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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 separate instructions is at www.irs.gov/form990pf.

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation MARION PARK LEWIS FOUNDATION FOR THE ARTS		A Employer identification number 54-1620612
Number and street (or P.O. box number if mail is not delivered to street address) 1520 COMMERCE STREET #116	Room/suite	B Telephone number 540-837-9998
City or town, state or province, country, and ZIP or foreign postal code WINCHESTER, VA 22601		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 ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,850,811. (Part I, column (d) must be on cash basis.)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check ☒ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	85,889.	85,889.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	258,752.			
b	Gross sales price for all assets on line 6a 746,676.				
7	Capital gain net income (from Part IV, line 2)		258,752.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	344,641.	344,641.		
13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 2	740.	0.		0.
c	Other professional fees STMT 3	3,083.	0.		0.
17	Interest				
18	Taxes STMT 4	1,528.	1,528.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 5	565.	0.		0.
24	Total operating and administrative expenses. Add lines 13 through 23	5,916.	1,528.		0.
25	Contributions, gifts, grants paid	149,336.			149,336.
26	Total expenses and disbursements. Add lines 24 and 25	155,252.	1,528.		149,336.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	189,389.			
b	Net investment income (if negative, enter -0-)		343,113.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	50,778.	39,907.	39,907.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock			
	c	Investments - corporate bonds			
	Liabilities	11	Investments - land, buildings, and equipment basis ▶		
		Less: accumulated depreciation ▶			
12		Investments - mortgage loans			
13		Investments - other STMT 6	2,093,003.	2,293,263.	2,810,904.
14		Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation ▶			
15		Other assets (describe ▶)			
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,143,781.	2,333,170.	2,850,811.
17		Accounts payable and accrued expenses			
18		Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐				
	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	3,327.	3,327.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds	2,140,454.	2,329,843.		
30	Total net assets or fund balances	2,143,781.	2,333,170.		
31	Total liabilities and net assets/fund balances	2,143,781.	2,333,170.		

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	2,143,781.
2	Enter amount from Part I, line 27a	2	189,389.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,333,170.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,333,170.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
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			
b			
c			
d			
e 746,676.		487,924.	258,752.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			258,752.

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	258,752.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	138,150.	3,028,017.	.045624
2013	138,977.	2,836,629.	.048994
2012	131,031.	2,581,313.	.050761
2011	139,972.	2,631,003.	.053201
2010	130,000.	2,455,771.	.052937

2 Total of line 1, column (d)	2	.251517
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	.050303
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	2,948,921.
5 Multiply line 4 by line 3	5	148,340.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,431.
7 Add lines 5 and 6	7	151,771.
8 Enter qualifying distributions from Part XII, line 4	8	149,336.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. -Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	6,862.
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	6,862.
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	6,862.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	3,707.	
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	3,707.	
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	3,155.	
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 2016 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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► VA		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► INFO@MPLEF-ARTS.ORG	X	
14 The books are in care of ► JOHN P. LEWIS Telephone no. ► 540-837-9998 Located at ► P.O. BOX 398, MILLWOOD, VA ZIP+4 ► 22646		
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 N/A		
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A ► ☐	N/A	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 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 ► _____, _____, _____ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No b If "Yes," did it have excess business holdings in 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) N/A		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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?		X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

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?

N/A

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.

(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
MARJORIE S. LEWIS	PRESIDENT			
1520 COMMERCE STREET #116				
WINCHESTER, VA 22601	0.00	0.	0.	0.
JOHN P. LEWIS	VICE PRESIDENT			
1520 COMMERCE STREET #116				
WINCHESTER, VA 22601	0.00	0.	0.	0.
DAVID P. LEWIS	SECRETARY			
1520 COMMERCE STREET #116				
WINCHESTER, VA 22601	0.00	0.	0.	0.
HOWARD P. LEWIS	TREASURER			
1520 COMMERCE STREET #116				
WINCHESTER, VA 22601	0.00	0.	0.	0.

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

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

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

0

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Part 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	2,940,923.
b	Average of monthly cash balances	1b	47,453.
c	Fair market value of all other assets	1c	5,452.
d	Total (add lines 1a, b, and c)	1d	2,993,828.
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	2,993,828.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	44,907.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,948,921.
6	Minimum investment return. Enter 5% of line 5	6	147,446.

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	147,446.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	6,862.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,862.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	140,584.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	140,584.
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	140,584.

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	149,336.
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	149,336.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	149,336.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				140,584.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	8,843.			
b From 2011	10,604.			
c From 2012	4,330.			
d From 2013	3,771.			
e From 2014				
f Total of lines 3a through e	27,548.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$	149,336.			
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				140,584.
e Remaining amount distributed out of corpus	8,752.			
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	36,300.			
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 instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				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	8,843.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	27,457.			
10 Analysis of line 9:				
a Excess from 2011	10,604.			
b Excess from 2012	4,330.			
c Excess from 2013	3,771.			
d Excess from 2014				
e Excess from 2015	8,752.			

**MARION PARK LEWIS FOUNDATION
FOR THE ARTS**

Form 990-PF (2015)

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

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
2 a 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 foundation had \$5,000 or more in assets at any time during the year-see instructions.)

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

NONE

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

NONE

- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (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:

SEE STATEMENT 7

- b** The form in which applications should be submitted and information and materials they should include:
- c** Any submission deadlines:
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

**MARION PARK LEWIS FOUNDATION
FOR THE ARTS**

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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 ATTACHED SCHEDULE DETAILING GRANT RECIPIENTS 1520 COMMERCE ST., #116 WINCHESTER, VA 22601	NONE		TO PROMOTE EDUCATION FOR THE ARTS	149,336.
Total				▶ 3a 149,336.
b Approved for future payment				
NONE				
Total				▶ 3b 0.

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Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | X |
| 1a(2) | | X |
| 1b(1) | | X |
| 1b(2) | | X |
| 1b(3) | | X |
| 1b(4) | | X |
| 1b(5) | | X |
| 1b(6) | | X |
| 1c | | X |

[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
N/A		

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 Date Title

☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name JAMES M. VERMILLION, JR., CPA	Preparer's signature <i>[Signature]</i>	Date 4-5-11	Check ☐ if self-employed	PTIN P00523485
	Firm's name ▶ HOTTEL & WILLIS, P.C.				Firm's EIN ▶ 54-1135771
	Firm's address ▶ 314 NORTH BRADDOCK STREET WINCHESTER, VA 22601				Phone no. (540)662-0325

Form **990-PF** (2015)

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	210.000 ISHARES MSCI EAFE ETF	P		03/12/15
b	3428.000 ISHARES MSCI EAFE ETF	P		03/12/15
c	1480.000 ISHARES RUSSELL 1000 GROWTH ETF	P		03/12/15
d	1023.000 ISHARES RUSSELL 1000 VALUE	P		03/12/15
e	123.000 ISHARES RUSSELL 2000 ETF	P		03/12/15
f	294.000 SPDR S&P MIDCAP ETF TRUST	P		03/12/15
g	1347.250 GS CORE FIXED INCOME FUND	P		05/06/15
h	1386.860 GS HIGH YIELD FUND	P		05/06/15
i	55.000 ISHARES MSCI EAFE ETF	P		05/06/15
j	82.000 ISHARES MSCI EAFE ETF	P		05/06/15
k	114.000 ISHARES MSCI EMERERGING MKTS ETF	P		05/06/15
l	129.000 ISHARES RUSSELL 1000 GROWTH ETF	P		05/06/15
m	125.000 ISHARES RUSSELL 1000 VALUE	P		05/06/15
n	45.000 ISHARES RUSSELL 2000 ETF	P		05/06/15
o	15.000 SPDR MIDCAP 400 ETF TRUST	P		05/06/15

(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 13,301.		10,030.	3,271.
b 217,126.		177,616.	39,510.
c 145,245.		55,441.	89,804.
d 105,091.		46,137.	58,954.
e 15,040.		4,603.	10,437.
f 80,075.		22,509.	57,566.
g 14,200.		12,527.	1,673.
h 9,500.		11,439.	-1,939.
i 3,638.		3,459.	179.
j 5,423.		4,249.	1,174.
k 4,824.		3,850.	974.
l 12,749.		4,832.	7,917.
m 12,934.		5,638.	7,296.
n 5,422.		1,684.	3,738.
o 4,082.		1,148.	2,934.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			3,271.
b			39,510.
c			89,804.
d			58,954.
e			10,437.
f			57,566.
g			1,673.
h			-1,939.
i			179.
j			1,174.
k			974.
l			7,917.
m			7,296.
n			3,738.
o			2,934.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 }

3

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	9475.220 GS LOCAL EMERGING MARKETS DEBT FUND	P	03/20/13	03/12/15
b	9475.220 GS LOCAL EMERGING MARKETS DEBT FUND - WA	P	03/20/13	03/12/15
c	52.000 ISHARES U.S. REAL ESTATE	P	03/20/13	03/12/15
d	353.110 GS LOCAL EMERGING MARKETS DEBT FUND	P	03/20/13	05/06/15
e	353.110 GS LOCAL EMERGING MARKETS DEBT FUND - WAS	P	03/20/13	05/06/15
f	45.000 ISHARES U.S. REAL ESTATE	P	03/20/13	05/06/15
g	80.000 SPDR DJ WILSHIRE INTERNATIONAL REAL ESTATE	P	03/20/13	05/06/15
h	786.190 GS TACTICAL TILT IMPLEMENTAITON FUND	P	03/12/15	05/06/15
i	327.000 ISHARES CURRENCY HEDGED MSCI EAFE ETF	P	03/12/15	05/06/15
j	CAPITAL GAINS DIVIDENDS			
k				
l				
m				
n				
o				

(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 65,000.		91,302.	-26,302.
b 417.		417.	0.
c 4,029.		3,584.	445.
d 2,500.		3,403.	-903.
e 260.		260.	0.
f 3,331.		3,101.	230.
g 3,493.		3,392.	101.
h 8,200.		8,216.	-16.
i 9,052.		9,087.	-35.
j 1,744.			1,744.
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			-26,302.
b			0.
c			445.
d			-903.
e			0.
f			230.
g			101.
h			-16.
i			-35.
j			1,744.
k			
l			
m			
n			
o			

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	258,752.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Marion Park Lewis Foundation Awards

2015-16

ART

Name	Amt Awd	Institution	Purpose
Orin Adcox	3000	George Mason University	College Tuition
Ursula Bell	4000	Virginia Commonwealth University	College Tuition
Anna Brittingham	3000	Virginia Commonwealth University	College Tuition
Madeline Brooks	1000	Shepherd University	College Tuition
Michael Cecere	2000	Michael Timothy Davis	Private Study
Lauren Fabin	3000	Virginia Tech	College Tuition
Abigail Gomez	1000	Academy of Art University	College Tuition
Caliph Greene	4800	Shepherd University	College Tuition
Sierra Hepner	1000	Virginia Tech	College Tuition
Miranda Herring	3000	Purdue University	College Tuition
Lindsey Perrault	4000	James Madison University	College Tuition
Cameron Ritcher	2000	James Madison University	College Tuition
Sarah Sullivan	1500	Shepherd University	College Tuition
Bettina Wagner	1000	MICA	Summer Art Intensive
Samantha Wilson	1000	Lord Fairfax Community College	College Tuition
	35300		

DANCE

Name	Amt Awd	Institution	Purpose
Megan Fleming	1900	Maryland Youth Ballet	Workshop Tuition
Rebecca Fogleman	1000	Orlando Ballet School	Workshop Tuition
Emmakate Franz	4470	Maryland Youth Ballet	Annual Tuition
Hannah Franz	3300	Adelphi University	College Tuition
Leah Heller	925	Ballet Palm Beach	Trainee Tuition
Jessica Kinnaman	10000	Akhmedova Ballet Academy	Annual Tuition Sum Intensive
Anastasia Kubanda	635	Central PA Youth Ballet Summer	Summer Tuition
Nadia Myers	2300	Houston Ballet Academy	Workshop Tuition
Sophia Myers	4600	Kirov Academy of Ballet	Workshop Tuition
Andrew Robare	1074	Univ of North Carolina School of the Arts	Workshop Tuition
Genevieve Rochefort	2210	Atlanta Ballet RDA Choreography	Workshop Tuition
	32414		

LITERATURE

Name	Amt Awd	Institution	Purpose
Jordan Upshaw	1000	Champlain College	College Tuition
	1000		

MUSIC

Name.	Amt Awd	Institution	Purpose
Katelynn Dill	1000	Wintergreen Summer Cham Music Acad.	Summer Intensive
Peter Donnelly	2000	Belmont University	College Tuition
Steven Murray	1100	OperaFest NJ	Workshop Tuition
Breton Nicholas	3000	University of N Carolina	College Tuition
Abraham Nouri	2000	Eastman School of Music	College Tuition
Dillon Robb	6560	The Boston Conservatory	College Tuition
Jonah White	2000	Alderson Broaddus University	College Tuition
	19160		

THEATRE

Name	Amt Awd	Institution	Purpose
Thomas Bloom	6000	Shenandoah University	College Tuition
Samuel Cooper	3000	Liberty University	College Tuition
Nicole Culbreth	4000	Shenandoah University	College Tuition
Gabrielle Tokach	4000	George Mason University	College Tuition
Mitchell Wajda	6000	Ithaca College	College Tuition
	23000		

Organizations

Organization	Amt. Awd.	For
Apollo Youth Summer Theatre Workshop	2400	Youth Theatre Summer Theatre Workshop
Arts Chorale of Winchester	1200	Guest Artist
Barns of Rose Hill	1000	Equestrian Oil Painting Workshop
Blue Ridge Youth Theater	2155	Summer Performing Arts Camp
Front Royal Oratorio Society	2000	Concerts
Grafton School	2000	Drum Circle Project
Inwood Dance Co.	3000	Guest Artist
Musselman Theatre	3000	Theatre Camp
Opus Oaks, an Art Place, Inc.	5000	Intern Salaries
Rockingham Ballet Theatre	4327	Expansion of intensive ballet program
Shenandoah Arts Council	500	Arts Management Intern
Shenandoah Arts Council	200	Guest Photography Teacher
Shenandoah Arts Council	380	Watercolor Workshop
Shenandoah Univ--Performing Arts Live	3300	Community Educational Outreach
Shenandoah Valley Discovery Museum	3000	Art-in-the-Making
Winchester Musica Viva	5000	Concerts
	37462	

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
THRU GOLDMAN-SACHS (DIVIDENDS)	87,592.	1,744.	85,848.	85,848.	
THRU GOLDMAN-SACHS (INTEREST)	41.	0.	41.	41.	
TO PART I, LINE 4	87,633.	1,744.	85,889.	85,889.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	740.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	740.	0.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATOR FEES	3,083.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	3,083.	0.		0.

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX PAID FROM DIVIDENDS	1,528.	1,528.		0.	
TO FORM 990-PF, PG 1, LN 18	1,528.	1,528.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MISCELLANEOUS	95.	0.		0.	
POSTAGE	100.	0.		0.	
WEBSITE MAINTENANCE	97.	0.		0.	
OFFICE SUPPLIES	273.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	565.	0.		0.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	6
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
THRU GOLDMAN-SACHS <DETAILS ON FILE>	FMV	2,287,053.	2,808,457.	
THRU GOLDMAN-SACHS <ACCRUED INCOME>	FMV	6,210.	2,447.	
TOTAL TO FORM 990-PF, PART II, LINE 13		2,293,263.	2,810,904.	

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 7

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MARION PARK LEWIS FOUNDATION FOR THE ARTS
1520 COMMERCE ST. #116
WINCHESTER, VA 22601

TELEPHONE NUMBER

540-837-9998

EMAIL ADDRESS

INFO@MPLF-ARTS.ORG

FORM AND CONTENT OF APPLICATIONS

GRANT APPLICATION AVAILABLE ON THE FOUNDATION'S WEBSITE.

ANY SUBMISSION DEADLINES

MARCH 15

RESTRICTIONS AND LIMITATIONS ON AWARDS

APPLICANTS SHOULD BE RESIDENTS OF, AND ORGANIZATIONS SHOULD BE LOCATED IN, THE NORTHERN SHENANDOAH VALLEY, INCLUDING THE CITIES OF WINCHESTER AND HARRISONBURG AND THE COUNTIES OF FREDERICK, CLARKE, WARREN, SHENANDOAH, PAGE, AND ROCKINGHAM IN VIRGINIA, AND THE COUNTIES OF JEFFERSON, AND BERKELEY IN WEST VIRGINIA. AWARDS ARE MADE FOR SPECIFIC EDUCATIONAL PROJECTS THAT DEVELOP THE TALENT AND KNOWLEDGE OF THE ARTIST OR PARTICIPANTS OF A NON-PROFIT GROUP.
