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

Name of foundation Leo M Bernstein Family Foundation Attn Ami Becker Aronson		A Employer identification number 52-6041822	
Number and street (or P O box number if mail is not delivered to street address) 3299 K St NW No 700		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code Washington, DC 20007		B Telephone number (see instructions) (202) 333-9000	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		C If exemption application is pending, 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		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 9,430,202		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
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))	Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (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	24,984	24,984		
	4 Dividends and interest from securities	113,420	113,420		
	5a Gross rents	13,750	13,750		
	b Net rental income or (loss) 13,750				
	6a Net gain or (loss) from sale of assets not on line 10	-679,408			
	b Gross sales price for all assets on line 6a 4,980,956				
	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				
Operating and Administrative Expenses	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	-527,254	152,154		
	13 Compensation of officers, directors, trustees, etc	91,035	30,042		60,993
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	20,941	18,847		2,094
	16a Legal fees (attach schedule).	 31,385	31,385		0
	b Accounting fees (attach schedule).	 9,475	8,528		948
	c Other professional fees (attach schedule)	 15,284	15,284		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 53,179	53,179		0
	19 Depreciation (attach schedule) and depletion	31,649	31,649		
	20 Occupancy				
	21 Travel, conferences, and meetings.	2,430	2,187		243
	22 Printing and publications				
	23 Other expenses (attach schedule).	 271,479	264,727		6,753
	24 Total operating and administrative expenses. Add lines 13 through 23	526,857	455,828		71,031
	25 Contributions, gifts, grants paid	509,845			509,845
	26 Total expenses and disbursements. Add lines 24 and 25	1,036,702	455,828		580,876
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,563,956			
	b Net investment income (if negative, enter -0-)		0		
	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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	304,978	509,017	509,017
	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 (attach schedule) (see instructions).			
	7	Other notes and loans receivable (attach schedule) ▶ _____ 318,268 Less allowance for doubtful accounts ▶ _____ 0	506,238	318,268	318,000
	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)	7,084,189	7,105,740	7,687,249
	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)	1,029,722	1,107,411	790,936
	14	Land, buildings, and equipment basis ▶ _____ 1,107,350 Less accumulated depreciation (attach schedule) ▶ _____ 665,466	2,040,724	441,884	125,000
	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	10,965,851	9,482,320	9,430,202
Liabilities	17	Accounts payable and accrued expenses	11,303	5,019	
	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)	11,303	5,019	
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	2,026,607	2,060,357	
	29	Retained earnings, accumulated income, endowment, or other funds	8,927,941	7,416,944	
	30	Total net assets or fund balances (see instructions)	10,954,548	9,477,301	
	31	Total liabilities and net assets/fund balances (see instructions)	10,965,851	9,482,320	

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	10,954,548
2	Enter amount from Part I, line 27a	2	-1,563,956
3	Other increases not included in line 2 (itemize) ▶ _____	3	94,808
4	Add lines 1, 2, and 3	4	9,485,400
5	Decreases not included in line 2 (itemize) ▶ _____	5	8,099
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	9,477,301

Part IV Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1 a	Publicly Traded Securities	P		
b	Capital Gain Distribution	P		
c	Loss on Emporium Interest	P		
d	Gain on Sale of Emorium	P		
e	Capital Loss on Loans	P		

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a 4,072,526		3,851,148	221,378
b 133,430			133,430
c		38,171	-38,171
d 775,000		1,604,415	-829,415
e		166,630	-166,630

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a			221,378
b			133,430
c			-38,171
d			-829,415
e			-166,630

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	-679,408
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	626,685	11,041,337	0 056758
2013	588,849	11,007,611	0 053495
2012	528,972	10,442,464	0 050656
2011	394,909	8,418,661	0 046909
2010	319,788	5,540,181	0 057722

2 Total of line 1, column (d).	2	0 265540
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 053108
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	9,897,810
5 Multiply line 4 by line 3.	5	525,653
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	0
7 Add lines 5 and 6.	7	525,653
8 Enter qualifying distributions from Part XII, line 4.	8	580,876

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 VII

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	0
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	0
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	0
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	6,000	
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	6,000
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	6,000
11 Enter the amount of line 10 to be Credited to 2015 estimated tax ☐ 6,000 Refunded ☐		11	0

Part VII-A

Statements Regarding Activities

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	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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	1b		No
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? Website address ► <u>N/A</u>	13		No
14	The books are in care of ► <u>THE FOUNDATION</u> Telephone no ► <u>(202) 333-9000</u> Located at ► <u>3299 K STREET NW WASHINGTON DC</u> ZIP+4 ► <u>20007</u>			
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			
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	Yes	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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015</i>). 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)? ☐ Yes ☒ No **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? ☐ Yes ☒ No **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? ☐ Yes ☒ No **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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) 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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) 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	7,890,369
b	Average of monthly cash balances.	1b	406,998
c	Fair market value of all other assets (see instructions).	1c	1,751,171
d	Total (add lines 1a, b, and c).	1d	10,048,538
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	10,048,538
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	150,728
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,897,810
6	Minimum investment return. Enter 5% of line 5.	6	494,891

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	494,891
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	0
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	494,891
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	494,891
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	494,891

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	580,876
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	580,876
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	580,876

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				494,891
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.				54,905
b From 2011.				221,878
c From 2012.				12,264
d From 2013.				49,802
e From 2014.				74,618
f Total of lines 3a through e.	413,467			
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ 580,876				
a Applied to 2014, 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 2015 distributable amount.				494,891
e Remaining amount distributed out of corpus	85,985			
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	499,452			
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				0
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). . .	54,905			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	444,547			
10 Analysis of line 9				
a Excess from 2011. . . .				221,878
b Excess from 2012. . . .				12,264
c Excess from 2013. . . .				49,802
d Excess from 2014. . . .				74,618
e Excess from 2015. . . .				85,985

Part XIV

b

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	

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Part XV

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Part XV

Supplementary Information(continued)

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	509,845
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

[illegible]

Part XVII

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?			Yes	No
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				

[illegible]

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				
	***** _____ Signature of officer or trustee	2016-11-14 _____ 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 Mark N Roth	Preparer's Signature 	Date 	Check if self-employed ☐	PTIN P00505332
	Firm's name ☐ Hertzbach & Company PA			Firm's EIN ☐ 52-1158459	
	Firm's address ☐ 1530 Wilson Blvd Ste 700 Arlington, VA 22209			Phone no (703) 351-6600	

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Richard Bernstein	Vice President 1 00	0	0	0
1054 31 st STreet NW Suite 1000 Washington,DC 20007				
Adam Bernstein	Treasurer 1 00	0	0	0
4409 Klinge Street Washington,DC 20016				
Ami Becker Aronson	Managing Executive Directo 40 00	0	0	0
6917 Anchorage Drive Bethesda,MD 20817				
Mauree Jane Perry	Secretary 1 00	0	0	0
2606 Jackson Street San Francisco,CA 94115				
Stuart Bernstein	President 1 00	0	0	0
Il Lugano - 300 Seminole Avenue Apt 3B Palm Beach,FL 33480				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
4 Paws for Ability 253 Dayton Ave Xenia, OH 45385		Charitable	Community Service	1,000
Alliance for Young Artists 197 East Broadway New York, NY 10002		Charitable	Community Service	25,000
Anti-Defamation League 605 3rd Ave New York, NY 10158		Charitable	Community Service	6,500
C&O Canal Trust 1850 Dual Highway Suite 100 Hagerstown, MD 21740		Charitable	Community Service	6,000
City Dance 1111 16th St NW Washington, DC 20036		Charitable	Community Service	10,000
Environmental Workshop Group 1436 U Street NW 100 Washington, DC 20009		Charitable	Community Service	3,500
Friends of Lubavich 11621 Seven Locks Rd Potomac, MD 20854		Charitable	Community Service	10,000
Inner City-Inner Child 3133 Dumbarton St NW Washington, DC 20007		Charitable	Community Service	15,000
JerusalemOnlineU.com 105 E 34th Street Suite 117 New York, NY 10016		Charitable	Community Service	20,000
Kollel Vilna 3299 K St NW Suite 700 Washington, DC 20007		Charitable	Community Service	12,500
Leo Bernstein Jewish Academy 1401 Arcola Ave Silver Spring, MD 20902		Charitable	Community Service	25,000
Marshall-Brennan 4400 Massachusetts Ave NW Washington, DC 20016		Charitable	Community Service	20,000
Martha's Table 2204 Martin Luther King Jr Ave SE Washington, DC 20020		Charitable	Community Service	10,000
Mentus College Fund PO Box 29024 San Francisco, CA 94129		Charitable	Community Service	6,000
Metro Minyan 3935 Macomb Street NW Washington, DC 20016		Charitable	Community Service	10,000
Total ▶ 3a				509,845

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
National Museum of Women in the Arts 1250 New York Ave NW Washington,DC 20005		Charitable	Community Service	15,000
New Dance Alliance 182 Duane St New York,NY 10013		Charitable	Community Service	10,000
Peninsula Temple Beth El 1700 Alameda de las Pulgas San Mateo,CA 94403		Charitable	Community Service	14,000
Ronald C Wornick Jewish Day School 800 Foster City Blvd Foster City,CA 94404		Charitable	Community Service	5,000
S&R Foundation 7501 Wisconsin Ave 600 Bethesda,MD 20814		Charitable	Community Service	10,000
Sasha Bruce Youthwork Inc 741 8th St SE Washington,DC 20003		Charitable	Community Service	19,000
Sixth & I Historic Synagogue 600 I Street NW Washington,DC 20001		Charitable	Community Service	21,498
So African LaCrosse 6901 Charles Ridge Road Towson,MD 21204		Charitable	Community Service	1,000
Sonoma Community Center 276 E Napa St Sonoma,CA 95476		Charitable	Community Service	5,000
Stone Soup Films 1070 Thomas Jefferson St NW Suite 202 Washington,DC 20007		Charitable	Community Service	500
The Community Foundation of the National Capital Region 1201 15th Street NW Suite 420 Washington,DC 20005		Charitable	Community Service	2,000
The Seed Foundation 1776 Massachusetts Ave NW Washington,DC 20036		Charitable	Community Service	2,000
Transformer 1404 P Street NW Washington,DC 20005		Charitable	Community Service	2,500
Trust for the National Mall PO Box 96475 Washington,DC 20090		Charitable	Community Service	25,000
Urban Alliance Foundation 2030 Q Street NW Washington,DC 20009		Charitable	Community Service	15,247
Total ▶ 3a				509,845

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Vital Voices 1625 Massachusetts Ave NW Washington, DC 20036		Charitable	Community Service	1,500
WAMU 885 American University 4400 Massachusetts Ave NW Washington, DC 20016		Charitable	Community Service	50,000
Washington Regional Association Grantmakers 1400 16th Street NW Suite 740 Washington, DC 20036		Charitable	Community Service	3,750
Yeshiva of Greater Washington 2010 Linden Land Silver Spring, MD 20910		Charitable	Community Service	10,000
Creative Coalition 360 Park Avenue South 11th Floor New York, NY 10010		Charitable	Community Service	10,000
Kennedy Center 2700 F Street NW Washington, DC 20566		Charitable	Community Service	15,000
Bimbam (Formerly G-D Cast) 131 Steuart St Suite 205 San Francisco, CA 94105		Charitable	Community Service	10,000
Jewish Causes for Choice 384 Harvard Street Brookline, MA 02446		Charitable	Community Service	10,000
AU Hillel 4400 Massachusetts Ave NW Washington, DC 20016		Charitable	Community Service	10,500
ICivics 1035 Cambridge Street Suite 21B Cambridge, MA 02141		Charitable	Community Service	15,000
Jerusalem International YMCA 1 Towne Sq Suite 600 Southfield, MI 48076		Charitable	Community Service	1,850
Children's Hospital Foundation 111 Michigan Ave NW Washington, DC 20010		Charitable	Community Service	500
Aspen Institute 1 Dupont Circle NW Washington, DC 20036		Charitable	Community Service	12,500
Jewish Historical Society of Greater Washington 701 3rd Street NW Washington, DC 20001		Charitable	Community Service	1,000
Center for Israel Studies 4400 Massachusetts Ave NW Washington, DC 20016		Charitable	Community Service	1,000
Total ▶ 3a				509,845

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
Holton-Arms School 7303 River Road Bethesda,MD 20817		Charitable	Community Service	1,000
HopeCam 12100 Sunset Hills Road C10 Reston,VA 20190		Charitable	Community Service	500
Jane Goodall Institute 1595 Spring Hill Road Vienna,VA 22182		Charitable	Community Service	1,000
Charles E Smith Life Communities 6121 Montrose Road Rockville,MD 20852		Charitable	Community Service	5,000
Most Valuable Kids 11122 Stephalee Lane Rockville,MD 20852		Charitable	Community Service	1,000
Cancer Schmancer 23823 Malibu Road Suite 311 Malibu,CA 90265		Charitable	Community Service	2,500
Active Minds Inc 2001 S Street NW Suite 450 Washington,DC 20009		Charitable	Community Service	500
Family & Children's Services Inc 650 S Peoria Ave Tulsa,OK 74120		Charitable	Community Service	500
Dream Scape 9 Marcin Way Flanders,NJ 07836		Charitable	Community Service	1,226
DC Volunteer Lawyers Project 5335 Wisconsin Ave NW Suite 440 Washington,DC 20015		Charitable	Community Service	1,000
The Barack H Obama 107 S West Suite 401 Alexandria,VA 22314		Charitable	Community Service	7,224
Summit Foundation 2100 Pennsylvania Ave NW Suite 525 Washington,DC 20037		Charitable	Community Service	3,000
Jewish Funders Network 150 W 30th Street New York,NY 10001		Charitable	Community Service	850
The Hawn Foundation 1815 Purdy Avenue Miami Beach,FL 33139		Charitable	Community Service	2,700
National Center For Family Philanthropy 1101 Connecticut Ave NW Suite 220 Washington,DC 20036		Charitable	Community Service	1,000
Total ▶ 3a				509,845

TY 2015 Accounting Fees Schedule**Name:** Leo M Bernstein Family Foundation

Attn Ami Becker Aronson

EIN: 52-6041822

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	9,475	8,528		948

TY 2015 Explanation of Non-Filing with Attorney General Statement

Name: Leo M Bernstein Family Foundation
Attn Ami Becker Aronson

EIN: 52-6041822

Statement: DC does not require 990-PF to be furnished to DC

TY 2015 Investments Corporate Stock Schedule

Name: Leo M Bernstein Family Foundation
Attn Ami Becker Aronson

EIN: 52-6041822

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Managed Portfolio	7,105,740	7,687,249

TY 2015 Investments - Other Schedule**Name:** Leo M Bernstein Family Foundation

Attn Ami Becker Aronson

EIN: 52-6041822

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Israel State Bonds	AT COST	1,000	1,000
Brown Advisory Investors, LLP	AT COST	23,138	26,570
Battletown Inn	AT COST	970,478	650,000
Yukon	AT COST	112,795	113,366
Investment in Strasburg	AT COST	0	0

TY 2015 Legal Fees Schedule

Name: Leo M Bernstein Family Foundation
Attn Ami Becker Aronson

EIN: 52-6041822

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal Fees	31,385	31,385		0

TY 2015 Other Decreases Schedule**Name:** Leo M Bernstein Family Foundation

Attn Ami Becker Aronson

EIN: 52-6041822

Description	Amount
Basis Adjustment	4,250
Non-deductible Expenses	44
Non-deductible Federal Taxes	3,805

TY 2015 Other Expenses Schedule**Name:** Leo M Bernstein Family Foundation

Attn Ami Becker Aronson

EIN: 52-6041822

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank Charges	599	599		0
Messenger/Delivery	331	298		33
Postage	2,500	2,500		0
Metro	213	192		21
Meals & Entertainment	2,834	2,551		283
Payroll Process	423	381		42
Insurance	13,568	12,212		1,357
Contract Labor	4,090	3,681		409
Investment Fees	45,728	45,728		0
Repairs & Maintenance	159,140	159,140		0
Management Fees	36,000	32,400		3,600
Miscellaneous	1,300	1,170		130
Auto Expenses	460	414		46
Computer Support	2,118	1,906		212
Phone	1,200	1,080		120
Training & Education	475	475		0
Philanthropy	500	0		500

TY 2015 Other Increases Schedule**Name:** Leo M Bernstein Family Foundation

Attn Ami Becker Aronson

EIN: 52-6041822

Description	Amount
Unrealized Gains	94,808

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

**TY 2015 Other
Notes/Loans Receivable
Long Schedule**

Name: Leo M Bernstein Family Foundation
Attn Ami Becker Aronson
EIN: 52-6041822

Borrower's Name	Relationship to Insider	Original Amount of Loan	Balance Due	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Security Provided by Borrower	Purpose of Loan	Description of Lender Consideration	Consideration FMV
Darrell Bates		0	0				0 %				0
J Driscoll		0	0				0 %				0
F&Crabill Inc		0	88,268				0 %				88,000
B Brill		0	230,000				0 %				230,000

TY 2015 Other Professional Fees Schedule

Name: Leo M Bernstein Family Foundation
Attn Ami Becker Aronson

EIN: 52-6041822

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Professional Fees	15,284	15,284		0

TY 2015 Taxes Schedule

Name: Leo M Bernstein Family Foundation
Attn Ami Becker Aronson

EIN: 52-6041822

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Real Estate Taxes	53,179	53,179		0