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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

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015 , and ending 12-31-2015

Name of foundation
THE DOROTHY G BENDER FOUNDATION INC

A Employer identification number
52-1406566

Number and street (or P O box number if mail is not delivered to street address) Room/suite
2838 MCGILL TERRACE N W

B Telephone number (see instructions)
(202) 466-6231

City or town, state or province, country, and ZIP or foreign postal code
WASHINGTON, DC 200082748

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 5,912,191

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) ______
(Part I, column (d) must be on cash basis)

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) (see instructions))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	944	944		
	4	Dividends and interest from securities	113,971	113,971		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	757,030			
	b	Gross sales price for all assets on line 6a 5,533,122				
	7	Capital gain net income (from Part IV, line 2)		754,431		
	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) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	871,945	869,346		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	241	0		0
	17	Interest	116	0		0
	18	Taxes (attach schedule) (see instructions)				
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	20,209	0		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	20,566	0		0
	25	Contributions, gifts, grants paid	324,650			324,650
	26	**Total expenses and disbursements.** Add lines 24 and 25	345,216	0		324,650
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	526,729			
	b	**Net investment income** (if negative, enter -0-)		869,346		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash—non-interest-bearing			
2 Savings and temporary cash investments	26,267	201,904	201,904
3 Accounts receivable ▶ 10,012			
Less allowance for doubtful accounts ▶	12,285	10,012	10,012
4 Pledges receivable ▶			
Less allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7 Other notes and loans receivable (attach schedule) ▶ 515,009			
Less allowance for doubtful accounts ▶ 0	515,009	515,009	515,009
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10a Investments—U S and state government obligations (attach schedule)			
b Investments—corporate stock (attach schedule)	4,195,452	4,549,212	4,487,860
c Investments—corporate bonds (attach schedule)			
11 Investments—land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
12 Investments—mortgage loans			
13 Investments—other (attach schedule)			
14 Land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)	700,056	697,406	697,406
16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	5,449,069	5,973,543	5,912,191
Liabilities			
17 Accounts payable and accrued expenses	26,303	26,303	
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)	26,303	26,303	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
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	5,422,766	5,947,240	
30 **Total net assets or fund balances** (see instructions)	5,422,766	5,947,240	
31 **Total liabilities and net assets/fund balances** (see instructions)	5,449,069	5,973,543	

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	5,422,766
2	Enter amount from Part I, line 27a	2	526,729
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	5,949,495
5	Decreases not included in line 2 (itemize) ▶	5	2,255
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,947,240

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	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
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	754,431
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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 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))
2014	291,278	6,536,567	0 044561
2013	301,604	6,021,158	0 050091
2012	300,348	5,938,752	0 050574
2011	303,154	6,179,294	0 049060
2010	297,804	6,070,342	0 049059

2	**Total** of line 1, column (d).	2	0 243345
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	0 048669
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	9,995,218
5	Multiply line 4 by line 3.	5	486,457
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	8,693
7	Add lines 5 and 6.	7	495,150
8	Enter qualifying distributions from Part XII, line 4.	8	324,650

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

Part VI **Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	17,387
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2.	3	17,387
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	17,387
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a: 1,727		
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	1,727
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	8
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	15,668
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ **Refunded** ▶	11	

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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
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		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ DC			
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		No
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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
	Website address ▶N/A			
14	The books are in care of ▶MORTON A BENDER Telephone no ▶(202) 466-6231			
	Located at ▶2838 MCGILL TERRACE N W WASHINGTON DC ZIP+4 ▶20008			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
			Yes	No
16	At any time during calendar year 2015, 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?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c		No
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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
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)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
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 2015 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 2015).*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2015?	4b		No

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 4945(d)(4)(A)? (see instructions) ☐ 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)?	**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? ☐ 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			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	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			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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 (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). 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

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

3 Five highest-paid independent contractors for professional services (see instructions). 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	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

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

Part X Minimum Investment Return

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	4,983,304
b	Average of monthly cash balances	1b	113,306
c	Fair market value of all other assets (see instructions)	1c	5,050,819
d	**Total** (add lines 1a, b, and c)	1d	10,147,429
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	10,147,429
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	152,211
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,995,218
6	**Minimum investment return.** Enter 5% of line 5	6	499,761

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	499,761
2a	Tax on investment income for 2015 from Part VI, line 5 — 2a: 17,387		
b	Income tax for 2015 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	17,387
3	Distributable amount before adjustments Subtract line 2c from line 1	3	482,374
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	482,374
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	482,374

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	324,650
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	324,650
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 (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	324,650

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

Part XIII **Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				482,374
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			324,573	
b Total for prior years 2013 , 20___ , 20___		67		
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013.				
e From 2014.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 324,650				
a Applied to 2014, but not more than line 2a			324,573	
b Applied to undistributed income of prior years (Election required—see instructions).		67		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2015 distributable amount.				10
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2015 *(If an amount appears in column (d), the same amount must be shown in column (a))*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				482,364
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2011. . . .				
b Excess from 2012. . . .				
c Excess from 2013. . . .				
d Excess from 2014. . . .				
e Excess from 2015. . . .				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling. . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2015	**(b)** 2014	**(c)** 2013	**(d)** 2012	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

MORTON A BENDER

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

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

MORTON A BENDER
2838 MCGILL TERRACE NW
WASHINGTON,DC 20008
(202) 466-5821

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

REQUESTS ARE TO BE SUBMITTED IN WRITING ACCOMPANIED BY A COPY OF IRS EXEMPTION LETTER

c Any submission deadlines

NONE

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

GRANTS ARE GENERALLY MADE TO EXEMPT ORGANIZATIONS LOCATED IN THE GREATER METROPOLITAN WASHINGTON AREA

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* See Additional Data Table				
Total . . . . ▶ **3a**				324,650
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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			14	944	
4 Dividends and interest from securities. . .			14	113,971	
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.			14		
8 Gain or (loss) from sales of assets other than inventory			14	757,030	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		871,945	0

13 Total. Add line 12, columns (b), (d), and (e). **13** 871,945

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

******	2016-11-10	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
JAMES S REGAN				P01216328

Firm's name ▶ REGAN GRACE & KERLEY LLC — Firm's EIN ▶ 20-8171239

Firm's address ▶ 2139 DEFENSE HIGHWAY SUITE 2 CROFTON, MD 211142113 — Phone no (410) 721-3151

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ABBOTT LABORATORIES - 33 000 SHS	P	2015-04-24	2015-06-12
ABBOTT LABORATORIES - 130 000 SHS	P	2015-04-24	2015-11-18
ACE LTD - 982 000 SHS	P	2015-04-24	2015-06-25
ACE LTD - 15 000 SHS	P	2015-06-12	2015-06-25
ALPHABET INC CL A - 18 000 SHS	P	2015-04-24	2015-11-18
AMGEN INC - 41 000 SHS	P	2015-04-24	2015-11-18
CBS CORP NEW CL B SHRS - 109 000 SHS	P	2015-04-24	2015-11-18
CHEVRON CORP - 901 000 SHS	P	2015-04-24	2015-08-12
CHEVRON CORP - 73 000 SHS	P	2015-04-24	2015-11-18
COMCAST CORP (NEW) CLASS A - 104 000 SHS	P	2015-06-25	2015-11-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,615		1,600	15
5,939		6,302	-363
101,846		106,360	-4,514
1,556		1,587	-31
13,655		10,288	3,367
6,570		6,936	-366
5,592		6,742	-1,150
77,181		98,479	-21,298
6,707		7,979	-1,272
6,497		6,370	127

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			15
			-363
			-4,514
			-31
			3,367
			-366
			-1,150
			-21,298
			-1,272
			127

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CROWN CASTLE INTL CORP NEW - 77 000 SHS	P	2015-04-24	2015-11-18
DELPHI AUTOMOTIVE PLC - 95 000 SHS	P	2015-04-24	2015-06-12
DELPHI AUTOMOTIVE PLC - 109 000 SHS	P	2015-04-24	2015-11-18
DUFF & PHELPS SLOT ENGY MLP FD - 2,000 000 SHS	P	2014-06-25	2015-04-20
DUFF & PHELPS SLOT ENGY MLP FD - 1,500 000 SHS	P	2014-06-25	2015-04-20
DUFF & PHELPS SLOT ENGY MLP FD - 100 000 SHS	P	2014-06-25	2015-04-20
DUFF & PHELPS SLOT ENGY MLP FD - 1,400000 SHS	P	2014-06-25	2015-04-21
ESTEE LAUDER CO INC CL A - 87 000 SHS	P	2015-04-24	2015-06-12
ESTEE LAUDER CO INC CL A - 73 000 SHS	P	2015-04-24	2015-11-18
FACEBOOK INC CL-A - 1,700 000 SHS	P	2014-08-11	2015-04-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
6,592		6,650	-58
8,315		7,947	368
8,912		9,118	-206
28,899		40,000	-11,101
21,450		30,000	-8,550
1,430		2,000	-570
20,090		28,000	-7,910
7,631		7,157	474
6,100		6,005	95
140,454		126,293	14,161

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			-58
			368
			-206
			-11,101
			-8,550
			-570
			-7,910
			474
			95
			14,161

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
FACEBOOK INC CL-A - 1,600 000 SHS	P	2014-08-22	2015-04-24
FACEBOOK INC CL-A - 66 000 SHS	P	2015-08-25	2015-11-18
GILEAD SCIENCE - 56 000 SHS	P	2015-09-22	2015-11-18
GOLDMAN SACHS GRP INC - 31 000 SHS	P	2015-08-25	2015-11-18
HOME DEPOT INC - 58 000 SHS	P	2015-04-24	2015-11-18
HOME DEPOT INC - 880 000 SHS	P	2015-04-24	2015-11-19
HOME DEPOT INC - 13 000 SHS	P	2015-06-12	2015-11-19
HONEYWELL INTERNATIONAL INC - 35 000 SHS	P	2015-04-24	2015-06-12
HONEYWELL INTERNATIONAL INC - 119 000 SHS	P	2015-04-24	2015-11-18
INGERSOLL-RAND PLC SHS - 91 000 SHS	P	2015-06-12	2015-11-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
132,192		120,492	11,700
7,088		5,599	1,489
6,032		5,808	224
6,005		5,699	306
7,316		6,575	741
110,957		99,765	11,192
1,639		1,445	194
3,664		3,593	71
12,343		12,215	128
5,260		6,405	-1,145

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			11,700
			1,489
			224
			306
			741
			11,192
			194
			71
			128
			-1,145

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
JPMORGAN CHASE & CO - 318 000 SHS	P	2015-04-24	2015-06-12
JPMORGAN CHASE & CO - 186 000 SHS	P	2015-04-24	2015-11-18
LINKEDIN CORP-A - 30 000 SHS	P	2015-04-24	2015-11-18
MACYS INC - 51 000 SHS	P	2015-04-24	2015-06-12
MACYS INC - 93 000 SHS	P	2015-04-24	2015-11-18
MACYS INC - 1 443000 SHS	P	2015-04-24	2015-12-22
MASTERCARD INC CL A - 50 000 SHS	P	2015-04-24	2015-06-12
MASTERCARD INC CL A - 68 000 SHS	P	2015-04-24	2015-11-18
MONSANTO CO/NEW - 56 000 SHS	P	2015-04-24	2015-11-18
NEXTERA ENERGY INC COM - 64 000 SHS	P	2015-04-24	2015-11-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
21,775		19,865	1,910
12,535		11,619	916
7,432		7,764	-332
3,513		3,421	92
3,625		6,238	-2,613
49,581		96,784	-47,203
4,705		4,523	182
6,713		6,151	562
5,372		6,613	-1,241
6,369		6,751	-382

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			1,910
			916
			-332
			92
			-2,613
			-47,203
			182
			562
			-1,241
			-382

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PHILIP MORRIS INTL INC - 1,278 000 SHS	P	2015-04-24	2015-06-12
PROLOGIS INC COM - 160 000 SHS	P	2015-04-24	2015-11-18
PRUDENTIAL FINANCIAL INC - 208 000 SHS	P	2015-04-24	2015-06-12
PRUDENTIAL FINANCIAL INC - 107 000 SHS	P	2015-04-24	2015-11-18
SCHLUMBERGER LTD - 71 000 SHS	P	2015-04-24	2015-11-18
STARBUCKS CORP WASHINGTON - 44 000 SHS	P	2015-04-24	2015-06-12
STARBUCKS CORP WASHINGTON - 2 022000 SHS	P	2015-04-24	2015-10-15
STARWOOD HTLS & RSTS WW INC - 77 000 SHS	P	2015-04-24	2015-11-18
THERMO FISHER SCIENTIFIC - 7 000 SHS	P	2015-04-24	2015-06-12
THERMO FISHER SCIENTIFIC - 93 000 SHS	P	2015-04-24	2015-11-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
103,478		106,489	-3,011
6,747		6,835	-88
18,660		16,762	1,898
9,326		8,623	703
5,552		6,508	-956
2,304		2,266	38
118,224		104,160	14,064
5,542		6,416	-874
911		911	0
12,753		12,106	647

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			-3,011
			-88
			1,898
			703
			-956
			38
			14,064
			-874
			0
			647

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
UNION PACIFIC CORP - 92 000 SHS	P	2015-04-24	2015-11-18
UNITED TECHNOLOGIES CORP - 15 000 SHS	P	2015-04-24	2015-06-12
UNITED TECHNOLOGIES CORP - 1 350000 SHS	P	2015-04-24	2015-09-22
UNITEDHEALTH GP INC - 2 000 SHS	P	2015-04-24	2015-06-12
UNITEDHEALTH GP INC - 894 000 SHS	P	2015-04-24	2015-08-25
VISA INC CL A - 83 000 SHS	P	2015-04-24	2015-06-12
VISA INC CL A - 137 000 SHS	P	2015-04-24	2015-11-18
WELLS FARGO & CO NEW - 96 000 SHS	P	2015-04-24	2015-06-12
WELLS FARGO & CO NEW - 111 000 SHS	P	2015-04-24	2015-11-18
WILLIAMS CO INC - 119 000 SHS	P	2015-04-24	2015-11-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,017		9,845	-1,828
1,761		1,754	7
119,542		157,829	-38,287
237		237	0
99,885		106,127	-6,242
5,776		5,603	173
10,969		9,249	1,720
5,496		5,256	240
6,175		6,078	97
4,521		6,233	-1,712

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			-1,828
			7
			-38,287
			0
			-6,242
			173
			1,720
			240
			97
			-1,712

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
BLACKROCK INC - 570 000 SHS	P	2013-07-05	2015-04-24
BLACKROCK INC - 27 000 SHS	P	2013-07-05	2015-11-18
COSTCO WHOLESALE CORP NEW - 777 000 SHS	P	2013-08-07	2015-04-24
COSTCO WHOLESALE CORP NEW - 223 000 SHS	P	2013-08-07	2015-08-25
COSTCO WHOLESALE CORP NEW - 500 000 SHS	P	2013-11-21	2015-08-25
COSTCO WHOLESALE CORP NEW - 37 000 SHS	P	2015-06-12	2015-08-25
EOG RESOURCESINC - 895 000 SHS	P	2013-08-07	2015-04-24
EOG RESOURCESINC - 71 000 SHS	P	2013-08-07	2015-11-18
FIRST TR MLP&ENRG INC FND - 303 000 SHS	P	2012-01-27	2015-04-20
FIRST TR MLP&ENRG INC FND - 2000 000 SHS	P	2012-01-27	2015-04-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
211,982		147,022	64,960
9,706		6,964	2,742
114,562		93,730	20,832
30,269		26,900	3,369
67,869		62,835	5,034
5,022		5,142	-120
86,286		70,420	15,866
6,024		5,586	438
6,181		6,060	121
40,647		40,000	647

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			64,960
			2,742
			20,832
			3,369
			5,034
			-120
			15,866
			438
			121
			647

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
FIRST TR MLP&ENRG INC FND - 1697 000 SHS	P	2012-01-27	2015-04-20
FIRST TR MLP&ENRG INC FND - 2000 000 SHS	P	2012-01-27	2015-04-20
FIRST TR MLP&ENRG INC FND - 2000 000 SHS	P	2012-01-27	2015-04-20
FIRST TR MLP&ENRG INC FND - 2000 000 SHS	P	2012-01-27	2015-04-20
FIRST TR MLP&ENRG INC FND - 2000 000 SHS	P	2012-01-27	2015-04-20
FIRST TR MLP&ENRG INC FND - 225 000 SHS	P	2012-01-27	2015-04-20
FIRST TR MLP&ENRG INC FND - 2000 000 SHS	P	2012-01-27	2015-04-20
FIRST TR MLP&ENRG INC FND - 1197 000 SHS	P	2012-01-27	2015-04-21
FIRST TR MLP&ENRG INC FND - 2000 000 SHS	P	2012-01-27	2015-04-22
FIRST TR MLP&ENRG INC FND - 2578 000 SHS	P	2012-01-27	2015-04-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
34,488		33,940	548
40,620		40,000	620
40,602		40,000	602
40,601		40,000	601
40,599		40,000	599
4,567		4,500	67
40,599		40,000	599
24,299		23,940	359
40,699		40,000	699
52,461		51,560	901

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			548
			620
			602
			601
			599
			67
			599
			359
			699
			901

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
HALLIBURTON CO - 2,500 000 SHS	P	2013-08-16	2015-04-24
HALLIBURTON CO - 500 000 SHS	P	2013-08-19	2015-04-24
HUMANA INC - 1,000 000 SHS	P	2013-08-21	2015-04-24
HUMANA INC - 500 000 SHS	P	2013-11-21	2015-04-24
HUMANA INC - 1,000 000 SHS	P	2014-01-17	2015-04-24
MCKESSON CORP - 535 000 SHS	P	2013-08-07	2015-04-24
MCKESSON CORP - 20 000 SHS	P	2013-08-07	2015-06-12
MCKESSON CORP - 27 000 SHS	P	2013-08-07	2015-11-18
ORACLE CORP - 2,266 000 SHS	P	2013-07-11	2015-04-24
ORACLE CORP - 129 000 SHS	P	2013-07-11	2015-06-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
119,852		118,512	1,340
23,970		23,786	184
181,826		92,621	89,205
90,913		50,810	40,103
181,826		97,134	84,692
122,627		66,787	55,840
4,741		2,497	2,244
5,081		3,371	1,710
97,006		72,701	24,305
5,690		4,139	1,551

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			1,340
			184
			89,205
			40,103
			84,692
			55,840
			2,244
			1,710
			24,305
			1,551

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ORACLE CORP - 217 000 SHS	P	2013-07-11	2015-11-18
PEPSICO INC NC - 1,000 000 SHS	P	2013-08-22	2015-04-24
PEPSICO INC NC - 176 000 SHS	P	2013-09-25	2015-04-24
PEPSICO INC NC - 68 000 SHS	P	2013-09-25	2015-11-18
SEADRILL LTD - 2,500 000 SHS	P	2013-07-31	2015-04-24
SEADRILL LTD - 599 000 SHS	P	2013-08-19	2015-04-24
SEADRILL LTD - 901 000 SHS	P	2013-08-28	2015-04-24
SEADRILL LTD - 500 000 SHS	P	2013-12-17	2015-04-24
SEADRILL LTD - 500 000 SHS	P	2013-12-17	2015-04-24
VALERO ENERGY CP DELA NEW - 3,000 000 SHS	P	2013-08-07	2015-04-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,381		6,962	1,419
94,741		80,463	14,278
16,674		14,400	2,274
6,799		5,564	1,235
28,376		107,711	-79,335
6,799		26,654	-19,855
10,227		41,667	-31,440
5,675		20,167	-14,492
5,675		20,162	-14,487
180,720		111,690	69,030

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			1,419
			14,278
			2,274
			1,235
			-79,335
			-19,855
			-31,440
			-14,492
			-14,487
			69,030

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
VALERO ENERGY CP DELA NEW - 1,000 000 SHS	P	2013-08-19	2015-04-24
VALERO ENERGY CP DELA NEW - 1,000 000 SHS	P	2014-01-17	2015-04-24
AMERICAN EXPRESS - 1,234 000 SHS	P	2012-02-27	2015-04-24
AMERICAN EXPRESS - 46 000 SHS	P	2012-02-27	2015-06-12
AMERICAN EXPRESS - 80 SHS	P	2012-02-27	2015-11-18
APPLE INC - 1,235 000 SHS	P	2012-03-01	2015-04-24
APPLE INC - 1,323 000 SHS	P	2012-02-28	2015-04-24
APPLE INC - 53 000 SHS	P	2012-03-01	2015-11-18
APPLE INC - 85 000 SHS	P	2012-07-05	2015-11-18
BERKSHIRE HATHAWAY CL-B NEW - 150 000 SHS	P	2013-08-12	2015-04-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
60,240		35,124	25,116
60,240		51,950	8,290
96,241		66,882	29,359
3,683		2,493	1,190
5,744		4,336	1,408
160,226		96,056	64,170
171,643		99,754	71,889
6,188		4,122	2,066
9,924		7,431	2,493
21,318		17,938	3,380

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			25,116
			8,290
			29,359
			1,190
			1,408
			64,170
			71,889
			2,066
			2,493
			3,380

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
BERKSHIRE HATHAWAY CL-B NEW - 500 000 SHS	P	2013-11-21	2015-04-24
BERKSHIRE HATHAWAY CL-B NEW - 850 000 SHS	P	2005-03-03	2015-04-24
BLACKSTONE GROUP - 226 SHS	P	2015-04-24	2015-11-18
BLACKSTONE GROUP - 95 SHS	P	2015-04-24	2015-06-12
DANAHER CORPORATION - 1,000 000 SHS	P	2014-01-17	2015-04-24
DANAHER CORPORATION - 1,902 000 SHS	P	2012-07-05	2015-04-24
DANAHER CORPORATION - 98 000 SHS	P	2013-08-19	2015-04-24
JOHNSON & JOHNSON - 730 000 SHS	P	2007-08-31	2015-04-24
JOHNSONS,JOHNSON - 1,000 000 SHS	P	2013-11-21	2015-04-24
JOHNSONS,JOHNSON - 270 000 SHS	P	2013-07-29	2015-04-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
71,061		59,013	12,048
120,805		50,856	69,949
7,106		9,348	-2,242
4,014		3,934	80
83,151		79,462	3,689
158,153		99,897	58,256
8,149		6,740	1,409
73,892		45,170	28,722
101,222		96,330	4,892
27,330		25,584	1,746

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			12,048
			69,949
			-2,242
			80
			3,689
			58,256
			1,409
			28,722
			4,892
			1,746

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
KINDER MORGAN - 1,502 000 SHS	P	2007-08-31	2015-04-24
KINDER MORGAN - 163 000 SHS	P	2000-08-31	2015-11-18
KINDER MORGAN - 2,552 000 SHS	P	2007-08-31	2015-12-07
KINDER MORGAN - 2,552 000 SHS	P	2012-07-05	2015-12-07
KINDER MORGAN - 2,552 000 SHS	P	2015-06-12	2015-12-07
PHILLIPS 66 COM - 2,000 000 SHS	P	2006-10-11	2015-04-24
PHILLIPS 66 COM - 85 000 SHS	P	2006-12-27	2015-04-24
PHILLIPS 66 COM - 915 000 SHS	P	2013-07-29	2015-04-24
PJT PARTNERS INC	P	2015-09-30	2015-09-30
PJT PARTNERS INC	P	2015-04-24	2015-11-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
66,560		17,210	49,350
3,945		1,868	2,077
1,477		1,069	408
34,018		55,848	-21,830
4,926		12,018	-7,092
81,282		26,627	54,655
6,909		2,803	4,106
74,373		54,671	19,702
19		4	15
131		23	108

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			49,350
			2,077
			408
			-21,830
			-7,092
			54,655
			4,106
			19,702
			15
			108

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
HARTFORD FLOATING RATE I	P	2014-04-30	2015-04-24
HARTFORD FLOATING RATE I	P	2014-05-31	2015-04-24
HARTFORD FLOATING RATE I	P	2014-06-30	2015-04-24
HARTFORD FLOATING RATE I	P	2014-07-31	2015-04-24
HARTFORD FLOATING RATE I	P	2014-08-29	2015-04-24
HARTFORD FLOATING RATE I	P	2014-09-30	2015-04-24
HARTFORD FLOATING RATE I	P	2014-10-31	2015-04-24
HARTFORD FLOATING RATE I	P	2014-11-28	2015-04-24
HARTFORD FLOATING RATE I	P	2014-12-31	2015-04-24
HARTFORD FLOATING RATE I	P	2015-01-31	2015-04-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,034		2,076	-42
2,106		2,157	-51
1,971		2,023	-52
1,806		1,843	-37
1,901		1,939	-38
1,935		1,948	-13
1,933		1,946	-13
1,958		1,969	-11
2,440		2,395	45
1,617		1,580	37

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			-42
			-51
			-52
			-37
			-38
			-13
			-13
			-11
			45
			37

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
HARTFORD FLOATING RATE I	P	2015-02-27	2015-04-24
HARTFORD FLOATING RATE I	P		2015-04-24
HARTFORD FLOATING RATE I	P	2015-03-31	2015-04-24
HARTFORD FLOATING RATE I	P	2012-12-31	2015-04-24
HARTFORD FLOATING RATE I	P	2010-02-26	2015-04-24
HARTFORD FLOATING RATE I	P	2010-02-26	2015-04-24
HARTFORD FLOATING RATE I	P	2010-02-26	2015-04-24
HARTFORD FLOATING RATE I	P	2010-12-31	2015-04-24
HARTFORD FLOATING RATE I	P	2013-12-30	2015-04-24
HARTFORD FLOATING RATE I	P	2013-12-31	2015-04-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,150		1,141	9
10			10
1,069		1,473	-404
65,388		65,338	50
63,657		62,425	1,232
109,867		106,753	3,114
71,588		70,374	1,214
63,790		63,489	301
25,991		26,514	-523
2,172		2,224	-52

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			9
			10
			-404
			50
			1,232
			3,114
			1,214
			301
			-523
			-52

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
HARTFORD FLOATING RATE I	P	2014-01-31	2015-04-24
HARTFORD FLOATING RATE I	P	2014-02-28	2015-04-24
HARTFORD FLOATING RATE I	P	2014-03-31	2015-04-24
THE BLACKSTONE GROUP L P	P		
THE BLACKSTONE GROUP L P	P		
THE BLACKSTONE GROUP L P -SALE OF PARTNERSHIP	P		
THE BLACKSTONE GROUP L P -SALE OF PARTNERSHIP	P		
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,115		2,171	-56
1,941		1,987	-46
2,144		2,205	-61
			-16
			3,167
			1
			109
3,265			3,265

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			-56
			-46
			-61
			-16
			3,167
			1
			109
			3,265

Form 990PF Part VIII Line 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
MORTON A BENDER 2838 MCGILL TERRACE NW WASHINGTON, DC 20008	DIR-PRESIDENT 5 00	0	0	0
GRACE M BENDER 2838 MCGILL TERRACE NW WASHINGTON, DC 20008	DIR-SECRETARY 1 00	0	0	0
JAY S BENDER 10509 UNITY LANE POTOMAC, MD 20854	DIR-TREASURER 1 00	0	0	0
LISA ANN BENDER-FELDMAN 2579 EAGLE RUN LANE WESTON, FL 33327	DIRECTOR 1 00	0	0	0
KENNETH H BENDER BOX 779 20135 MULLEN ROAD FRENCH TOWN, MT 59834	DIRECTOR 1 00	0	0	0
SCOTT M BENDER 12700 GLENN MILL ROAD POTOMAC, MD 20852	DIRECTOR 1 00	0	0	0
JACK B BENDER 8709 GRANT STREET BETHESDA, MD 20817	DIRECTOR 1 00	0	0	0

Form 990PF Part XV Line 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*				
AIDS UNITED 1424 K STREET NW SUITE 200 WASHINGTON, DC 20005	NONE	PC	GENERAL SUPPORT	1,000
ALZHEIMERS DRUG DISCOVERY FOUNDATION 57 W 57TH ST STE 904 NEW YORK, NY 10019	NONE	PC	GENERAL SUPPORT	1,500
AMERICAN RED CROSS 8550 ARLINGTON BLVD FAIRFAX, VA 22031	NONE	PC	GENERAL SUPPORT	10,000
AMERICAN UNIVERSITY HILLEL 4400 MASSACHUSETTS AVENUE NW WASHINGTON, DC 20016	NONE	PC	GENERAL SUPPORT	3,000
AMERICA'S PROMISE ALLIANCE 1110 VERMONT AVE NW STE 900 WASHINGTON, DC 20005	NONE	PC	GENERAL SUPPORT	2,000
ANTI-DEFAMATION LEAGUE 1100 CONNECTICUT AVE NW WASHINGTON, DC 20036	NONE	PC	GENERAL SUPPORT	5,000
ART STREAMS 620 PERSHING DRIVE SILVER SPRING, MD 20910	NONE	PC	GENERAL SUPPORT	2,500
ARTS FOR THE AGING 12320 PARKLAWN DRIVE ROCKVILLE, MD 20852	NONE	PC	GENERAL SUPPORT	1,000
ASPEN INSTITUTE 1 DUPONT CIR NW 700 WASHINGTON, DC 20036	NONE	PC	GENERAL SUPPORT	5,000
BRIGHT BEGINNINGS INC 128 M ST NW 150 WASHINGTON, DC 20001	NONE	PC	GENERAL SUPPORT	1,000
CHESAPEAKE BAY FOUNDATION 6 HERNDON AVE ANNAPOLIS, MD 21403	NONE	PC	GENERAL SUPPORT	2,500
CHILDREN'S NAT'L MEDICAL CTR 111 MICHIGAN AVENUE NW WASHINGTON, DC 20010	NONE	PC	GENERAL SUPPORT	3,000
CITY DANCE 1570 E JEFFERSON ST ROCKVILLE, MD 20852	NONE	PC	GENERAL SUPPORT	1,000
DOCTORS WITHOUT BORDERS 333 7TH AVENUE 2ND FLOOR NEW YORK, NY 10001	NONE	PC	GENERAL SUPPORT	5,000
FOR LOVE OF CHILDREN 1763 COLUMBIA ROAD NW FIRST FLOOR WASHINGTON, DC 20009	NONE	PC	GENERAL SUPPORT	1,000
Total . . . . ▶ **3a**				324,650

Form 990PF Part XV Line 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*				
FORD'S THEATRE SOCIETY 511 10TH ST NW WASHINGTON,DC 20004	NONE	PC	GENERAL SUPPORT	2,500
FOUNDATION FOR ART & PRESERVATION IN EMBASSIES 1725 I STREET NW SUITE 300 WASHINGTON,DC 20006	NONE	PC	GENERAL SUPPORT	2,500
FRANCIS SCOTT KEY ELEMENTARY SCHOOL 2301 SCOTT KEY DRIVE DISTRICT HEIGHTS,MD 20747	NONE	PC	GENERAL SUPPORT	2,500
FREER & SACKER GALLERIES 1050 INDEPENDENCE AVE SW WASHINGTON,DC 20013	NONE	PC	GENERAL SUPPORT	3,000
FRIENDS OF CANCER RESEARCH 1800 M STREET NW SUITE 1050 SOUTH WASHINGTON,DC 20036	NONE	PC	GENERAL SUPPORT	1,000
GEORGETOWN UNIVERSITY MEDICAL CTR 3800 RESERVOIR RD NW WASHINGTON,DC 20007	NONE	PC	GENERAL SUPPORT	15,000
GREAT AND SMALL17320 MOORE RD 17320 MOORE RD BOYDS,MD 20841	NONE	PC	GENERAL SUPPORT	2,500
HORTON'S KIDS INC 100 MARYLAND AVE NE 520 WASHINGTON,DC 20002	NONE	PC	GENERAL SUPPORT	5,000
IONA SENIOR SERVICES 4125 ALBEMARLE ST NW WASHINGTON,DC 20016	NONE	PC	GENERAL SUPPORT	1,000
JOHNS HOPKINS HOSPITAL 1800 ORLEANS ST BALTIMORE,MD 21201	NONE	PC	GENERAL SUPPORT	15,000
JUBILEE JOBS INC 2712 ONTARIO ROAD NW WASHINGTON,DC 20009	NONE	PC	GENERAL SUPPORT	2,500
JUNIOR TENNIS CHAMPIONS CENTER 5200 PAINT BRANCH PKWY COLLEGE PARK,MD 20740	NONE	PC	GENERAL SUPPORT	2,000
KNOCKOUT ABUSE AGAINST WOMEN 4400 JENIFER ST NW 4 WASHINGTON,DC 20036	NONE	PC	GENERAL SUPPORT	2,500
LIFE WITH CANCER 8411 PENNELL ST FAIRFAX,VA 22031	NONE	PC	GENERAL SUPPORT	3,000
LIVING IN PINK 4513 SANGAMORE ROAD BETHESDA,MD 20816	NONE	PC	GENERAL SUPPORT	500
Total . . . . ▶ **3a**				324,650

Form 990PF Part XV Line 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*				
MENTORS INC 1012 14TH ST NW STE 304 WASHINGTON,DC 20005	NONE	PC	GENERAL SUPPORT	1,000
MIND BODY SOLUTION 945 COX FARM ROAD ORONO,MN 55356	NONE	PC	GENERAL SUPPORT	5,000
NATIONAL COUNCIL FOR ADOPTION 225 N WASHINGTON ST 2 ALEXANDRIA,VA 22314	NONE	PC	GENERAL SUPPORT	10,000
NATIONAL GALLERY OF ART 6TH CONSTITUTION AVE NW WASHINGTON,DC 20565	NONE	PC	GENERAL SUPPORT	5,000
NATIONAL PORTRAIT GALLERY 8TH ST NW F ST NW WASHINGTON,DC 20004	NONE	PC	GENERAL SUPPORT	5,000
NO GREATER SACRIFICE 1101 PENNSYLVANIA AVE NW 600 WASHINGTON,DC 20004	NONE	PC	GENERAL SUPPORT	5,000
SHASHA BRUCE YOUTHWORK 1312 E CAPITOL ST NE WASHINGTON,DC 20003	NONE	PC	GENERAL SUPPORT	10,000
SHRINERS HOSPITAL FOR CHILDREN 2900 ROCKY POINT DR TAMPA,FL 33607	NONE	PC	GENERAL SUPPORT	10,000
SIBLEY MEMORIAL HOSPITAL 5255 LOUGHBORO RD NW WASHINGTON,DC 20016	NONE	PC	GENERAL SUPPORT	5,000
SMOKE & MIRRORS 2838 MCGILL TERRACE NW WASHINGTON,DC 20008	NONE	PC	GENERAL SUPPORT	1,500
SOCIETY FOR WOMEN'S HEALTH RESEARCH 1025 CONNECTICUT AVE NW STE 601 WASHINGTON,DC 20036	NONE	PC	GENERAL SUPPORT	1,000
ST ANDREWS EPISCOPAL SCHOOL 8804 POSTOAK RD POTOMAC,MD 20854	NONE	PC	GENERAL SUPPORT	2,500
ST ANN'S INFANT & MATERNITY HOME 4901 EASTERN AVE HYATTSVILLE,MD 20782	NONE	PC	GENERAL SUPPORT	1,000
ST JUDE'S CHILDREN'S RESEARCH HOSPITAL 262 DANNY THOMAS PLACE MEMPHIS,TN 38105	NONE	PC	GENERAL SUPPORT	10,000
ST PATRICK'S EPISCOPAL CHURCH 4700 WHITEHAVEN PKWY NW WASHINGTON,DC 20007	NONE	PC	GENERAL SUPPORT	2,500
Total . . . . ▶ **3a**				324,650

Form 990PF Part XV Line 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*				
SUITED FOR CHANGE 1010 VERMONT AVE NW 450 WASHINGTON, DC 20005	NONE	PC	GENERAL SUPPORT	1,000
SUSAN G KOMEN BREAST CANCER FOUNDATION 12820 HILLCREST RD C-105 DALLAS, TX 75230	NONE	PC	GENERAL SUPPORT	5,000
THE ADVISORY BOARD FOUNDATION 2838 MCGILL TERRACE NW WASHINGTON, DC 20008	NONE	PC	GENERAL SUPPORT	10,000
THE ASPEN INSTITUTE ONE DUPONT CIRCLE NW SUITE 700 WASHINGTON, DC 20036	NONE	PC	GENERAL SUPPORT	10,000
THE KENNEDY CENTER 2700 F ST NW WASHINGTON, DC 20566	NONE	PC	GENERAL SUPPORT	40,000
THE LAB SCHOOL OF WASHINGTON 4759 RESERVOIR RD NW WASHINGTON, DC 20007	NONE	PC	GENERAL SUPPORT	5,000
THE LIGHT OF HEALING HOPE FND 2801 NEW MEXICO AVENUE NW WASHINGTON, DC 20007	NONE	PC	GENERAL SUPPORT	1,000
THE PHILLIPS COLLECTION 1600 21ST STREET NW WASHINGTON, DC 20009	NONE	PC	GENERAL SUPPORT	1,250
THE POSSE FOUNDATION INC 1319 F ST NW STE 604 WASHINGTON, DC 20004	NONE	PC	GENERAL SUPPORT	1,500
THE SHAKESPEARE THEATER CO 450 7TH ST NW WASHINGTON, DC 20004	NONE	PC	GENERAL SUPPORT	1,000
THE ARC 1825 K STREET NW SUITE 1200 WASHINGTON, DC 20006	NONE	PC	GENERAL SUPPORT	1,000
TRUST FOR THE NATIONAL MALL 1300 PENNSYLVANIA AVENUE NW WASHINGTON, DC 20090	NONE	PC	GENERAL SUPPORT	2,500
U S HOLOCAUST MEMORIAL MUSEUM 100 RAOUL WALLENBERG PLACE SW WASHINGTON, DC 20024	NONE	PC	GENERAL SUPPORT	25,000
USO OF METROPOLITAN WASHINGTON 228 MCNAIR RD FORT MYER, VA 22211	NONE	PC	GENERAL SUPPORT	10,000
WASHINGTON DC JEWISH COMMUNITY CENTER 1529 16TH ST NW WASHINGTON, DC 20036	NONE	PC	GENERAL SUPPORT	4,400
Total . . . . ▶ **3a**				324,650

Form 990PF Part XV Line 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*				
WASHINGTON TENNIS & EDUCATION FND 1600 KENNEDY ST NW WASHINGTON, DC 20011	NONE	PC	GENERAL SUPPORT	2,000
WETA 2775 S QUINCY ST ARLINGTON, VA 22206	NONE	PC	GENERAL SUPPORT	2,500
WHITMAN-WALKER CLINIC 1525 14TH STREET NW WASHINGTON, DC 20005	NONE	PC	GENERAL SUPPORT	5,000
WILNER EYE CLINIC 1132 ANNAPOLIS RD STE 203 ODENTON, MD 21113	NONE	PC	GENERAL SUPPORT	2,500
WILSON CENTER 1300 PENNSYLVANIA AVENUE NW WASHINGTON, DC 20004	NONE	PC	GENERAL SUPPORT	5,000
WOMEN AGAINST ALZHEIMER 2 WISCONSIN CIRCLE SUITE 700 CHEVY CHASE, MD 20815	NONE	PC	GENERAL SUPPORT	2,000
WOMEN'S HEART ALLIANCE 2838 MCGILL TERRACE NW WASHINGTON, DC 20008	NONE	PC	GENERAL SUPPORT	5,000
YOUTH ORGANIZATION OF THE AMERICA 1001 NORTH 19TH STREET ARLINGTON, VA 22209	NONE	PC	GENERAL SUPPORT	2,500
Total . . . . ▶ **3a**				324,650

TY 2015 Applied to Prior Year Election

Name: THE DOROTHY G BENDER FOUNDATION INC

EIN: 52-1406566

Election: PURSUANT TO IRC SECTION 4942(H)(2) AND TREASURY REGULATIONS SECTION 53.4942(A)-3(D)(2), THE FOUNDATION HEREBY ELECTS TO TREAT CURRENT YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX YEARS UNDISTRIBUTED INCOME AS BEING MADE OUT OF UNDISTRIBUTED INCOME FROM THE TAX YEAR ENDING DECEMBER 31, 2013 IN THE AMOUNT OF $67.

TY 2015 Explanation of Non-Filing with Attorney General Statement

Name: THE DOROTHY G BENDER FOUNDATION INC

EIN: 52-1406566

Statement: THE DISTRICT OF COLUMBIA OFFICE OF TAX AND REVENUE (OTR) HAS ELIMINATED THE IRS FORM 990 FILING OBLIGATION FOR NONPROFIT ORGANIZATIONS THAT WOULD OTHERWISE BE SUBJECT TO THE DISTRICT'S FRANCHISE OR PERSONAL INCOME TAXES. NONPROFIT ORGANIZATIONS WITH DC OPERATIONS ARE NO LONGER REQUIRED TO FILE A COPY OF THEIR FORM 990 WITH OTR IN ORDER TO MAINTAIN D.C. TAX-EXEMPT STATUS.

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2015 Gain/Loss from Sale of Other Assets Schedule

Name: THE DOROTHY G BENDER FOUNDATION INC

EIN: 52-1406566

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
THE BLACKSTONE GROUP L P		PURCHASED			1,580			0	1,580	
LITIGATION SETTLEMENTS		PURCHASED			724			0	724	
MISCELLANEOUS INCOME		PURCHASED			295			0	295	

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TY 2015 Investments Corporate Stock Schedule

Name: THE DOROTHY G BENDER FOUNDATION INC

EIN: 52-1406566

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MORGAN STANLEY SMITH BARNEY, LLC	4,549,212	4,487,860

TY 2015 Other Assets Schedule

Name: THE DOROTHY G BENDER FOUNDATION INC

EIN: 52-1406566

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ALPINE EQUITY, L P	56	-2,594	-2,594
ARTWORK	700,000	700,000	700,000

TY 2015 Other Decreases Schedule

Name: THE DOROTHY G BENDER FOUNDATION INC

EIN: 52-1406566

Description	Amount
2014 EXCISE TAX - INVESTMENT INCOME	2,255

TY 2015 Other Expenses Schedule

Name: THE DOROTHY G BENDER FOUNDATION INC

EIN: 52-1406566

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS EXPENSES	2,490	0		0
INVESTMENT FEES	17,719	0		0

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TY 2015 Other Professional Fees Schedule

Name: THE DOROTHY G BENDER FOUNDATION INC

EIN: 52-1406566

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL AND PROFESSIONAL FEES	241	0		0