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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its 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 MARION & ROBERT ROSENTHAL FAMILY FOUNDATION C/O DONALD BAVELY

A Employer identification number
54-1740285

Number and street (or P O box number if mail is not delivered to street address) 1902 ASSOCIATION DR

Room/suite

B Telephone number (see instructions)
(703) 553-4300

City or town, state or province, country, and ZIP or foreign postal code
RESTON, VA 20191

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)* ▶$ 5,225,367

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))*

			(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				
	4	Dividends and interest from securities	129,611	123,871		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	559,503			
	b	Gross sales price for all assets on line 6a 2,334,540				
	7	Capital gain net income (from Part IV, line 2)		559,503		
	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	689,114	683,374		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	36,000	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	4,000	0		0
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	3,405	0		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	54,770	53,909		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	98,175	53,909		0
	25	Contributions, gifts, grants paid	1,994,921			1,994,921
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,093,096	53,909		1,994,921
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,403,982			
	b	**Net investment income** (if negative, enter -0-)		629,465		
	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	185,114	185,693	185,693
	2	Savings and temporary cash investments	566,268	374,358	374,358
	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) ▶			
		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 (attach schedule)	1,292,285	712,047	721,238
	b	Investments—corporate stock (attach schedule)	2,418,797	2,272,672	2,715,689
	c	Investments—corporate bonds (attach schedule)	925,846	582,588	583,370
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	777,483	634,453	645,019
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	6,165,793	4,761,811	5,225,367
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	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	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	6,165,793	4,761,811	
	30	**Total net assets or fund balances** (see instructions)	6,165,793	4,761,811	
	31	**Total liabilities and net assets/fund balances** (see instructions)	6,165,793	4,761,811	

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	6,165,793
2	Enter amount from Part I, line 27a	2	-1,403,982
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	4,761,811
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	4,761,811

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)
1 a	RECOVERY FROM MADOFF INVESTMENT	P	2007-12-31	2015-12-31
b	PUBLICLY TRADED SECURITIES	P		
c	DEUTSCHE BANK PRIVATE EQUITY K-1	P	2007-02-28	2015-12-31
d	DEUTSCHE BANK PRIVATE EQUITY K-1	P		2015-12-31
e	BROADSTONE NET LEASE DISTRIBUTION	P		2015-12-31

	(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	148,568			148,568
b	2,065,865		1,775,037	290,828
c	16,242			16,242
d	88,174			88,174
e	15,691			15,691

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				148,568
b				290,828
c				16,242
d				88,174
e				15,691

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	559,503
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	1,639,826	7,024,161	0 233455
2013	1,908,100	8,408,699	0 226920
2012	1,527,302	4,714,612	0 323951
2011	1,265,202	3,418,140	0 370143
2010	940,985	4,261,739	0 220798

2	**Total** of line 1, column (d).	2	1 375267
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 275053
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	6,221,621
5	Multiply line 4 by line 3.	5	1,711,276
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	6,295
7	Add lines 5 and 6.	7	1,717,571
8	Enter qualifying distributions from Part XII, line 4.	8	1,994,921

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	6,295
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	6,295
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	6,295
6	Credits/Payments				
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	6,598		
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	6,598
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	303
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 303 **Refunded** ▶			11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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) ▶ VA, DE			
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	Yes	
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)*

				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)		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 ▶DONALD BAVELY	Telephone no ▶(703) 553-4300			
	Located at ▶1902 ASSOCIATION DRIVE RESTON VA	ZIP +4 ▶20191			
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		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		No
	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	4,855,134
b	Average of monthly cash balances	1b	756,703
c	Fair market value of all other assets (see instructions)	1c	704,529
d	**Total** (add lines 1a, b, and c)	1d	6,316,366
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	6,316,366
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	94,745
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,221,621
6	**Minimum investment return.** Enter 5% of line 5	6	311,081

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	311,081
2a	Tax on investment income for 2015 from Part VI, line 5 — 2a: 6,295		
b	Income tax for 2015 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	6,295
3	Distributable amount before adjustments Subtract line 2c from line 1	3	304,786
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	304,786
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	304,786

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	1,994,921
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	1,994,921
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	6,295
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,988,626

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				304,786
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. 727,960				
b From 2011. 1,108,941				
c From 2012. 1,305,979				
d From 2013. 1,604,797				
e From 2014. 1,298,591				
f **Total** of lines 3a through e.	6,046,268			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 1,994,921				
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.				304,786
e Remaining amount distributed out of corpus	1,690,135			
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	7,736,403			
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) . . .	727,960			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	7,008,443			
10 Analysis of line 9				
a Excess from 2011. . . . 1,108,941				
b Excess from 2012. . . . 1,305,979				
c Excess from 2013. . . . 1,604,797				
d Excess from 2014. . . . 1,298,591				
e Excess from 2015. . . . 1,690,135				

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))

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 email address of the person to whom applications should be addressed

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

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**				1,994,921
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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . .			14	129,611	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			14	559,503	
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		689,114	0

13 Total. Add line 12, columns (b), (d), and (e). 13 689,114

(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)
4	EXEMPT FUNCTION INCOME IS FEDERAL TAX-EXEMPT INCOME ONLY

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

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

(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

****** | 2016-10-31 | ******

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
JEREMY DAVIS				P00403930

Firm's name ▶ RSM US LLP — Firm's EIN ▶ 42-0714325

Firm's address ▶ 1861 INTERNATIONAL DRIVE SUITE 400 MCLEAN, VA 22102 — Phone no (703) 336-6400

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
ROBERT M ROSENTHAL 1902 ASSOCIATION DRIVE RESTON, VA 20191	PRESIDENT/DIRECTOR 1 00	0	0	0
MARION ROSENTHAL 1902 ASSOCIATION DRIVE RESTON, VA 20191	VICE PRESIDENT/DIRECTOR 1 00	0	0	0
JANE R CAFRITZ 1902 ASSOCIATION DRIVE RESTON, VA 20191	VICE PRESIDENT/DIRECTOR 1 00	12,000	0	0
BROOKE R PETERSON 1902 ASSOCIATION DRIVE RESTON, VA 20191	TREASURER/DIRECTOR 1 00	12,000	0	0
NANCY ROSENTHAL 1902 ASSOCIATION DRIVE RESTON, VA 20191	SECRETARY/DIRECTOR 1 00	12,000	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*				
ADAS ISRAEL CONGREGATION 2850 QUEBEC STREET NW WASHINGTON,DC 20008	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	100,500
BEST FRIENDS FOUNDATION 5335 WISCONSIN AVE NW 440 WASHINGTON,DC 20015	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	5,000
BETTY FORD CENTER 39000 BOB HOPE DRIVE RANCHO MIRAGE,CA 92270	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	15,000
CHILDRENS HOSPITAL FOUNDATION 2924 BROOK ROAD RICHMOND,VA 23220	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	25,000
CHILDRENS NATIONAL MEDICAL CENTER 111 MICHIGAN AVENUE NW WASHINGTON,DC 20010	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	250,000
EGAN MARITIME INSTITUTE PO BOX 2923 NANTUCKET,MA 02584	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	20,000
EISENHOWER MEDICAL CENTER 39000 BOB HOPE DRIVE RANCHO MIRAGE,CA 92270	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	50,000
FRIENDS OF THE NANTUCKET HISTORICAL ASSOCIATION PO BOX 1016 NANTUCKET,MA 02554	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	3,000
HEBREW HOME OF GREATER WASHINGTON 6121 MONTROSE ROAD ROCKVILLE,MD 20852	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	2,500
JEWISH FEDERATION OF GREATER WASHINGTON 6101 EXECUTIVE BLVD 100 ROCKVILLE,MD 20852	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	500
JOHNS HOPKINS UNIVERSITY 3400 N CHARLES STREET BALTIMORE,MD 212182696	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	875,000
LIFE WITH CANCER 8411 PENNELL STREET FAIRFAX,VA 22031	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	25,000
LUNGEVITY FOUNDATION 228 S WABASH AVE 700 CHICAGO,IL 60604	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	10,000
MCCALLUM THEATRE 73000 FRED WARING DR PALM DESERT,CA 92260	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	25,000
NANTUCKET ATHENEUM DANCE FESTIVAL 1 INDIA STREET PO BOX 808 NANTUCKET,MA 02554	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	5,000
Total . . . . ▶ **3a**				1,994,921

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*				
NANTUCKET COTTAGE HOSPITAL 57 PROSPECT STREET NANTUCKET,MA 02554	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	25,000
NANTUCKET HISORICAL ASSOCIATION 15 BROAD STREET NANTUCKET,MA 02554	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	1,000
NATIONAL AIR AND SPACE MUSEUM 600 INDEPENDENCE AVE SW WASHINGTON,DC 20560	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	25,000
NATIONAL GALLERY OF ART 6TH CONSTITUTION AVE NW WASHINGTON,DC 20565	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	25,000
PALM SPRINGS ART MUSEUM 101 N MUSEUM DR PALM SPRINGS,CA 92262	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	37,500
PALM SPRINGS INTL FILM FESTIVAL 1700 E TAHQUITZ CANYON WAY 3 PALM SPRINGS,CA 92262	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	5,000
RANCHO MIRAGE WRITERS FESTIVAL 71-100 HIGHWAY 111 RANCHO MIRAGE,CA 92270	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	5,000
SANKATY HEAD FOUNDATION PO BOX 875 NANTUCKET,MA 02554	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	15,000
SASHA BRUCE YOUTHWORK 1022 MARYLAND AVE NE WASHINGTON,DC 20002	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	5,000
SUSAN G KOMEN FOR THE CURE 5005 LBJ FREEWAY SUITE 250 DALLAS,TX 75244	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	20,000
TEMPLE UNIVERSITY 1801 NORTH BROAD STREET PHILADELPHIA,PA 19122	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	200,000
THE JOHN F KENNEDY CENTER FOR THE PERFORMING ARTS 2700 F STREETNW WASHINGTON,DC 20566	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	135,000
THE PHILLIPS COLLECTION 1600 21ST STREET NW WASHINGTON,DC 20009	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	25,000
THE WASHINGTON BALLET 3515 WISCONSIN AVENUE NW WASHINGTON,DC 20016	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	25,000
US AGAINST ALZHEIMERS 1101 K STREET NW SUITE 400 WASHINGTON,DC 20005	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	20,000
Total . . . . ▶ **3a**				1,994,921

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 HEBREW CONGREGATION 3935 MACOMB STREET NW WASHINGTON, DC 20016	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	4,921
WETA 2775 S QUINCY ST ARLINGTON, VA 22206	NONE	PUBLIC CHARITY	TO ASSIST WITH PROGRAM SERVICES	10,000
Total . . . . ▶ **3a**				1,994,921

TY 2015 Accounting Fees Schedule

Name: THE MARION & ROBERT ROSENTHAL FAMILY FOUNDATION C/O DONALD BAVELY

EIN: 54-1740285

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	4,000	0		0

TY 2015 Investments Corporate Bonds Schedule

Name: THE MARION & ROBERT ROSENTHAL FAMILY FOUNDATION C/O DONALD BAVELY

EIN: 54-1740285

Name of Bond	End of Year Book Value	End of Year Fair Market Value
100,000 AMERICAN EXPRESS CENTURION 2% 11/28/2018	100,000	100,267
100,000 KRAFT FOODS GROUP INC 6.125% 08/23/2018	111,453	109,794
150,000 AMERICAN NATL RED CROSS 5.567% 11/15/17	152,437	159,677
500,000 BROWN UNIVERSITY 4.57% 09/01/2019	218,698	213,632

TY 2015 Investments Corporate Stock Schedule

Name: THE MARION & ROBERT ROSENTHAL FAMILY FOUNDATION C/O DONALD BAVELY

EIN: 54-1740285

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AGILENT TECHNOLOGIES	82,632	83,620
ALPHABET INC- CL C COMMON	75,550	113,832
AMERICAN INTERNATIONAL GROUP	63,248	71,280
ANADARK PETE CORP	78,706	48,580
APPLE INC	195,826	321,043
BB&T CORP	309,992	567,150
BIOGEN INC COMMON	91,340	91,905
BROOKFIELD INFRASTRUCTURE	59,198	58,761
CELGENE CORP	59,838	86,227
CHECKPOINT SOFTWARE TECHNOLOGY COMMON	48,345	81,380
COLGATE PALMOLIVE COMPANY	68,537	66,620
DANAHER CORP	60,204	90,558
ECOLAB INC.	91,506	91,504
GLADSTONE COMMERICAL CORP	83,743	72,950
ISHARES S&P MIDCAP	240,349	241,440
JOHNSON & JOHNSON COMMON	102,096	102,720
LAS VEGAS SANDS CORP	72,728	43,840
OCCIDENTAL PETROLEUM CO	76,746	60,849
PROCTOR & GAMBLE	90,610	79,410
STARBUCKS CORP	71,353	120,060
TJX COMPANIES	60,200	70,910
TRINITY INDUSTRIES COMMON	50,480	48,040
WILLIAMS COMPANIES INC	74,325	37,265
YUM BRANDS INC	65,120	65,745

TY 2015 Investments Government Obligations Schedule

Name: THE MARION & ROBERT ROSENTHAL FAMILY FOUNDATION C/O DONALD BAVELY

EIN: 54-1740285

US Government Securities - End of Year Book Value:	190,629
US Government Securities - End of Year Fair Market Value:	192,616
State & Local Government Securities - End of Year Book Value:	521,418
State & Local Government Securities - End of Year Fair Market Value:	528,622

TY 2015 Investments - Other Schedule

Name: THE MARION & ROBERT ROSENTHAL FAMILY FOUNDATION C/O DONALD BAVELY

EIN: 54-1740285

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BROADTSONE NET LEASE INC	FMV	250,062	260,628
PRIVATE EQUITY GLOBAL SELECT FUND IV	FMV	384,391	384,391

TY 2015 Other Expenses Schedule

Name: THE MARION & ROBERT ROSENTHAL FAMILY FOUNDATION C/O DONALD BAVELY

EIN: 54-1740285

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BB&T INVESTMENT FEES	19,303	18,442		0
DEUTSCHE BANK PRIVATE EQUITY K-1	35,082	35,082		0
CT CORPORATION & STATE LICENSE FEES	385	385		0

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TY 2015 Taxes Schedule

Name: THE MARION & ROBERT ROSENTHAL FAMILY FOUNDATION C/O DONALD BAVELY

EIN: 54-1740285

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PAYMENTS	3,400	0		0
FOREIGN TAX	5	0		0