consolidated basis

Cash ✓ Accrual Cother_

Both consolidated and separate basis

Both consolidated and separate basis

Additional Data

Software ID: 15000352

Software Version: v1.00

EIN: 13-5562233

Name: SOLOMON R GUGGENHEIM FOUNDATION

Form 990, Part III - 4 Program Service Accomplishments (See the Instructions)

(Code 6,807,379 including grants of \$ 0) (Revenue \$ 7.433.157) (1) Publishing Educational Publications, Videos, Products, and Retail Operations, (2) Interactive/Website, (3) Education, (4) Special Initiatives Guggenheim UBS MAP Global Art Initiative and (5) The Robert H N Ho Family Foundation Chinese Art Initiative (1) Scholarship and learning are intrinsic to the many books and catalogues produced by SRGF. These publications include such scholarly and instructive art historical information as bibliographies, biographies, chronologies, and exhibition histories with longer texts that contextualize art within larger movements or disciplines Publications in 2015 included On Kawara-Silence, Alberto Burri The Trauma of Painting, and Photo-Poetics An Anthology Videos for the Guggenheim multimedia guide and educational purposes were created in 2015 for the following exhibitions. On Kawara-Silence, The Hugo Boss Prize 2014. Paul Chan, Nonprojections for New Lovers, Storylines. Contemporary Art at the Guggenheim, and Alberto Burri. The Trauma of Painting. Videos are available at guggenheim org/video. SRGF produces many reproduction-based products for sale in its retail stores. These products created by SRGF in non-paper mediums (such as scarves and ties) include reproduction images on which the items are based, with educational texts about the original works of art (2)Significant exhibition, collections, education, and archives content is available to the public, free of charge, on Guggenheim org, including nearly 1,700 artworks by more than 575 artists in the Collection Online and nearly 300 videos and 800 audio files covering a variety of topics. In 2015, Guggenheim org had more than 5,800,000 user sessions, more than 4,460,000 users and more than 15,400,000 page. views. Nearly 150 blogs that provide insights into exhibitions, contemporary art, global culture and museum archives and history were published in 2015. The website also features special microsites designed to accompany major special exhibitions, with new microsites launched in 2015 to accompany the exhibitions On Kawara-Silence, Storylines Contemporary Art at the Guggenheim, and Alberto Burri The Trauma of Painting Other highlights include two 2015 Webby Awards nominations-one for the museum's Collections Online and another for the ZERO Countdown to Tomorrow, 1950s-60s exhibition website (3) SRGF educated the general public through free with admission daily educator led tours, the gallery guide program, weekly in-gallery family programs and film screenings, as well as welcomed the public to register for courses, lectures, symposia, performances, and other programs SRGF's Mind's Eye program explored current exhibitions through verbal imaging and touch for visitors who are blind or have low vision. Visitors who are deaf or hard of hearing were served through ASL-interpreted Curator's and Conservator's Eye tours SRGF's Learning Through Art Program sponsored artist residencies in public schools in all five boroughs of New York City and mounted a month long exhibition of student work in the museum's galleries. Educators participated in weekend workshops focused on classroom applications and free open house events where they were able to view new exhibitions. Family programs were available to museum visitors, encouraging them to discover the museum through family tours, art making workshops and the distribution of free quides and activity packs. K-12 School groups participated in interactive museum tours that were customized for both typically developing children and those with special needs (4) Launched in April 2012, the Guggenheim UBS MAP Global Art Initiative is a multi-year collaboration between SRGF and UBS that seeks to stimulate dialogue and creative interaction both regionally and globally through curatorial residencies, public and online programming and collection building. All educational programs accompanying exhibitions of the Guggenheim UBS MAP Global Art Initiative evolve from a dynamic and inclusive process of cross-cultural and professional exchanges among SRGF's curatorial and educational staffs, initiative curators and artists, and colleagues from each exhibition venue The exhibition Under the Same Sun, Art from Latin America, featuring acquisitions from the second phase of the project, which had debuted in New York in 2014, traveled to Mexico City in 2015 and traveled to London in 2016. In addition, the exhibition for the third phase of the project. But a Storm Is Blowing from Paradise, Contemporary Art of the Middle East and North Africa, opened in New York in 2016 (5) Launched in March 2013, The Robert H N Ho Family Foundation Chinese Art Initiative at the Guggenheim Museum has been established to expand the discourse on contemporary Chinese art by commissioning Chinese artists to create major works that will enter SRGF's permanent collection and to present a series of exhibitions in conjunction with scholarly publications, notable lectures, and education programs. In 2015, preparations were underway for the second in a series of three commission-based exhibitions, which will be on view at the Guggenheim Museum in 2016. As a part of the initiative, it is anticipated that the commissioned works will enter SRGF's permanent collection as The Robert H $\,$ N $\,$ Ho Family Foundation Collection $\,$ The Guggenheim Abu Dhabi will be located in the Cultural District of Saadiyat Island in Abu Dhabi, the capital of the United Arab Emirates (UAE) Designed by internationally renowned architect Frank Gehry, the museum will house its own major modern and contemporary art collection and present special exhibitions that will include works from SRGF's extensive collection. The museum will have global art, exhibitions, and education programs with particular focus on Middle Eastern contemporary art. The Guggenheim Helsinki Design Competition, which began in June 2014 and generated a record-making 1,715 submissions from more than 77 countries, reached its conclusion in June 2015, when SRGF announced the winning concept a design of linked pavilions submitted by Moreau Kusunoki Architects. Following the announcement, the project entered its next phase, which consists of private fundraising, budgetary revisions, and discussions in Helsinki, which continued ınto 2016

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors										
(A) Name and Title	(B) A verage hours per week (list any hours for related	Pos m unle:	ition ore t ss pe	(C (do han erso cer	not one n is and			(D) Reportable compensation from the organization (W- 2/1099-	(E) Reportable compensation from related organizations (W- 2/1099-	(F) Estimated amount of other compensation from the
	organizations below dotted line)	individual trustee or director	Institutional Trustee	Officer	key employee	Highest compensated employee	Former	MISC)	MISC)	organization and related organizations
Azua Jon Imanol Trustee	2	×						0	0	0
Baker Robert C Trustee/Treasurer	3	х		x				0	0	C
Boehly Todd Trustee	2	×						0	0	0
Calicchio John Trustee/Vice-President	3 0	×		×				0	0	С
Cronson Mary Sharp Trustee	2	×						0	0	С
Carlottı Valentino D Trustee	3	x						0	0	C
Chua Tay Cındy	2	١,,								

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Trustee

Trustee

Trustee

Trustee

Diker Charles M

Daskalopolulos Dimitris

Ehrnrooth Carl Gustaf

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest

Form 990, Part VII - Compensation of Officers, Directors,Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors										
(A) Name and Title	(B) A verage hours per week (list any hours for related	m unle:	ore t ss pe	han erso cer	not one n is and			(D) Reportable compensation from the organization (W- 2/1099- MISC)	(E) Reportable compensation from related organizations (W- 2/1099-	(F) Estimated amount of other compensation from the
	organizations below dotted line)	individual trustee or director	Institutional Trustee		key employee	Highest compensated employee	Former		MISC)	organization and related organizations
Fisher Wendy Trustee	3 0	×						0	0	0
Jaffe Elliot S Trustee	3 0	x						0	0	0
Lawson-Johnston Peter Trustee/Honorary Chairman	3 0	×		×				0	0	0
Lawson-Johnston II Peter Trustee	3 0	×						0	0	0
Lutnick Howard W Trustee	3 0	×						0	0	0
Mack William L Trustee/Chairman	80	×		×				0	0	0
Macklowe Linda	3	x						0	0	0

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Trustee

Trustee

McNeil Wendy L-J

Meyer Edward H

Trustee/Vice-President

Trustee/Vice-President

Nemerov Alexander

Form 990, Part VII - Compensation Compensated Employees, and Inde					[ru:	stee	s, k	(ey Employe	es, Highest	
(A) Name and Title	(B) A verage hours per week (list any hours for related	Pos m unles	sition ore t ss pe	(C (do han erso cer	not one n is and			(D) Reportable compensation from the organization (W- 2/1099-	(E) Reportable compensation from related organizations (W- 2/1099-	(F) Estimated amount of other compensation from the
	organizations below dotted line)	Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former	MISC)	MISC)	organization and related organizations
Potanın Vladımır O	2	[
Trustee	0	X						0	0	C
Robert Stephen	3									
Trustee	0	X						0	0	
Ross Stephen M	2	[
Trustee	0	X						0	0	
Sackler Mortimer D A	3				Γ					
Trustee	0	X						0	0	(
Saul Denise	3									
Trustee/Vice-President	0	X		×				0	О	(
Schulhof Michael P	3									
Trustee	0	X						0	О	C
Sherwood James B	2									
		l x l						l 0	0	l c

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Trustee

Trustee

Trustee

Shuman David

Slifka Barbara

Stockman Jennifer Blei Trustee/President

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest

32,988

21,102

114,580

30,538

27,209

ol

ol

399,399

324,634

266,998

380,180

233,803

Compensated Employees, and Inde	pendent Co	ntrac	ctor	s .			•			
(A) Name and Title	(B) A verage hours per week (list any hours for related	Pos mo unles	sition nore tl ss pe	(C) than ersoi	not one on is and			(D) Reportable compensation from the organization (W- 2/1099-	(E) Reportable compensation from related organizations (W- 2/1099-	(F) Estimated amount of other compensation from the
		individual trustee or director	Institutional Trustee	Officer	key employee	Highest compensated employee	Former	MISC)	MISC)	organization and related organizations
Toledano Sidney Trustee		x						0	0	C
Walter Mark R Trustee/Vice President	0	x		х				0	0	C
Wilmerding John Trustee		x						0	0	C
Rover Edward F Secretary	0			x				0	0	C
Armstrong Richard D Director of the Museum and Foundation	40			×				822,061	0	21,102
Steglitz Marc H	40							'		

0 40

0 40

40

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Dep Director, General Counsel and Asst Secretary

Senior Deputy Director and COO

Director Peggy Guggenheim Collection

Austrian Sarah G

Rylands Philip

Dunn Catherine Carver

Spector Nancy E

Deputy Director, Advancement

Deputy Director and Chief Curator

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest **Compensated Employees, and Independent Contractors** (D) (A) (B) (C) (E)

(A) Name and Title	(B) A verage hours per week (list any hours for related	unles	ore tl	than ersor icer a	not one on is and		.	(D) Reportable compensation from the organization (W- 2/1099-	(E) Reportable compensation from related organizations (W- 2/1099-	(F) Estimated amount of other compensation from the	
	organizations below dotted line)	Individual trustee or director	Institutional Trustee	101	key employee	Highest compensated employee	Former	MISC)	MISC)	organization and related organizations	
Vidarte Juan Ignacio Dep Director and Chief Officer for Global Strategies	20					х		352,431	0	5,984	
Wiseman Ari J Deputy Director, SRGF						х		262,025	0	21,102	
Vaz Tına Dep Dırector, Global Communications						x		244,043	0	30,558	
Suchoff Marvin	40					х		241,738	0	29,577	

0 40

0

Chief Financial Officer

Managing Director and Counsel for Administration

Dep Director and Chief of Global Communications

Connell Jr Brendan

Goldhar Fleanor R

18,507

214,754

102,922

Χ

DLN: 93493319036766

efile GRAPHIC print - DO NOT PROCESS | As Filed Data -

Software ID: 15000352

Software Version: v1.00

Explanation: Due to the complexity of the Form 990, more time was needed to compile information necessary to fulfill filing requirements.

efile GRAPHIC print - DO NOT PROCESS As Filed Data -

SCHEDULE A

(Form 990 or

Internal Revenue Service

Name of the organization

SOLOMON R GUGGENHEIM FOUNDATION

(i)

Name of supported organization

Total

hospital's name, city, and state

170(b)(1)(A)(iv). (Complete Part II)

990EZ)

Part I

1

2

3

Treasury

Department of the

Public Charity Status and Public Support

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

4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ.

▶ Information about Schedule A (Form 990 or 990-EZ) and its instructions is at

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

A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the

An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section

A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**. A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E (Form 990 or 990-EZ))

A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).

A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).

(iii)

Type of

organization

(described on lines

1-9 above (see instructions))

www.irs.gov/form990.

The organization is not a private foundation because it is (For lines 1 through 11, check only one box)

2015
Open to Public Inspection

DLN: 93493319036766

Employer identification number

13-5562233

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	<u></u>	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) An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
11	<u> </u>	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 11a through 11d that describes the type of supporting organization and complete lines 11e, 11f, and 11g
а		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.
С		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	Г	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	Ente	r the number of supported organizations
g		Provide the following information about the supported organization(s)

(iv)

Is the organization

listed in your governing

document?

No

Yes

(ii)EIN

(v)

A mount of

monetary support

(see instructions)

(vi)

A mount of other

support (see

instructions)

Schedule A (Form 990 or 990-EZ) 2015 Page 2 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

	ection A. Public Support							
(or	Calendar year fiscal year beginning in) ▶	(a)2011	(b) 2012	(c) 2013	(d)2014	(e) 20)15	(f) Total
	Gifts, grants, contributions, and membership fees received (Do not include any unusual grants)	20,725,614	30,858,995	27,178,861	34,374,708	19	9,518,463	132,656,641
2	Tax revenues levied for the organization's benefit and either paid to or expended on its behalf	0	0	0	0		0	0
3	The value of services or facilities furnished by a governmental unit to the organization without charge	0	О	0	0		0	0
4	Total. Add lines 1 through 3	20,725,614	30,858,995	27,178,861	34,374,708	19	,518,463	132,656,641
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)							12,138,071
6	Public support. Subtract line 5 from line 4							120,518,570
S	ection B. Total Support	•		•			•	
	Calendar year	(a)2011	(b) 2012	(c)2013	(d)2014	(e) 20	15	(f) Total
(or 7	fiscal year beginning in) ► A mounts from line 4	20,725,614	30,858,995	27,178,861	34,374,708		,518,463	132,656,641
8	Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	4,026,251	3,657,311	4,391,643	4,244,996		,696,939	26,017,140
9	Net income from unrelated business activities, whether or not the business is regularly carried on	2,419,258	1,662,341	1,340,659	1,485,905	1,430,608		8,338,771
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							167,012,552
12	Gross receipts from related activi	ties, etc (see ins	tructions)			12		45,540,236
13	First five years.If the Form 990 is	_						organization,
_	check this box and stop here						.▶	
	ection C. Computation of Pu			1.1 column (f))		T	1	
14	Public support percentage for 20:			11, Column (I))		14		72 161 %
15	Public support percentage for 20:	·	,			15	<u> </u>	74 720 %
16a	33 1/3% support test—2015. If th	-		·	ine 14 is 33 1/3%	or more	, check th	
b	and stop here. The organization q 33 1/3% support test—2014. If th	•	, , , ,		and line 15 is 33	1/3% or	more, che	▶ ✓ eck this
17a	box and stop here. The organizati 10%-facts-and-circumstances tes is 10% or more, and if the organization m	st— 2015. If the org	janization did not c acts-and-circums	heck a box on lin tances test, chec	k this box and sto	p here. E	Explain	▶ □
b	organization 10%-facts-and-circumstances tes 15 is 10% or more, and if the org Explain in Part VI how the organiz	anızatıon meets tl	he "facts-and-cırc	umstances" test,	check this box ar	nd stop l	nere.	•
18	supported organization Private foundation. If the organizations	ation did not chec	k a box on line 13,	. 16a, 16b, 17a, c	or 17b, check this	box and	see	►□

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

(Complete only if you checked the box on line 9 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.)

Se	ction A. Public Support						
,	Calendar year	(a)2011	(b) 2012	(c)2013	(d)2014	(e) 2015	(f) ⊤otal
•	iscal year beginning in)	<u> </u>					
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						
6	to the organization without charge Total. Add lines 1 through 5						
	-						
/a	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						
	Add lines 7a and 7b						
8	Public support. (Subtract line 7c						
50	from line 6) ction B. Total Support						
36				I			
or f	Calendar year iscal year beginning in) ▶	(a)2011	(b) 2012	(c)2013	(d)2014	(e) 2015	(f) Total
9	Amounts from line 6						
oa	Gross income from interest,						
ua	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						
L1	Net income from unrelated						
	business activities not included						
	in line 10b, whether or not the						
12	business is regularly carried on Other income Do not include						
	gain or loss from the sale of						
	capital assets (Explain in Part						
	VI)						
L3	Total support. (Add lines 9, 10c,						
	11, and 12) First five years.If the Form 990 is f	iortha arganizati	ania firat again	third fairth as	6.6th tay was room		1/2 \
L4		or the organization	on s mst, second	, tillia, louitii, oi	ilitii tax year as a	section 301(c)(3) organization,
	check this box and stop here	lic Cupport D	orcontago				
	Ction C. Computation of Pub			12 1 (6)			
L5	Public support percentage for 2015			: 13, column (f))		15	
L6	Public support percentage from 20:	14 Schedule A, P	art III, line 15			16	
Se	ction D. Computation of Inv	estment Inco	me Percenta	ge			
L7	Investment income percentage for				nn (f))	17	
18	Investment income percentage from	•	7.7	•	. , ,		
	· · · · · · · · · · · · · · · · · · ·				lling 15 is seen to	18 han 22 1/20/ s	and line 47 ·- ·- ·
ьya	33 1/3% support tests—2015. If the	•		·			
	more than 33 1/3%, check this box	•				-	2 1/20/ and line
b	33 1/3% support tests—2014.If the	-					_
	18 is not more than 33 1/3%, check		-	•		-	
20	Private foundation. If the organizat	on did not check	a box on line 14	. 19a. or 19b. ch	eck this box and s	see instruction	s ▶ 🗀

Part IV Supporting Organizations

(Complete only if you checked a box on line 11 of Part I If you checked 11a of Part I, complete Sections A and B If you checked 11b of Part I, complete Sections A and C If you checked 11c of Part I, complete Sections A, D, and E If you checked 11d of Part I, complete Sections A, D, and D, and Complete Part V.)

	I, complete Sections A and D, and complete Part V)			
Se	ction A. All Supporting Organizations			-
1	Are all of the organization's supported organizations listed by name in the organization's governing documents?		Yes	No
	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	1		
2	Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)?			
	If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2)	2		
3а	Did the organization have a supported organization described in section $501(c)(4)$, (5) , or (6) ? If "Yes," answer (b) and (c) below	3a		
b	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)? If "Yes," describe in Part VI when and how the organization made the determination	3b		
c	Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? If "Yes," explain in Part VI what controls the organization put in place to ensure such use	3 c		
4a	Was any supported organization not organized in the United States ("foreign supported organization")?	.		
b	If "Yes" and if you checked 11a or 11b in Part I, answer (b) and (c) below Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign	4a		
	supported organization? If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised	4b		
c	by or in connection with its supported organizations 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)? 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	4c		
5a	Did the organization add, substitute, or remove any supported organizations during the tax year? 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)	5a		
b	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?	5b		
c	Substitutions only. Was the substitution the result of an event beyond the organization's control?	5c		
6	Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (a) its supported organizations, (b) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (c) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? If "Yes," provide detail in Part VI .	6		
7	Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in IRC 4958(c)(3)(C)), a family member of a substantial contributor, or a 35-percent controlled entity with regard to a substantial contributor? If "Yes," complete Part I of Schedule L (Form 990)	7		
8	Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? If "Yes," complete Part II of Schedule L (Form 990)	8		
9 a	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))? If "Yes," provide detail in Part VI .	9a		
b	Did one or more disqualified persons (as defined in line 9(a)) hold a controlling interest in any entity in which the supporting organization had an interest? If "Yes," provide detail in Part VI .	9b		
c	Did a disqualified person (as defined in line 9(a)) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? If "Yes," provide detail in Part VI .	9c		
0a	Was the organization subject to the excess business holdings rules of IRC 4943 because of IRC 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? If "Yes," answer b below	10 a		
b	Did the organization have any excess business holdings in the tax year? (Use Schedule C, Form 4720, to determine whether the organization had excess business holdings)	10 b		
1	Has the organization accepted a gift or contribution from any of the following persons?			
а	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?	11a		
	A family member of a person described in (a) above?	11b		
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	11 c		

Part IV Supporting Organizations (continued)

	,			9	9		(
Section	n R	Tyna	T	Suni	nortina	Orga	nization	_

	г		Yes	NI -
				No
If or ap	ppoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? f "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the rganization's activities. If the organization had more than one supported organization, describe how the powers to ppoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or estrictions, if any, applied to such powers during the tax year	1		
th <i>If</i>	old the organization operate for the benefit of any supported organization other than the supported organization(s) hat operated, supervised, or controlled the supporting organization? f "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that perated, supervised or controlled the supporting organization	2		

Saction	^	Typo	TT	Supporting	Organizations
Section	٠.	ivbe		Suppoi una	Organizacions

			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)	1			

Section	n	All Ty	na TTT	Sunna	rtina	Organ	nizations
Section	υ.	~II I V	n = r + r	JUDDU	u ciiia	Oluai	IIZALIVIIS

			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, (1) a written notice describing the type and amount of support provided during the prior tax year, (2) a copy of the Form 990 that was most recently filed as of the date of notification, and (3) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?	1		
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)	2		
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	3		

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	t Test during the year	(see instructions)

- The organization satisfied the Activities Test Complete line 2 below
- The organization is the parent of each of its supported organizations. Complete line 3 below
- The organization supported a governmental entity Describe in Part VI how you supported a government entity (see

instructions)

2	Activities rest	_Answer (a) and (b) below.	
2	Did substantially	all of the organization's activities during the tay year directly further the exempt numbers of the	Ī

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	2a		
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	2b		

- 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 3а 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 3b of its supported organizations? If "Yes," describe in Part VI the role played by the organization in this regard

	Check here if the organization satisfied the Integral Part Test as a qualifying tr Type III non-functionally integrated supporting organizations must complete S		·	ructions. All other
	Section A - Adjusted Net Income		(A) Prior Year	(B) Current Yea (optional)
	Net short-term capital gain	1		
	Recoveries of prior-year distributions	2		
	Other gross income (see instructions)	3		
	Add lines 1 through 3	4		
	Depreciation and depletion	5		
	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		
	Other expenses (see instructions)	7		
	Adjusted Net Income (subtract lines 5, 6 and 7 from line 4)	8		
	Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Yea (optional)
	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year)	1		
а	A verage 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)	1 d		
e	Discount claimed for blockage or other factors (explain in detail in Part VI)			
	Acquisition indebtedness applicable to non-exempt use assets	2		
	Subtract line 2 from line 1d	3		
	Cash deemed held for exempt use Enter 1-1/2% of line 3 (for greater amount, see instructions)	4		
	Net value of non-exempt-use assets (subtract line 4 from line 3)	5		
	Multiply line 5 by 035	6		
	Recoveries of prior-year distributions	7		
	Minimum Asset Amount (add line 7 to line 6)	8		
	Section C - Distributable Amount			Current Year
	Adjusted net income for prior year (from Section A, line 8, Column A)	1		
	Enter 85% of line 1	2		
	Minimum asset amount for prior year (from Section B, line 8, Column A)	3		
	Enter greater of line 2 or line 3	4		
	Income tax imposed in prior year	5		
	Distributable A mount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6		
	Check here if the current year is the organization's first as a non-functionally-instructions)	ntegrate	d Type III supporting (organization (see

Part V Type III Non-Functionally Integra	ated 509(a)(3) Suppo	rting Organizations (co	ontinued)
Section D - Distributions			Current Year
A mounts paid to supported organizations to accom	plish exempt purposes		
2 Amounts paid to perform activity that directly further		orted organizations in	
excess of income from activity	ers exempt purposes or supp	orted organizations, in	
3 Administrative expenses paid to accomplish exemp	ot purposes of supported orga	anızatıons	
4 Amounts paid to acquire exempt-use assets			
5 Qualified set-aside amounts (prior IRS approval rec	quired)		
6 Other distributions (describe in Part VI) See instru	ictions		
7 Total annual distributions. Add lines 1 through 6			
7 Total allitual distributions. Add filles 1 tillough 6			
Distributions to attentive supported organizations t details in Part VI) See instructions	o which the organization is re	esponsive (provide	
9 Distributable amount for 2015 from Section C, line	6		
10 Line 8 amount divided by Line 9 amount			
		723	, <u>,</u>
Section E - Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2015	(iii) Distributable Amount for 2015
1 Distributable amount for 2015 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2015 (reasonable cause requiredsee instructions)			
3 Excess distributions carryover, if any, to 2015			
a			
b			
<u>c</u>			
d From 2013			
e From 2014			
f Total of lines 3a through e g Applied to underdistributions of prior years			
h Applied to 2015 distributions of prior years			
i Carryover from 2010 not applied (see instructions)			
j Remainder Subtract lines 3g, 3h, and 3i from 3f			
4 Distributions for 2015 from Section D, line 7 \$			
a Applied to underdistributions of prior years			
b Applied to 2015 distributable amount			
c Remainder Subtract lines 4a and 4b from 4			
5 Remaining underdistributions for years prior to 2015, if any Subtract lines 3g and 4a from line 2			
(ıf amount greater than zero, see ınstructions)			
6 Remaining underdistributions for 2015 Subtract lines 3h and 4b from line 1 (if amount greater than zero, see instructions)			
7 Excess distributions carryover to 2016. Add lines 31 and 4c			
8 Breakdown of line 7		l	
a			
b			
c Excess from 2013			
d From 2014			
e From 2015			
		Schodulo A	/Form 990 or 990-F7) (2015

DLN: 93493319036766

SCHEDULE C (Form 990 or 990-EZ)

Department of the Treasury Internal Revenue

Service

Political Campaign and Lobbying Activities

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. ▶Information about Schedule C (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047 Open to Public Inspection

If the organization answered "Yes" on Form 990, Part IV, Line 3, or Form 990-区, 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

lıne	e organization answered "Ye: 35c (Proxy Tax) (see separate Section 501(c)(4), (5), or (6) orga	• • • • • • • • • • • • • • • • • • • •	oxy Tax) (see se	parate instructions) or I	Form 990-EZ, Part V,
Na	me of the organization OMON R GUGGENHEIM FOUNDATION	mizations complete rare iii		Employer iden	tification number
501	ESMON IN GOOGENHELM POONDATION			13-5562233	
Par	t I-A Complete if the or	ganization is exempt under s	section 501(c) or is a section 527	organization.
1	Provide a description of the org	ganızatıon's dırect and ındırect politic	al campaign activ	vities in Part IV	
2	Political expenditures			>	\$
3	V olunteer hours				-
Par	t I-B Complete if the or	ganization is exempt under s	section 501 (c)(3).	
1	Enter the amount of any excise	e tax incurred by the organization und	er section 4955	>	\$
2	Enter the amount of any excise	e tax incurred by organization manage	ers under section	4955 ▶	\$
3	If the organization incurred a s	ection 4955 tax, did it file Form 472	O for this year?		Yes No
4 a	Was a correction made?				☐ Yes ☐ No
b	If "Yes," describe in Part IV				
Par	t I-C Complete if the or	ganization is exempt under s	section 501 (c), except section 50	1(c)(3).
1	Enter the amount directly expe	ended by the filing organization for sec	ction 527 exempt	function activities 🕨	\$
2	Enter the amount of the filing of exempt function activities	organization's funds contributed to oth	ner organizations	for section 527	\$
3	Total exempt function expendi	tures Add lines 1 and 2 Enter here a	and on Form 1120	POL, line 17b ►	\$
4	Did the filing organization file F	orm 1120-POL for this year?			Yes No
5	organization made payments f amount of political contribution	nd employer identification number (EI For each organization listed, enter the ns received that were promptly and di political action committee (PAC) If a	e amount paid fror rectly delivered t	n the filing organization's f o a separate political orga	unds Also enter the nızatıon, such as a
	(a) Name	(b) Address	(c) EIN	(d) A mount 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-
2					
3					
4					
5					

Part II-A	Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election
	under section 501(h)).
Check ▶	if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, E

4	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)

۸.	Check Fifthe filing organization belongs to expenses, and share of excess lob	o an affiliated group (and list in Part IV each affiliat bying expenditures)	ed group member's nan	ne, address, EI
3	Check ► If the filing organization checked b	oox A and "limited control" provisions apply		
		ying Expenditures neans amounts paid or incurred.)	(a) Filing organization's totals	(b) Affiliated group totals
1a	Total lobbying expenditures to influence public lobbying)	opinion (grass roots		
b	Total lobbying expenditures to influence a legis	lative body (direct lobbying)		
c	Total lobbying expenditures (add lines 1a and 1	b)		
d	Other exempt purpose expenditures			
e	Total exempt purpose expenditures (add lines	lc and 1d)		
f	Lobbying nontaxable amount Enter the amount			
	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 l	ne 1f)		
h	Subtract line 1g from line 1a If zero or less, en	ter - 0 -		
i	Subtract line 1f from line 1c If zero or less, ent	er -0-		

┌ Yes ┌No

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?

(Some organizations that made a s	ection 501(h) el	ection do not	have to com		ne five
Lobbying Expe	nditures During	4-Year Avera	ging Period		
Calendar year (or fiscal year beginning in)	(a) 2012	(b) 2013	(c)2014	(d) 2015	(e) Total
Lobbying nontaxable amount					
Lobbying ceiling amount (150% of line 2a, column(e))					
Total lobbying expenditures					
Grassroots nontaxable amount					
Grassroots ceiling amount (150% of line 2d, column (e))					
Grassroots lobbying expenditures					
	(Some organizations that made a s columns below. See the Lobbying Expe Calendar year (or fiscal year beginning in) Lobbying nontaxable amount Lobbying ceiling amount (150% of line 2a, column(e)) Total lobbying expenditures Grassroots nontaxable amount Grassroots ceiling amount (150% of line 2d, column (e))	(Some organizations that made a section 501(h) elecolumns below. See the separate instractions of line 2 and	(Some organizations that made a section 501(h) election do not columns below. See the separate instructions for line. Lobbying Expenditures During 4-Year Averate description of the segment of the segm	Calendar year (or fiscal year beginning in) Calendar year (or fiscal year beginning in) (a)2012 (b)2013 (c)2014 Lobbying ceiling amount (150% of line 2a, column(e)) Total lobbying expenditures Grassroots ceiling amount (150% of line 2d, column (e))	(Some organizations that made a section 501(h) election do not have to complete all of the 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)2012 (b)2013 (c)2014 (d)2015 Lobbying nontaxable amount (150% of line 2a, column(e)) Total lobbying expenditures Grassroots nontaxable amount (150% of line 2d, column (e))

	filed Form 5768 (election under section 501(h)).	(a)		(b)	
-or e activ	each "Yes" response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying uity		No		A moun	t
_	During the year, did the filing organization attempt to influence foreign, national, state or local	Yes		_		
1	legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of					
а	Volunteers?		No			
b	Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?	Yes				
c	Media advertisements?		No			
d	Mailings to members, legislators, or the public?		No			
е	Publications, or published or broadcast statements?	Yes				2,399
f	Grants to other organizations for lobbying purposes?		No			
g	Direct contact with legislators, their staffs, government officials, or a legislative body?	Yes			2	254,649
h	Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?	Yes				1,887
i	Other activities?		No			
j	Total Add lines 1c through 1i				2	258,935
2a	Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		No			
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?					
Pai	t III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(6).	5 01 (c)(5),	or s	ectio	n
					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 expenditures from the prior year?			3		
Pai	t III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "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).					
а	Current year	2a				
b	Carryover from last year	2b				
r	Total	1 20	i			

- 3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues

- If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess
- political expenditure next year? Taxable amount of lobbying and political expenditures (see instructions)
- 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

does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and

_ (====================================	
Return Reference	Explanation
· · · · · · · · · · · · · · · · · · ·	The Foundation engaged communications and lobbying firms to solicit grants to support art education and improvements to the SRGM building and advise on a potential capital project and a proposed

3

4

5

SCHEDULE D

(Form 990)

Supplemental Financial Statements

▶ 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.

Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

DLN: 93493319036766

Inspection

Name of the ora
Internal Revenue Serv
Treasury
Department of the

Name of the organization Employer identification number

SOLOMON R GUGGENHEIM FOUNDATION 13-5562233 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. (a) Donor advised funds (b) Funds and other accounts Total number at end of year Aggregate value of contributions to (during Aggregate value of grants from (during year) Aggregate value at end of year Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? Part II Conservation Easements. Complete if the organization answered "Yes" on Form 990, Part IV, line 7 Purpose(s) of conservation easements held by the organization (check all that apply) Preservation of land for public use (e.g., recreation or education) Preservation of an historically important land area Protection of natural habitat Preservation of a certified historic structure Preservation of open space Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year Held at the End of the Year Total number of conservation easements 2a Total acreage restricted by conservation easements 2b Number of conservation easements on a certified historic structure included in (a) Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶_ Number of states where property subject to conservation easement is located ▶_ Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4) (B)(I) and section 170(h)(4)(B)(II)? No. In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" on Form 990, Part IV, line 8. If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items (i) Revenue included on Form 990, Part VIII, line 1 (ii) Assets included in Form 990, Part X

If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the

following amounts required to be reported under SFAS 116 (ASC 958) relating to these items

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

Revenue included on Form 990, Part VIII, line 1

Assets included in Form 990, Part X

	edule D (Form 990) 2015							Page Z
Par	t III Organizations Maintaining (continued)	g Collections of	Art, His	torical	Trea	sures, or (Other Similar A	ssets
3	Using the organization's acquisition, accollection items (check all that apply)	cession, and other re	ecords,ch	eck any	of the	following that	are a significant us	e of its
а	▼ Public exhibition		d	√ L	oan or	exchange pro	grams	
b	✓ Scholarly research		e	Го	ther			
c	Preservation for future generations	•						
4	Provide a description of the organization Part XIII		xplaın how	they fu	rther th	ne organizatio	n's exempt purpose	ın
5	During the year, did the organization sol assets to be sold to raise funds rather t							s 「No
Pa	rt IV Escrow and Custodial Arr Complete if the organization	angements.					[•	<u> </u>
	Part X, line 21.					,		<u> </u>
1a	Is the organization an agent, trustee, cuincluded on Form 990, Part X?	ıstodıan or other ınte	ermediary	for cont	rıbutıor	ns or other as	sets not	s No
ь	If "Yes," explain the arrangement in I	Part XIII and comple	ete the foll	owing ta	hle		Am	ount
c	Beginning balance	are XIII and compre	cte the foll	owning to	ibic	10		
d	Additions during the year					10	+	
e	Distributions during the year					16		
f	Ending balance					1f	_	
2a	Did the organization include an amount	on Form 990, Part X	, line 21, f	or escro	w or cu			s No
b	If "Yes," explain the arrangement in Pai	t XIII Check here ı	f the expla	ination h	ıas bee	n provided in	Part XIII	🗆
Pa	ert V Endowment Funds. Compl	ete if the organiza	ation ans	wered '	'Yes" t	to Form 990	· · · · · · · · · · · · · · · · · · ·	
		(a)Current year	(b)Prior			wo years back	(d)Three years back	(e)Four years back
1a b	Beginning of year balance Contributions	70,653,676 21,104,591		3,895,920 6,155,842		66,392,295 1,440,927	61,024,160 8,264,319	67,018,874 1,258,895
с	Net investment earnings, gains, and losses	-1,961,174		1,494,278		10,890,238	3,248,023	996,949
d		0		0		0	0	0
e	Other expenditures for facilities and programs	11,934,279	1	0,892,364		4,827,540	6,144,207	8,250,558
f	Administrative expenses	0		0		0	0	0
g	End of year balance	77,862,814	7	0,653,676		73,895,920	66,392,295	61,024,160
2	Provide the estimated percentage of the	current year end ba	alance (lin	e 1g, col	lumn (a	a)) held as	•	
а	Board designated or quasi-endowment	8 %						
b	Permanent endowment ► 86 %							
c	Temporarily restricted endowment ► The percentages on lines 2a, 2b, and 20	6 %	'					
За	Are there endowment funds not in the poorganization by	-		hat are	held an	ıd admınıstere	ed for the	Yes No
	(i) unrelated organizations						3a	n(i) No
	(ii) related organizations							(ii) No
b	If "Yes" on 3a(II), are the related organi	zations listed as req	juired on S	chedule	R? .			Bb
4	Describe in Part XIII the intended uses		s endowme	ent funds	5			
Pa	Land, Buildings, and Equi		Form Of	30 Davi	- T\/ 1.	no 11a Coo	Form 990 Bart V	/ line 10
	Complete if the organization Description of property	answered rest		(a) st or othe	r basıs	Cost or other (b) basis (other	er Accumulated	(d)Book value
1a	Land			•	130,643		0	3,130,643
	Buildings				378,107		0 57,522,204	<u> </u>
	Leasehold improvements				 160,054		0 6,186,707	
d	Equipment		. 🗀	3,!	538,907		0 2,548,700	990,207

215,326

Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c))

215,326

56,965,426

See Form 990, Part X, line 12. (a) Description of security or cate	gory	(b)Book value	(c)Method of valuation
(including name of security)	gory	(b)book value	Cost or end-of-year market value
1)Financial derivatives 2)Closely-held equity interests			
3)O ther A) Fixed Income Funds		11,798,527	F
			F
3) Equity Funds		22,660,021	
C) Fund of Hedge Funds		3,986,888	F F
D) Event/Credit Arbitrage Funds		9,724,887	F
E) International Funds		2,428,661	F
otal. (Column (b) must equal Form 990, Part X, col (B) line 12 art VIII Investments—Program Related		50,598,984	
Complete if the organization answ	ered 'Yes' on Form 990		
(a) Description of investment		(b) Book value	(c) Method of valuation Cost or end-of-year market val
Part IX Other Assets. Complete if the organi		orm 990, Part IV, line 1	1d See Form 990, Part X, line 15 (b) Book value
Part IX Other Assets. Complete if the organi	ızatıon answered 'Yes' on l	Form 990, Part IV, line 1:	
Part IX Other Assets. Complete if the organi	ızatıon answered 'Yes' on l	Form 990, Part IV, line 1	
Part IX Other Assets. Complete if the organi	ızatıon answered 'Yes' on l	Form 990, Part IV, line 1	
Part IX Other Assets. Complete if the organi	ızatıon answered 'Yes' on l	Form 990, Part IV, line 1:	
Part IX Other Assets. Complete if the organi	ızatıon answered 'Yes' on l	Form 990, Part IV, line 1	
Part IX Other Assets. Complete if the organi	ızatıon answered 'Yes' on l	Form 990, Part IV, line 1	
Part IX Other Assets. Complete if the organi	ızatıon answered 'Yes' on l	Form 990, Part IV, line 1	
Other Assets. Complete if the organi (a) [Ization answered 'Yes' on loescription Description line 15)		(b) Book value
Other Assets. Complete if the organi (a) [Ization answered 'Yes' on loescription Description line 15)		(b) Book value
Other Assets. Complete if the organi (a) [otal. (Column (b) must equal Form 990, Part X, col (B) Part X Other Liabilities. Complete if the See Form 990, Part X, fol libilities.	Ization answered 'Yes' on loescription Description line 15)		(b) Book value
Other Assets. Complete if the organi (a) D Otal. (Column (b) must equal Form 990, Part X, col (B) Part X Other Liabilities. Complete if the See Form 990, Part X, line 25. (a) Description of liability	Ization answered 'Yes' on loescription line 15) organization answered		(b) Book value
otal. (Column (b) must equal Form 990, Part X, col (B) Part X Other Liabilities. Complete if the See Form 990, Part X, line 25. (a) Description of liability ederal income taxes	Ization answered 'Yes' on loescription line 15) organization answered		(b) Book value
otal. (Column (b) must equal Form 990, Part X, col (B) Part X Other Liabilities. Complete if the See Form 990, Part X, line 25. (a) Description of liability ederal income taxes	line 15) organization answered (b) Book value		(b) Book value
otal. (Column (b) must equal Form 990, Part X, col (B) Part X Other Liabilities. Complete if the See Form 990, Part X, line 25. (a) Description of liability ederal income taxes	line 15) organization answered (b) Book value		(b) Book value
otal. (Column (b) must equal Form 990, Part X, col (B) Part X Other Liabilities. Complete if the See Form 990, Part X, line 25. (a) Description of liability ederal income taxes	line 15) organization answered (b) Book value		(b) Book value
Other Assets. Complete if the organi (a) D Otal. (Column (b) must equal Form 990, Part X, col (B) Part X Other Liabilities. Complete if the See Form 990, Part X, line 25. (a) Description of liability ederal income taxes	line 15) organization answered (b) Book value		(b) Book value
Total. (Column (b) must equal Form 990, Part X, col (B) Part X Other Liabilities. Complete if the See Form 990, Part X, line 25. (a) Description of liability ederal income taxes	line 15) organization answered (b) Book value		(b) Book value
Total. (Column (b) must equal Form 990, Part X, col (B) Part X Other Liabilities. Complete if the See Form 990, Part X, line 25. (a) Description of liability Gederal income taxes	line 15) organization answered (b) Book value		(b) Book value
Total. (Column (b) must equal Form 990, Part X, col (B) Part X Other Liabilities. Complete if the See Form 990, Part X, line 25. (a) Description of liability Federal income taxes	line 15) organization answered (b) Book value		(b) Book value
Total. (Column (b) must equal Form 990, Part X, col (B) Part X Other Liabilities. Complete if the See Form 990, Part X, line 25.	line 15) organization answered (b) Book value		(b) Book value
Total. (Column (b) must equal Form 990, Part X, col (B) Part X Other Liabilities. Complete if the See Form 990, Part X, line 25. L. (a) Description of liability Federal income taxes	line 15) organization answered (b) Book value		(b) Book value

Other (Describe in Part XIII)

Add lines 4a and 4b . .

Schedule D (Form 990) 2015

1

2

b

d

5

1

Part XII

69,151,991

71,881,328

78,754,444

Schedule D (Form 990) 2015

2d 4,005,406 е Add lines 2a through 2d 2e -1,349,591 Subtract line 2e from line 1 . 3 70.501.582 3 Amounts included on Form 990, Part VIII, line 12, but not on line 1 Investment expenses not included on Form 990, Part VIII, line 7b. 964.592 4a 4b 415,154 b Other (Describe in Part XIII) 1,379,746

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

2a

2b

2c

-5,875,913

520,916

4c

1

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

Total revenue Add lines 3 and 4c.(This must equal Form 990, Part I, line 12)

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

Total revenue, gains, and other support per audited financial statements . . .

Amounts included on line 1 but not on Form 990, Part VIII, line 12 Net unrealized gains (losses) on investments

Total expenses and losses per audited financial statements .

Donated services and use of facilities . .

Recoveries of prior year grants

2 Amounts included on line 1 but not on Form 990, Part IX, line 25 Donated services and use of facilities . . 2a 520,916 Prior year adjustments 2b b 2c

Other (Describe in Part XIII) . . . 2d 4,005,406 Add lines 2a through 2d 4,526,322 2e 3 3 Subtract line 2e from line 1 74,228,122 Amounts included on Form 990, Part IX, line 25, but not on line 1:

Investment expenses not included on Form 990, Part VIII, line 7b 964,592 Other (Describe in Part XIII) 4b 41.162 Add lines 4a and 4b . 4c 1,005,754 c 75,233,876 Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18) .

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 XIII

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

Return Reference Explanation Schedule D, Part III, Line 1 In accordance with industry practice, art objects purchased, donated and bequeathed are included in

efile GRAPHIC print - DO	As Filed Dat	ata - DLN: 93493319036766				
SCHEDULE F (Form 990)	Statement of Activities Outside the United			ed State	S	OMB No 1545-0047
Denastment of the Transury		Part IV, line 1 ► Attach to			rm990.	2015 Open to Public
Name of the organization SOLOMON R GUGGENHEIM FO	UNDATION	TION			Inspection Employer identification number	
SOLOWON K GOOGENMEIN TO	ONDATION				13-5562233	
			e United States. rm 990, Part IV, line	14b.		
1 For grantmakers. Does	the organization n	naıntaın records	s to substantiate the a	amount of i	ts grants	
and other assistance, th	-	lity for the gran	ts or assistance, and	the selectio	n criteria	
used to award the grants	s or assistance?					Yes No
2 For grantmakers. Descri assistance outside the U		rganızatıon's pr	ocedures for monitori	ng the use	of its gran	ts and other
3 Activites per Region (The	following Part I, line	3 table can be du	plicated if additional spa	ace is needed	1)	
(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., 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 region		(f) Total expenditures for and investments in region
(1) See Add'l Data						
(2)						
(3)						
(4)						
(5)						
3a Sub-total b Total from continuation she to Part I						
c Totals (add lines 3a and 3b For Paperwork Reduction Act Notice	/ 	42	Cat	No 50082W	Schod	87,214,000 ule F (Form 990) 2015

Schedule F (Form 990) 2015

	and EIN (if applicable)	grant	 disbursement	assistance	assistance	(book, FMV, appraisal, other)
(1)						
(2)						
(3)						
(4)						

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

Page 2

Schedule F (Form 990) 2015							Page 3
	ther Assistance to duplicated if addition			ted States. Complete	ıf the organization ar	answered "Yes" to Form 9	990, Part IV, line 16.
(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) A mount of cash grant	(e) Manner of cash disbursement	(f) A mount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)
(1)			1	'			
(2)			·	<u> </u>			
(3)			·	'		[
(4)			·	<u>'</u>		[
(5)			·	'		[
(6)			1	'		· '	
(7)			1	<u>'</u>			
(8)			·		—		

(3)					
(4)					
(5)					
(6)					
(7)					
(8)					
(9)					
(10)					
(11)					
(12)					
(13)					
(14)		i	i		

(5)						
(6)						
(7)						
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(9)						
(10)						
(11)						
(12)						
(13)						
(14)						
(15)						
(16)						
(17)						
(18)						
	1	l	I.	I.		

	Schedule F (Form 990) 2015									
(18)										
(17)										
(16)										
(15)										
(14)										
(13)										
(12)										
(11)										
(10)										
(9)										

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)

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 file Form 5713, International Boycott Report (see Instructions for Form

5713, do not file with Form 990)

Yes

▽

Yes

√ No

Νo

Additional Data

Software ID: 15000352

Software Version: v1.00

EIN: 13-5562233

Name: SOLOMON R GUGGENHEIM FOUNDATION

Schedule F (Form 990) 2015

Page **5**

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).

Form 990 Schedule F Part I - Activities Outside The United States

(a) Region	(b) Number of offices in the region	(c) Number of employees or agents in region	(d) Activities conducted in region (by type) (i e , fundraising, program services, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for region
East Asia and the Pacific	0	0	Program Services	Traveling Exhibition	836,000
Europe (including Iceland and Greenland)	1	42		Peggy Guggenheim Collection, Guggenheim Museum Bilbao, MAP Project and a feasibility study/architectural competition in Helsinki	12,019,000
Middle East and North Africa	0	0	Program Services	Guggenheim Abu Dhabi	649,000

(a) Region (b) Number of (c) Number of (d) Activities (e) If activity listed in (f) Total expenditures offices in the employees or conducted in region (by (d) is a program for region type) (i.e., fundraising, service, describe region agents in specific type of service region program services, grants to recipients (s) in region located in the region) North America (including lProgram Services Art Purchases and MAP 695,000

Program Services

Traveling Exhibitions

1.000

141.000

Canada and Mexico, but not the United States)				Project	
			D C		
Russia and the newly	0	0	Program Services		I

Form 990 Schedule F Part I - Activities Outside The United States

South America

(a) Region (b) Number of (c) Number of (d) Activities (e) If activity listed in (f) Total expenditures offices in the employees or conducted in region (by (d) is a program service, for region agents in type) (i.e., fundraising, describe specific type of region service(s) in region region program services, grants to recipients located in the region) South Asia Speaking at Seminars or MAP Project 231.000 Conferences

Program Services

Program Services

Patron Travel

Travel Reimbursement

31.000

1.000

Form 990 Schedule F Part I - Activities Outside The United States

Sub-Saharan Africa

Carıbbean

Central America and the

(a) Region (b) Number of (c) Number of (d) Activities (e) If activity listed in (f) Total expenditures offices in the employees or conducted in region (by (d) is a program for region type) (i e , fundraising, service, describe agents in region specific type of service region program services, grants to recipients (s) in region located in the region) 263,000

IInvestments

IInvestments

4.062.000

Central America and the Caribbean	0	0	Investments	Investments	59,263,000
Europe (including Iceland and Greenland)	0	0	Investments	Investments	9,285,000

Form 990 Schedule F Part I - Activities Outside The United States

North America (including

the United States)

Canada and Mexico, but not

OMB No 1545-0047

2015

SCHEDULE G (Form 990 or 990-EZ)

Supplemental Information Regarding Fundraising or Gaming Activities

Complete if the organization answered "Yes" on Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a

Attach to Form 990 or Form 990-EZ

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Name of the organization

Information about Schedule G (Form 990 or 990-EZ) and its instructions is at www irs gov/form990

Employer identification number

13-5562233

Part I	Fundraising Activities. Complete if the organization answered	"Yes"	on Form	990,	Part IV,	line 17.	
	Form 990-EZ filers are not required to complete this part.						

- 1 Indicate whether the organization raised funds through any of the following activities Check all that apply

 - igverightarrow Internet and email solicitations f f igverightarrow Solicitation of government grants
 - ☐ Phone solicitations g ☐ Special fundraising events

SOLOMON R GUGGENHEIM FOUNDATION

- 2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising

 √Yes No services?
- **b** If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Dıd fundraıser have custody or control of		(iv) Gross receipts from activity	(v) A mount paid to (or retained by) fundraiser listed in col (i)	(vi) A mount paid to (or retained by) organization	
			outions?				
The Lukens Company 2800 Shirlington Road Suite 900 Arlington, VA 22206	Provided fundraising counseling, marketing and direct mail services to the SRGF for the exclusive purpose of enabling SRGF to fulfill its charitable purposes and programs Contract terminated in June of 2015	Yes	No No	39,438	36,882	2,556	
MK Direct Marketing and Communications LLC 612 East Jefferson Street 2nd Floor Charlottesville, VA 22902	Provided direct response membership development,		No	83,072	56,595	26,477	
3							
4							
5							
6							
7							
8							
9							
10							
Total	1	<u> </u>	>	122,510	93,477	29,033	

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing

AK, AZ, CA, CO, CT, DC, FL, GA, IL, IN, KS, MA, MD, ME, MI, MN, NC, NH, NM, NY, OH, OR, PA, TN, VA, WA, WI, WV

Part II	Fundraising	Events

Complete if the organization answered "Yes" on Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000

		(a) Event #1	(b) Event #2	(c)O ther events	(d) Total events
		Fall Gala	Year w/Children	1	(add col (a) through
		(event type)	(event type)	(total number)	col (c))
<u>e</u>					
Revenue		2 200 0 45	405.252	270 547	2 2 4 5 7 4 5
Re	1 Gross receipts	2,389,845	185,353	370,547	2,945,745
	2 Less Contributions	1,753,138	161,301	125,137	2,039,576
	Gross income (line 1 minus line 2)	636,707	24,052	245,410	906,169
	4 Cash prizes	0	0	0	C
	5 Noncash prizes	0	0	0	0
"	6 Rent/facility costs	0	0	0	C
nse	7 Food and beverages	0	0	0	0
ă	8 Entertainment	0	0	0	0
Direct Expenses	9 Other direct expenses	910,340	43,272	1,176,458	2,130,070
ă	10 Direct expense summary Add lines	4 through 9 in column (c	1)		2,130,070
	11 Net income summary Subtract line 1	LO from line 3, column (d	i)		-1,223,901
Paı	Complete if the organization	answered "Yes" on I	Form 990, Part IV, line	19, or reported mor	e than \$15,000 on
	Form 990-EZ, line 6a.				
Revenue		(a)Bıngo	(b)Pull tabs/Instant bingo/progressive bingo	(c)O ther gaming	(d) Total gaming (add col (a) through col (c))
Re	1 Gross revenue				
S	- Cook aware				
ense.	2 Cash prizes				
Expenses	3 Noncash prizes				
_	4 Rent/facility costs				
Direct	Cothor direct cynonics				
	5 Other direct expenses		☐ Yes %		
	6 Volunteer labor		res		
	Volunteer labor		'	<u>'</u>	
	7 Direct expense summary Add lines	2 through 5 in column (d	1)		
	8 Net gaming income summary Subtra	act line 7 from line 1, co	lumn (d)		
9	Enter the state(s) in which the organiza	ition conducts gaming a	ctivities		
a	Is the organization licensed to conduct	= =			Yes No
b	If "No," explain				
L0a	Were any of the organization's gaming l				Yes No
	If "Yes," explain		_	, ,	1C3 NU
b	11 165, Explain				

Compensation Information

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

De Tr In

Schedule J (Form 990)

				sated Employees wered "Yes" on Form 990, Part IV, line 23.	20	1.	5
Γreas	rtment of the ury nal Revenue Service	► Information about Schedule J (Fo	► Attac	ch to Form 990.) and its instructions is at <u>www.irs.gov/form990</u> .	en t	o Pul ectio	blic
Na	me of the organı	zation		Employer identification	on nur	nber	
SOL	OMON R GUGGENH	EIM FOUNDATION		13-5562233			
Pa	rt I Quest	ions Regarding Compensation		15-3302233			
		<u> </u>				Yes	No
1 a				ny of the following to or for a person listed on Form ide any relevant information regarding these items			
	✓ First-clas	ss or charter travel	√	Housing allowance or residence for personal use			
	Travel for	rcompanions		Payments for business use of personal residence			1
	√ Tax idem	nıfıcatıon and gross-up payments		Health or social club dues or initiation fees			ļ
	Discretio	nary spending account		Personal services (e g , maid, chauffeur, chef)			
b				on follow a written policy regarding payment or above? If "No," complete Part III to explain	1b		No
2		·		ing or allowing expenses incurred by all			
	directors, trus	tees, officers, including the CEO/Exect	itive Di	rector, regarding the items checked in line 1a?	2	Yes	<u> </u>
3	organization's	CEO/Executive Director Check all tha	t apply	used to establish the compensation of the Do not check any boxes for methods the CEO/Executive Director, but explain in Part III			
	✓ Compens	ation committee	✓	Written employment contract			ļ
	✓ Independ	ent compensation consultant	▽	Compensation survey or study			!
	√ Form 990) of other organizations	✓	Approval by the board or compensation committee			!
4	During the yea or a related or		art VII	I, Section A, line 1a with respect to the filing organization			
а	Receive a seve	erance payment or change-of-control p	ayment	t?	4a	Yes	
b	Participate in,	or receive payment from, a supplement	al nonc	qualified retirement plan?	4b		Νo
c	Participate in,	or receive payment from, an equity-bas	sed con	mpensation arrangement?	4c		Νo
	If "Yes" to any	of lines 4a-c, list the persons and pro	vide the	e applicable amounts for each item in Part III			
	Only 501(-)(3)) F01(-)(4) and F01(-)(20) are mires.		est complete lines E.O.			
5	For persons lis), 501(c)(4), and 501(c)(29) organizati sted on Form 990, Part VII, Section A, contingent on the revenues of		, did the organization pay or accrue any			
а	The organizati	on?			5a		No
b	Any related or	ganızatıon?			5b		No
	If "Yes," on lin	e 5a or 5b, describe in Part III					
6		ted on Form 990, Part VII, Section A, contingent on the net earnings of	line 1a	, did the organization pay or accrue any			
а	The organizati	on?			6 a		No
b	Any related or	-			6b		No
	If "Yes," on lin	e 6a or 6b, describe in Part III					1
7	payments not	described in lines 5 and 6? If "Yes," de	scribe		7		No
8				accured pursuant to a contract that was tions section 53 4958-4(a)(3)? If "Yes," describe	R		No

If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations

section 53 4958-6(c)?

DLN: 93493319036766

OMB No 1545-0047

Schedule J (Form 990) 2015

Base

compensation as deferred on prior Bonus & incentive Other reportable (1) compensation Form 990 compensation compensation See Additional Data Table

Schedule J (Form 990) 2015	Page 3			
Part III Supplemental Information				
Provide the information, explanation	n, 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			
Return Reference	Explanation			
Schedule J, Part I, Line 1a	(a) The Foundation provided first class travel for the Director in very limited instances, where a carrier had no available business class seats, in accordance with the Foundation's written Travel and Reimbursement Policy (b) The Foundation also provided furnished housing for use by the Deputy Director and Chief Officer for Global Strategies, whose primary residence is in Bilbao, Spain, when working in New York City. This housing allowance is included as compensation, and as such, the Foundation has agreed to provide the Deputy Director and Chief Officer for Global Strategies with tax indemnification and gross-up payments.			
Schedule J, Part I, Line 1b	(a) The Foundation's written Travel and Reimbursement Policy permits the Director to travel by first class if no business class is available and such travel is approved by the Senior Deputy Director and Chief Operating Officer. All first class travel by the Director described in Line 1a above complied with this policy (b) The Foundation provided the Deputy Director and Chief Officer for Global Strategies with furnished housing for use while he was working in New York, as part of his taxable compensation package and as part of the employment letter and not pursuant to the Foundation's written travel and expense			

End of service payment was made to the Deputy Director and Chief Officer of Global Communications

Schedule J, Part I, Line 4

Schedule J (Form 990) 2015

Software ID: 15000352 Software Version: v1.00

EIN: 13-5562233

Name: SOLOMON R GUGGENHEIM FOUNDATION

(A) Name and Title Con 1Armstrong Richard D Director of the Museum and Foundation	(B) Breakdown of (i) Base mpensation 822,061	W-2 and/or 1099-MIS (ii) Bonus & Incentive compensation	C compensation (iii) Other reportable	(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(I)-(D)	(F) Compensation in column (B)
Director of the Museum and	822,061		compensation				reported as deferred on prior Form 990
		0	0	14,575	7,007	843,643	0
(11)	0	0	0	0			0
1Steglitz Marc H Senior Deputy Director and	399,399	0	0	14,575	18,826	432,800	0
coo (II)	0	0	0	0			0
2Austrian Sarah G Dep Director, General	324,634	0	0	14,575	7,007	346,216	0
Counsel and Asst Secretary (II)	0	0	0	0			0
3Rylands Philip Director Peggy Guggenheim	266,998	0	0	23,042	91,538	381,578	0
Collection (II)	0	0	0	0	0	- 0	0
4Dunn Catherine Carver Deputy Director,	380,180	0	0	14,575	16,442	411,197	0
Advancement (II)	0	0	0	0	- 0	- 0	0
5Spector Nancy E Deputy Director and Chief	233,803	0	0	11,256	16,410	261,469	0
Curator (II)	0	0	0	0			0
6Vidarte Juan Ignacio Dep Director and Chief Officer	199,476	0	152,955	5,984	0	358,415	0
for Global Strategies (II)	0	0	0	0			0
7 Wiseman Ari J Deputy Director, SRGF	262,025	0	0	14,575	6,992	283,592	0
(11)	0	0	0	0			0
Dep Director, Global (1) 8 Vaz TinaCommunications	244,043	0	0	13,583	17,442	275,068	0
(11)	0	0	0	0			0
9Suchoff Marvin Chief Financial Officer	241,738	0	0	13,548	16,488	271,774	0
(II)	0	0	0	0			0
10Connell Jr Brendan (1)	214,754	0	0	11,972	6,978	233,704	0
Managing Director and Counsel for Administration (II)	0	0	0	0	-	-	0
11Goldhar Eleanor R (I)	19,753	0	83,169	0	0	102,922	<u> </u>
Dep Director and Chief of Global Communications (II)	0	0	0	0			0

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

Schedule L

(Form 990 or 990-EZ)

Transactions with Interested Persons

► Complete if the organization answered "Yes" on Form 990, Part IV, lines 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b.

DLN: 93493319036766 OMB No 1545-0047

2015

▶ Attach to Form 990 or Form 990-EZ. ▶Information about Schedule L (Form 990 or 990-EZ) and its instructions is at Open to Public Department of the www.irs.gov/form990. Inspection Treasury Internal Revenue Service Name of the organization Employer identification number

SOLOMON R GUG	GENHEIM FOUNDATIO	ON						-	i identii	ication	i numbe	•
art I Eva	oss Bonofit T	rancastiana	/cost:== "	E01/a\/2\ :	ction FO1/-\/	4) and E01()		-5562		onl		
	ess Benefit T i plete if the organi		•					_			10h	
	ne of disqualified				<u> </u>	ed person and			cription		(d) Cori	rected?
1 (-,				•	ganızatıon	F	``	•	action	·	Yes	No
					-							
			•									
	amount of tax inc								_			
									> \$ -			
3 Enter the	amount of tax, If a	any, on line 2, a	ibove, rein	nbursed by th	e organization	1		•	P \$ _			
Part II Lo	ans to and/o	r From Inte	rested	Persons.								
	mplete if the orga)-EZ, Part V, I	ine 38a, or Fo	rm 99), Par	t IV , line	e 26, o	rıfthe	
	ganızatıon reporte											
()) (1425	1 () 5			1, 10	(6) 5 1		-			1	
(a) Name of interested	(b) Relationship with	(c) Purpose of loan	(d) Loan or from t		(e)Original principal	(f) Balance due	(g) defa	In udt?	(h)		(i)Written agreement?	
person	organization	or roun	organizati		amount	uuc	uciu	uic.	by boa		agreer	iiciic.
									commi	ttee?		
			То	From			Yes	No	Yes	No	Yes	No
1) hilip Rylands	Director Peggy Guggenheim	Housing Assistance		X	215,000	33,615		No	Yes		Yes	
illip Kylalius	Collection	Assistance										
										-		
										-	1	
						22.645						
otal	anta an Assisi	▶ \$	itima Tad	torostad D		33,615						
	ants or Assist mplete if the oi					t IV line 27						
(a) Name of) Relationship			of assistance		fassis	tance	(e)	Purnos	e of ass	ıstancı
pers		terested persor		(-)					``			
		organizatio	on									
						_			1			
						1						
						+						
						+						
						+						
						+						
						+						
						+						

Cat No 50056A

Schedule L (Form 990 or 990-EZ) 2015

Return Reference

Schedule L, Part IV

Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c. (e) Sharing (a) Name of interested person (d) Description of transaction (b) Relationship (c) A mount of between interested transaction of person and the organization's organization revenues? Yes No Guggenheim Partners Investment Indirect wholly owned 141,062 Investment fees Nο subsidiary of a (1) Management LLC substantial contributor to SRGF

are computed on the same basis as fees charged to third parties

Part V Supplemental Information	on .	

Provide additional information for responses to questions on Schedule L (see instructions)

Explanation

Guggenheim Partners Investment Management, LLC ("GPIM") manages one investment vehicle in which the Foundation has invested GPIM is a wholly owned indirect subsidiary of Guggenheim Partners, which is a substantial contributor to the Foundation. The investment fees charged to SRGF

Schedule L (Form 990 or 990-EZ) 2015

efile GRAPHIC print - DO NOT PROCESS | As Filed Data -**SCHEDULE M**

Noncash Contributions

▶Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.

► Attach to Form 990.

(Form 990)

Department of the

▶Information about Schedule M (Form 990) and its instructions is at www.irs.gov/form990

DLN: 93493319036766 OMB No 1545-0047

2015

Open to Public

	sury nal Revenue Service					Insp	ection	1
lan	ne of the organization				Employer identificat	ion nu	mber	
OLC	MON R GUGGENHEIM FOUNDATION				12 5562222			
Đ	art I Types of Property				13-5562233			
	, ypes of troperty	(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 d noncash contrib	etermı	_	ts
1	Art—Works of art	Х	42	-	N/A			
2	Art—Historical treasures .				1			
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							
	Securities—Publicly traded .	X	11	3,350,602	FMV			
	Securities—Closely held stock .							
	Securities—Partnership, LLC, or trust interests							
	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 .							
	Taxıderm y							
	Historical artifacts							
	Scientific specimens							
	Archeological artifacts		_	47444	10.00			
Ren	Other ► (ovation)	X	1	174,142	Cost			
	Other ▶ ()							
	Other ► ()				_			
	Other ► () Number of Forms 8283 received	by the orga	l anization during the tax yea	l r for contributions	 			
	for which the organization comple	ted Form 8	283, Part IV, Donee Ackno	owledgement	29			4
30a	During the year, did the organiza	ition receiv	e by contribution any prope	rty reported in Part I, lines	1 through 28, that		Yes	No
	ıt must hold for at least three ye	ars from th	e date of the initial contribu	ition, and which is not requ	ired to be used			
	for exempt purposes for the enti	re holding r	period?			30a		No
ł	If "Yes," describe the arrangeme							
31	Does the organization have a gif	t acceptan	ce policy that requires the i	eview of any non-standard	contributions?	31	Yes	
32a	Does the organization hire or use contributions?		ies or related organizations	to solicit, process, or sell	noncash	32a	Yes	
	If "Yes," describe in Part II If the organization did not report	: an amount	: in column (c) for a type of	property for which column	(a) is checked.			

describe in Part II

Schedule M (Form 990) (2015)

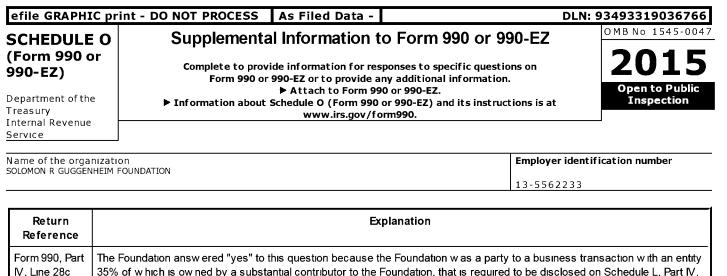
Return Reference Explanation

Securities contributions are held and processed by JPMorgan Chase Bank Schedule M, Part I, Line 32b In accordance with industry practice, art objects purchased, donated and bequeathed are included in Schedule M, Part I, Line 33 permanently restricted net assets at a value of \$1 Contributions for the purchase of collection items,

net assets released from restrictions to purchase collection items, the cost of all collection items burchased and the proceeds from deaccessioned and non-accessioned art are as changes in net lassets related to collection items purchased and sold in the statement of activities

Page 2

Schedule M (Form 990) (2015)



pursuant to the Schedule Linstructions. The Foundation was not a party to any business transaction with an entity 35% of

which is owned by a current or former officer, director, trustee or key employee (or a family member thereof)

Return Reference	Explanation
Form 990, Part VI, Section A, Line 1a	The Foundation's by-law's provide that the Executive Committee may exercise all of the powers of the Board during the intervals between meetings of the Board of Trustees, except (1) the power of removing Trustees or officers elected by the Trustees, and (2) the power to fill vacancies which may occur in the Executive Committee. The by-law's also provide that the Executive Committee shall fix the salaries of the Director and any officers that receive compensation. The by-law's further provide that the Executive Committee shall be composed of at least seven and not more than sixteen Trustees including the Chairman, President and Honorary Chairman to the extent such positions are filled. On December 31, 2015, there were 11 Trustee-members of the Executive Committee. There are no members of the Executive Committee who are not Trustees.

Return Reference	Explanation
Form 990, Part VI, Section A, Line 2	Peter Law son-Johnston, Wendy L-J McNeil and Peter Law son-Johnston II, family and business relationships Mark Walter, Todd Boehly, Peter Law son-Johnston, Wendy L-J McNeil and Peter Law son-Johnston II, business Robert Baker and Elliot Jaffe, business relationship Robert Baker and William Mack, business relationship William Mack and Stephen Ross, business relationship How ard Lutnick has business relationships with Mark Walter, Stephen Ross, Peter Law son-Johnston II and Todd Boehly

Return Reference	Explanation
Form 990, Part VI, Section A, Line 9	Nancy Spector Brooklyn Museum, 200 Eastern Parkway, Brooklyn, NY 11238

Return Reference	Explanation
Form 990, Part VI, Section B, Line 11b	The Foundation's Form 990 is prepared with the cooperation of its Finance and Legal departments. It is then reviewed by the Chief Financial Officer, Deputy Director, General Counsel and Assistant Secretary and Senior Deputy Director and Chief Operating Officer. The draft of Form 990 is then distributed to the Audit and Executive Committee members for review. A meeting is held with the Audit and Executive Committees for further review and approval. The Form 990 is then distributed to the Board of Trustees prior to filing.

Return Reference	Explanation
Form 990, Part VI, Section B, Line 12c	Pursuant to the Conflict of Interest Policy for Trustees and Officers, Trustees and Officers disclose annually in writing any potential or actual conflicts, and are required to disclose any conflicts that arise during the year. Prospective Trustees are also required to disclose any potential conflicts. The Audit Committee of the Board of Trustees reviews the disclosures together with the Deputy Director, General Counsel and Assistant Secretary. Pursuant to the Code of Ethics, employees complete an annual certification in which they must disclose any transactions or relationships that may give rise to a potential or actual conflict of interest with the Foundation. In addition, employees considering entering into any such transaction or relationship must obtain approval in advance from either the employee's supervisor or the Ethics Committee, in accordance with the Code of Ethics. The Deputy Director, General Counsel and Assistant Secretary and Human Resources department review employee disclosures. All new hires are presented with the Code of Ethics, which is also available electronically on the Foundation's intranet. Highlights of the policy are discussed during new hire orientation and examples are given. All new employees are asked to sign a statement attesting to the fact that they have been given a copy of the Code of Ethics, that it has been explained to them, and that they are responsible for adhering to it. In addition, regular meetings are held to review the Code of Ethics with current staff. The Director, the Senior Deputy Director and Chief Operating Officer, and the Deputy Director, General Counsel and Assistant Secretary must disclose to the Audit Committee any transaction or relationship that may give rise to a conflict of interest.

Return Reference	Explanation
Form 990, Part VI, Section B, Line 15	The charter for the Compensation Committee of the Board of Trustees describes the process the Committee uses for determining the compensation of the Director and other members of the executive staff of the Foundation. The "executive staff" of the Foundation includes all officers who receive compensation, all key employees and some of the highest compensated employees of the Foundation. That process includes (i) review and approval by the Compensation Committee, (ii) the use of comparative data, and (iii) contemporaneous substantiation of the deliberations and decisions, reflected in the minutes of the Compensation Committee. The Compensation Committee consists entirely of Trustees who are not employees. The Committee used this process in 2015 to establish compensation changes for the Director of the Museum and Foundation, the Deputy Director, the Senior Deputy Director and Chief Operating Officer, the Deputy Director, General Counsel and Assistant Secretary, the Deputy Director and Chief Curator, the Deputy Director, Advancement, the Deputy Director, Global Communications, and the Director of the Peggy Guggenheim Collection.

Return Reference	Explanation
Form 990, Part VI, Section B, Line 16a	The Foundation did not invest in, contribute assets to, or otherwise participate in any joint ventures with taxable entities in the tax year, nor did it invest in, contribute assets to or otherwise participate in any arrangement it believes is similar to a joint venture with a taxable entity. However, given the broad definition of "joint venture or similar arrangement" in the instructions to this question, the Foundation answered this question "yes" in recognition of the fact that it is a party to a contract with a taxable entity which funds certain mission-related exempt-purpose activities

Return Reference	Explanation
Form 990, Part VI,	The Foundation's governing documents, Conflict of Interest Policy for Trustees and Officers, Code of Ethics and Forms
Section C, Line 19	1023 and 990-T are available upon written request or a request made in person. The Foundation's Form 990 and Audited Financials are available on the Foundation's website.

Return Reference	Explanation
Form 990, Part VII, Section A, Line 1a	The reportable compensation disclosed in columns (D) and (F) in Part VII, Section A, Line 1a and in Schedule J, Part II reflect an extra pay period (there were 27 pay periods in 2015) and a mid-year adjustment in compensation. In addition, housing allow ance, tax indemnification and gross-up payment of \$152,955 included in reportable compensation from the Foundation for the Deputy Director and Chief Officer for Global Strategies, and end of service payment to the Deputy Director and Chief Officer of Global Communications.

Return Reference	Explanation
Form 990, Part XI, Line 9	(1) Foreign currency translation (\$415,154), (2) Net change in post-retirement benefit obligation \$41,162

efile GRAPHIC print - DO NOT PROCESS As Filed Data -**SCHEDULE R**

Related Organizations and Unrelated Partnerships

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

OMB No 1545-0047 2015

DLN: 93493319036766

Department of the Treasury Internal Revenue Service Name of the organization

SOLOMON R GUGGENHEIM FOUNDATION

(Form 990)

➤ Attach to Form 990.

▶ Information about Schedule R (Form 990) and its instructions is at www.irs.gov/form990.

Open to Public Inspection

Employer identification number

				13-55622	233			
art I Identification of Disregarded Entities Complete	e if the organization	answered "Yes" o	n Form 990, Pa	art 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	D	(f) Irect controlling entity		
Part II Identification of Related Tax-Exempt Organization or more related tax-exempt organizations during the	ations Complete if a tax year.	the organization an	swered "Yes"	on Form 990, Pa	art IV, II	ine 34 because it	had on	е
(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code sec	tion (e) Public charity (if section 501		(f) Direct controlling entity	Section (13) c	(g) n 512(b ontrolle itity?
								No
								_
or Paperwork Reduction Act Notice, see the Instructions for Form 990.		Cat No 501	<u> </u> 35Y			Schedule R (For	m 990) 2	2015

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)	entity	(e) Predominant income(related, unrelated, excluded from tax under sections 512- 514)	(f) Share of total income		(h Disprop alloca		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	mana part	ral or aging	(k) Percentage ownership
				514)			Yes	No	1	Yes	No	
						_						
Down TV Identification of Polated Organizations Tayable s	C		T					111/2-21		00 [TV / Lune

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)	(g) Share of end-of- year assets	(h) Percentage ownership	(i) Section (b)(1 contro entit	13) olled y?
							Yes	No
(1)Guggenheimcom Inc	Ceased operations	DE	N/A	C		55 %	Yes	
1071 Fifth Avenue New York, NY 10128 13-4113745								

	Transactions With Related Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36. te. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule		Yes	No
	q the tax year, did the orgranization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?		+	<u> </u>
_	ecept of (i) Interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity.	1a		No
	ft, grant, or capital contribution to related organization(s)	1b		No
	ft, grant, or capital contribution from related organization(s)	1c		No
	ans or loan quarantees to or for related organization(s)	1d		No
	ans or loan guarantees by related organization(s)	1e		No
LUE	ans or loan guarantees by related organization(s)	F	+	1
Dıv	vidends from related organization(s)	1f		No
Sal	lle of assets to related organization(s)	1 g		No
	irchase of assets from related organization(s)	1h		No
	change of assets with related organization(s)	1i		No
Lea	ase of facilities, equipment, or other assets to related organization(s)	1 j		No
Lea	ase of facilities, equipment, or other assets from related organization(s)	1k		No
Perl	rformance of services or membership or fundraising solicitations for related organization(s)	11		No
•			.1	
	rformance of services or membership or fundraising solicitations by related organization(s)	1n		No
	aring of facilities, equipment, mailing lists, or other assets with related organization(s)	1r		No
Sha	aring of paid employees with related organization(s)	10		No
Rei	elmbursement paid to related organization(s) for expenses	1p		No
Rei	embursement paid by related organization(s) for expenses	1 q		No
Oth	her transfer of cash or property to related organization(s)	1r		No
O th	her transfer of cash or property from related organization(s)	1 s		N
			•	
Ifth	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 three			
	(a) Name of related organization (b) Transaction Amount involved Method of determing type (a-s)	(d) ning amount	ınvolve	d
	type (d 3)			

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

revenue) that was not a related organization. See instructions in																															
(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)	section 501(c)(3) organizations? n		section 501(c)(3) organizations?		section 501(c)(3) organizations?		section 501(c)(3) organizations?		section 501(c)(3) organizations?		section 501(c)(3) organizations?		section 501(c)(3) organizations?		section 501(c)(3) organizations?		section 501(c)(3) organizations?		section 501(c)(3) organizations?		(f) Share of total income	otal end-of-year	of-year allocations?		(1) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	in managing partner?		(k) Percentage ownership
			314)	Yes	No			Yes	No		Yes	No																			
												1 .																			
	l .		<u> </u>			1				C-l	ll. D (5		2015																		

