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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation THE ELLEN LEVY FOUNDATION U/A DTD 12/23/96		A Employer identification number 31-1498912
Number and street (or P.O. box number if mail is not delivered to street address) 9300 DIX AVENUE	Room/suite	B Telephone number (313) 843-7200
City or town, state or province, country, and ZIP or foreign postal code DEARBORN, MI 48120		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,036,939. (Part I, column (d) must be on cash basis)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		28,156.	28,156.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-3,572.			
b Gross sales price for all assets on line 6a		393,001.			
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		1,044.	0.		STATEMENT 2
12 Total. Add lines 1 through 11		25,628.	28,156.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		2,700.	1,350.		1,350.
c Other professional fees		4,269.	4,269.		0.
17 Interest					
18 Taxes		65.	65.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		15.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		7,049.	5,684.		1,350.
25 Contributions, gifts, grants paid		80,000.			80,000.
26 Total expenses and disbursements. Add lines 24 and 25		87,049.	5,684.		81,350.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-61,421.			
b Net investment income (if negative, enter -0-)			22,472.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2013)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	6,472.	4,812.	4,812.
	2 Savings and temporary cash investments	196,805.	91,762.	91,762.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	228,075.	517,734.	706,724.
	c Investments - corporate bonds STMT 8	480,359.	235,982.	233,641.
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	911,711.	850,290.	1,036,939.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	911,711.	850,290.	
	30 Total net assets or fund balances	911,711.	850,290.	
	31 Total liabilities and net assets/fund balances	911,711.	850,290.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	911,711.
2 Enter amount from Part I, line 27a	2	-61,421.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	850,290.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	850,290.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 20.			20.
b 392,981.		396,573.	-3,592.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			20.
b			-3,592.
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-3,572.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	92,056.	1,026,887.	.089646
2011	92,825.	1,088,970.	.085241
2010	94,151.	1,093,102.	.086132
2009	87,838.	997,092.	.088094
2008	100,057.	1,057,799.	.094590

2 Total of line 1, column (d)	2	.443703
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.088741
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,007,870.
5 Multiply line 4 by line 3	5	89,439.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	225.
7 Add lines 5 and 6	7	89,664.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	81,350.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	449.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	449.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	449.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	966.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	966.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	517.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☐ 517. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ MI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► THE ELLEN LEVY FOUNDATION Located at ► 9300 DIX AVENUE, DEARBORN, MI Telephone no. ► (313) 843-7200 ZIP+4 ► 48120	15	N/A	
16	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes No	X X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ELLEN LEVY 9300 DIX AVENUE DEARBORN, MI 48120	PRESIDENT 0.25	0.	0.	0.
GREGG M. HOROWITZ 9300 DIX AVENUE DEARBORN, MI 48120	SECRETARY/TREASURER 0.25	0.	0.	0.
JEFFREY BLUESTEIN 9300 DIX AVENUE DEARBORN, MI 48120	DIRECTOR 0.25	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	950,506.
b	Average of monthly cash balances	1b	72,712.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,023,218.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,023,218.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	15,348.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,007,870.
6	Minimum investment return. Enter 5% of line 5	6	50,394.

Part XI

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

1	Minimum investment return from Part X, line 6	1	50,394.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	449.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	449.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	49,945.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	49,945.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	49,945.

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	81,350.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	81,350.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	81,350.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				49,945.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	47,653.			
b From 2009	40,307.			
c From 2010	40,844.			
d From 2011	40,100.			
e From 2012	42,300.			
f Total of lines 3a through e	211,204.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	81,350.			
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				49,945.
e Remaining amount distributed out of corpus	31,405.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	242,609.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	47,653.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	194,956.			
10 Analysis of line 9:				
a Excess from 2009	40,307.			
b Excess from 2010	40,844.			
c Excess from 2011	40,100.			
d Excess from 2012	42,300.			
e Excess from 2013	31,405.			

N/A

▶

☐ 4942(1)(3) or ☐ 4942(1)(5)

(4) Gross investment income

[illegible]

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

THE ELLEN LEVY FOUNDATION

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Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ALPHA WORKSHOPS 245 WEST 29TH STREET FLOOR 12A NEW YORK, NY 10001		PC	PROVIDE TRAINING PROGRAMS	15,000.
FILM FORUM 35TH AVENUE & 36TH STREET ASTORIA, NY 11106		PC	PRESERVATION OF ART	10,000.
NATURE CONSERVANCY 2021 21ST AVENUE SOUTH, STE C-400 NASHVILLE, TN 37212		PC	PROTECT NATURE	20,000.
PLANNED PARENTHOOD OF MIDDLE TENNESSEE 50 VANTAGE WAY, SUITE 102 NASHVILLE, TN 37228		PC	PROVIDE AFFORDABLE AND ACCESSIBLE FAMILY PLANNING SERVICES	10,000.
TENNESSEE JUSTICE CENTER 301 CHARLOTTE AVE. NASHVILLE, TN 37201		PC	LEGAL SERVICES FOR INDIGENT	25,000.
Total			3a	80,000.
b Approved for future payment				
NONE				
Total			3b	0.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		Related or exempt function income
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities			14	28,156.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	-3,572.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a MISCELLANEOUS INCOME			01	1,044.		
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		25,628.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	25,628.

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

[illegible]

2013.03040 THE ELLEN LEVY FOUNDATION U 49277 1

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CORPORATE BOND INTEREST	18,438.	0.	18,438.	18,438.	
MONEY MARKET	937.	0.	937.	937.	
STOCK DIVIDENDS	8,781.	0.	8,781.	8,781.	
TO PART I, LINE 4	28,156.	0.	28,156.	28,156.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	1,044.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,044.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PLANTE & MORAN, PLLC	2,700.	1,350.		1,350.
TO FORM 990-PF, PG 1, LN 16B	2,700.	1,350.		1,350.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	3,394.	3,394.		0.
CUSTODY FEES	875.	875.		0.
TO FORM 990-PF, PG 1, LN 16C	4,269.	4,269.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	65.	65.		0.
TO FORM 990-PF, PG 1, LN 18	65.	65.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEE ON FOREIGN DIVIDEND RECEIVED	5.	0.		0.
CLASS ACTION HANDLING FEE	10.	0.		0.
TO FORM 990-PF, PG 1, LN 23	15.	0.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	517,734.	706,724.
TOTAL TO FORM 990-PF, PART II, LINE 10B	517,734.	706,724.

FORM 990-PF

CORPORATE BONDS

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	235,982.	233,641.
TOTAL TO FORM 990-PF, PART II, LINE 10C	235,982.	233,641.

R. H. BLUESTEIN & COMPANY

PORTFOLIO APPRAISAL Ellen Levy Foundation, UAD 12/23/96, Ellen Levy, Ttee.

December 31, 2013

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Yield
COMMON STOCK							
500	Abbott Laboratories	36.45	18,225	38.33	19,165	1.9	2.3
50	Amazon.com Inc	264.67	13,234	398.79	19,940	1.9	0.0
150	American Express Co	39.53	5,930	90.73	13,610	1.3	1.0
300	American Water Works	29.16	8,747	42.26	12,678	1.2	2.7
50	Apple Inc	19.48	974	561.02	28,051	2.7	2.2
150	Boeing Co	63.55	9,532	136.49	20,474	2.0	2.1
250	Bristol-Myers Squibb	23.01	5,752	53.15	13,288	1.3	2.7
150	Caterpillar Inc	28.63	4,295	90.81	13,622	1.3	2.6
100	CBS Corp Cl B	58.59	5,859	63.74	6,374	0.6	0.8
400	Cerner Corp	46.56	18,624	55.74	22,296	2.2	0.0
100	Chubb Corp	94.54	9,454	96.63	9,663	0.9	1.8
200	Church & Dwight Co	63.09	12,618	66.28	13,256	1.3	1.7
300	ConAgra Foods Inc	34.99	10,498	33.70	10,110	1.0	3.0
150	Costco Wholesale	59.12	8,868	119.02	17,853	1.7	1.0
50	Cummins Inc	108.73	5,437	140.97	7,049	0.7	1.8
400	Delta Air Lines Inc	27.08	10,832	27.47	10,988	1.1	0.9
100	Diageo PLC ADR	76.42	7,642	132.42	13,242	1.3	2.3
100	Ebay Inc	55.09	5,509	54.87	5,487	0.5	0.0
150	Ecolab Inc	70.52	10,578	104.27	15,641	1.5	1.1
200	Edwards Lifesciences	85.82	17,165	65.76	13,152	1.3	0.0
150	Exxon Mobil Corp	89.77	13,465	101.20	15,180	1.5	2.5
300	Facebook Inc Cl A	26.59	7,976	54.65	16,395	1.6	0.0
1,000	Ford Motor Company	14.03	14,034	15.43	15,430	1.5	2.6
300	Freeport-McMoRan	33.65	10,095	37.74	11,322	1.1	3.3
300	General Electric Co	23.26	6,978	28.03	8,409	0.8	3.1
100	Gilead Sciences Inc	67.21	6,721	75.10	7,510	0.7	0.0
10	Google Inc Cl A	477.70	4,777	1,120.71	11,207	1.1	0.0
250	Hain Celestial Grp	58.27	14,569	90.78	22,695	2.2	0.0
200	Hess Corp	68.58	13,716	83.00	16,600	1.6	1.2
100	Home Depot Inc	68.62	6,862	82.34	8,234	0.8	1.9
50	IBM Corp	201.46	10,073	187.57	9,379	0.9	2.0
250	Jarden Corp	44.66	11,164	61.35	15,338	1.5	0.0
100	Lockheed Martin Corp	122.44	12,244	148.66	14,866	1.4	3.6
200	Microsoft Corp	37.71	7,542	37.41	7,482	0.7	3.0
100	Monsanto Co	61.66	6,166	116.55	11,655	1.1	1.5
200	Mosaic Co	43.36	8,672	47.27	9,454	0.9	2.1
250	National Oilwell Varco	73.97	18,493	79.53	19,883	1.9	1.3
150	Occidental Petroleum	90.23	13,534	95.10	14,265	1.4	2.7
100	Perrigo Co PLC	152.21	15,221	153.46	15,346	1.5	0.2
600	Pfizer Inc	29.59	17,756	30.63	18,378	1.8	3.4
250	Prudential Finl Inc	56.80	14,200	92.22	23,055	2.2	2.3
100	Sherwin Williams Co	174.00	17,400	183.50	18,350	1.8	1.1
200	Starbucks Corp	59.32	11,864	78.39	15,678	1.5	1.3
100	Starwood Hotels	74.57	7,457	79.45	7,945	0.8	1.7
100	Twitter Inc	42.79	4,279	63.65	6,365	0.6	0.0
100	Union Pacific Corp	137.99	13,799	168.00	16,800	1.6	1.9
100	Visa Inc Cl A	86.20	8,620	222.68	22,268	2.2	0.7

R. H. BLUESTEIN & COMPANY

PORTFOLIO APPRAISAL Ellen Levy Foundation, UAD 12/23/96, Ellen Levy, Ttee.

December 31, 2013

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Yield
200	Vodafone PLC ADR	32.98	6,596	39.31	7,862	0.8	4.0
200	Walt Disney Co	60.34	12,068	76.40	15,280	1.5	1.1
400	Wells Fargo & Co	29.05	11,618	45.40	18,160	1.8	2.6
			517,734		706,724	68.3	1.6
CORPORATE BONDS							
50,000	IBM CORP (Callable) 1.250% Due 05-12-14	101.71	50,856	100.31	50,155	4.8	0.6
25,000	FORD MOTOR CREDIT 8.700% Due 10-01-14	114.25	28,563	105.86	26,466	2.6	2.3
50,000	PROCTER & GAMBLE 3.500% Due 02-15-15	101.35	50,675	103.31	51,655	5.0	3.2
50,000	PFIZER INC 5.350% Due 03-15-15	107.60	53,800	105.67	52,833	5.1	3.9
50,000	MERCK & CO 4.000% Due 06-30-15	104.18	52,088	105.07	52,533	5.1	3.2
	Accrued Interest				2,078	0.2	
			235,982		235,718	22.8	2.7
CASH/MONEY MKT							
	Ford Interest Advantage		91,762		91,762	8.9	1.1
TOTAL PORTFOLIO			845,477		1,034,204	100.0	1.8