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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2015

Open to Public Inspection

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

Name of foundation THE LEEPS FOUNDATION INC C/O PATRICIA V CUNNINGHAM		A Employer identification number 54-1975226	
Number and street (or P O box number if mail is not delivered to street address) 15 TRANQUILITY ROAD		B Telephone number (see instructions) (540) 719-0499	
City or town, state or province, country, and ZIP or foreign postal code MONETA, VA 241215373		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,022,579		J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		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				
	4 Dividends and interest from securities	24,832	24,832		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	56,587			
	b Gross sales price for all assets on line 6a 256,361				
	7 Capital gain net income (from Part IV, line 2) . . .		56,587		
	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)	1	1		
	12 Total. Add lines 1 through 11	81,420	81,420		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	1,660	0		1,660
	c Other professional fees (attach schedule)	6,092	6,092		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	412	56		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	25	0		0
	24 Total operating and administrative expenses. Add lines 13 through 23	8,189	6,148		1,660
	25 Contributions, gifts, grants paid	59,515			59,515
	26 Total expenses and disbursements. Add lines 24 and 25	67,704	6,148		61,175
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	13,716			
	b Net investment income (if negative, enter -0-)		75,272		
	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		11,148	12,177	12,177
	2	Savings and temporary cash investments		142,728	152,673	152,673
	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)				
	b	Investments—corporate stock (attach schedule)	341,329	271,443	438,476	
	c	Investments—corporate bonds (attach schedule)	350,144	422,478	417,150	
	11	Investments—land, buildings, and equipment basis ▶ _____				
	Less accumulated depreciation (attach schedule) ▶ _____					
12	Investments—mortgage loans.					
13	Investments—other (attach schedule)					
14	Land, buildings, and equipment basis ▶ _____					
	Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)	7,905	2,103	2,103		
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)	853,254	860,874	1,022,579		
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	853,254	860,874		
	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				
	28	Paid-in or capital surplus, or land, bldg , and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances(see instructions)	853,254	860,874		
	31	Total liabilities and net assets/fund balances(see instructions)	853,254	860,874		

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		853,254	
2	Enter amount from Part I, line 27a	2		13,716	
3	Other increases not included in line 2 (itemize) ▶ _____	3		0	
4	Add lines 1, 2, and 3	4		866,970	
5	Decreases not included in line 2 (itemize) ▶ _____	5		6,096	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6		860,874	

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			
b	PUBLICLY TRADED SECURITIES			
c	CAPITAL GAINS DIVIDENDS	P		
d				
e				

(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 36,131		32,984	3,147
b 206,523		166,790	39,733
c 13,707			13,707
d			
e			

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			3,147
b			39,733
c			13,707
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	56,587
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	54,861	1,088,310	0 050409
2013	54,493	1,047,379	0 052028
2012	46,945	1,012,078	0 046385
2011	46,536	990,269	0 046993
2010	42,600	966,893	0 044059

2	Total of line 1, column (d).	2	0 239874
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 047975
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	1,055,775
5	Multiply line 4 by line 3.	5	50,651
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	753
7	Add lines 5 and 6.	7	51,404
8	Enter qualifying distributions from Part XII, line 4.	8	61,175

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

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-)

3

Add lines 1 and 2.

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5

Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

280

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.

8

Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter **amount owed**

10

Overpayment. If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**.

11

Enter the amount of line 10 to be **Credited to 2015 estimated tax** ☐ **Refunded** ☐

1	753
2	0
3	753
4	0
5	753
6a	280
6b	
6c	
6d	
7	280
8	
9	473
10	
11	

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

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

No

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

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)*

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 ▶N/A	13	Yes	
14	The books are in care of ▶PATRICIA V CUNNINGHAM Telephone no ▶(540) 719-0499 Located at ▶15 TRANQUILITY ROAD MONETA VA ZIP+4 ▶24121			
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? 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 ▶	16	Yes	No

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. ▶ ☐	1b		
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

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

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?

5b

6b

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
PATRICIA V CUNNINGHAM 15 TRANQUILITY ROAD MONETA,VA 24121	PRESIDENT 0 50	0	0	0
SUSAN T SHOWFETY 15 TRANQUILITY ROAD MONETA,VA 24121	TREASURER 0 00	0	0	0
MICHAEL BRANSCOME 15 TRANQUILITY ROAD MONETA,VA 24121	BOARD MEMBER 0 00	0	0	0
STEVEN H CUNNINGHAM 15 TRANQUILITY ROAD MONETA,VA 24121	VICE PRESIDENT 0 50	0	0	0

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	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				

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

0

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3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

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	941,134
b	Average of monthly cash balances.	1b	127,849
c	Fair market value of all other assets (see instructions).	1c	2,870
d	Total (add lines 1a, b, and c).	1d	1,071,853
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	1,071,853
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	16,078
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,055,775
6	Minimum investment return. Enter 5% of line 5.	6	52,789

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	52,789
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	753
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	753
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	52,036
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	52,036
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	52,036

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	61,175
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	61,175
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	753
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	60,422

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				52,036
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.				
b From 2011.				
c From 2012.				
d From 2013.				2,738
e From 2014.				943
f Total of lines 3a through e.	3,681			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ _____ 61,175				
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.				52,036
e Remaining amount distributed out of corpus	9,139			
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	12,820			
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). . . .	0			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	12,820			
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.				2,738
d Excess from 2014.				943
e Excess from 2015.				9,139

Part XIV

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. . . . ▶

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

• 85% of line 2a

Qualifying distributions from Part XII,
line 4 for each year listed

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

"Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying
under section 4942(j)(3)(B)(i)

• "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .

(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

[illegible]

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:

• 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))

• 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	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	59,515
b Approved for future payment				
Total			3b	0

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	24,832		
5 Net rental income or (loss) from real estate						
a Debt-financed property.						
b Not debt-financed property.						
6 Net rental income or (loss) from personal property						
7 Other investment income.			14	1		
8 Gain or (loss) from sales of assets other than inventory			18	56,587		
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		81,420		0
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		81,420	

[illegible]

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				
BLUE & GRAY SEARCH & RESCUE DOGS PO BOX 710 HARRISONBURG,VA 22803	N/A	501(C)3 CHARITY	DONATION FOR BOAT PURCHASED TO TRAIN DOGS FOR WATER RESCUE	1,500
BLUE RIDGE CENTER FOR THERAPEUTIC HORSEMANSHIP PO BOX 438 BOYCE,VA 22620	N/A	501(C)3 CHARITY	DONATION TO BUILD RUN-IN SHED ONOR PRO SOFTWARE	1,875
BRIDLE PATHS 1909 WOODGATE LANE MCLEAN,VA 22101	N/A	501(C)3 CHARITY	DONATION SUPPORTING PROGRAM FOR MILITARY, FOSTER & ADOPTIVE FAMILIES	1,250
BROOK HILL RETIREMENT CENTER FOR HORSES 7289 BELLEVUE ROAD FOREST,VA 24551	N/A	501(C)3 CHARITY	SUPPORT OF SCHOLARSHIP PROGRAM FOR NEW THERAPEUTIC RIDING PROGRAM	1,000
GRAZ'N ACRES TRC 14492 IVOR ROAD SEDLEY,VA 23878	N/A	501(C)3 CHARITY	REPLACE BARN EXIT & AISLE LIGHTS WITH LED LIGHTS	1,200
HEALING STRIDES OF VA PO BOX 456 BOONES MILL,VA 24065	N/A	501(C)3 CHARITY	RAIN WATER RECYCLING SYSTEM TO WATER ARENA	1,300
HOOFBEATS THERAPEUTIC RIDING CENTER INC PO BOX 979 LEXINGTON,VA 24450	N/A	501(C)3 CHARITY	CHARITABLE & OPERATING PURPOSES	35,000
HORSES HELPING HEROES PROJECT 1807 S CHURCH ST STE 108 PMB 143 SMITHFIELD,VA 23430	N/A	501(C)3 CHARITY	TRANSPORTATION COSTS FOR VETERAN CLIENT TO THERAPY SESSIONS	780
LOUDOUN THERAPEUDIC RIDING INC 41793 TUTT LANE LEESBURG,VA 20176	N/A	501(C)3 CHARITY	PROVIDED FUNDING FOR NEW HIGH SCHOOL VOC/ED PROGRAM	2,000
NORTHERN VIRGINIA THERAPEUTIC RIDING PROGRAM 6429 CLIFTON ROAD CLIFTON,VA 20124	N/A	501(C)3 CHARITY	LYME VACCINE FOR 15 THERAPY HORSES	1,000
RAINBOW CENTER 4-H THERAPEUTIC EQUESTRIANS PO BOX 479 MANASSAS,VA 20109	N/A	501(C)3 CHARITY	RIDING SCHOLARSHIPS - 15 CHILDREN	500
RIDE WITH PRIDE PO BOX 1203 STAUNTON,VA 24402	N/A	501(C)3 CHARITY	COMMUNITY/VOLUNTEER OUTREACH	960
ROANOKE VALLEY SPCA 1340 BALDWIN AVE NE ROANOKE,VA 24012	N/A	501(C)3 CHARITY	SPONSOR VET CARE FOR STRUGGLING PET OWNERS	500
SIMPLE CHANGES INC PO BOX 991 LORTON,VA 22199	N/A	501(C)3 CHARITY	CONTINUED SUPPORT OF LITERACY PROGRAM AT THERAPY SUMMER CAMP	1,500
SPIRIT 2705 WEST OX ROAD HERNDON,VA 20171	N/A	501(C)3 CHARITY	VET CARE FOR HORSES IN 2016	1,000
Total				59,515

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>				
ST FRANCIS OF ASSISI SERVICE DOG FOUNDATION PO BOX 19538 ROANOKE,VA 24019	N/A	501(C)3 CHARITY	EXPENSES FOR SERVICE DOG IN TRAINING FOR DISABLED CHILD	2,500
TRAV 2733 MCVITTY DRIVE ROANOKE,VA 24018	N/A	501(C)3 CHARITY	SUPPORT FOR STATE TRAV SHOW & TRAVEL SCHOLARSHIPS FOR RIDERS	1,250
UNBRIDLED CHANGE PO BOX 157 BOONES MILL,VA 24065	N/A	501(C)3 CHARITY	FUNDS FOR NEW STAFF TO OBTAIN EAGALA CERTIFICATION	1,000
UNTAMED SPIRIT THERAPEUTIC RIDING PROGRAM 3943 DAWLEY ROAD VIRGINIA BEACH,VA 23457	N/A	501(C)3 CHARITY	SPEAKER FEES FRO INTEGRATIVE WELLNESS EXPO #3	1,000
VIRGINIA SEARCH & RESCUE DOG ASSOCIATION PO BOX 824 BRISTOW,VA 20136	N/A	501(C)3 CHARITY	BOAT REPAIR & EQUIPMENT PURCHASES	1,400
SPROUT THERAPEUTIC RIDING EDUCATION CENTER PO BOX 824 ALDIE,VA 20105	N/A	501(C)3 CHARITY	ADAPTIVE THERAPEUTIC TACK PURCHASED	1,000
Total			3a	59,515

TY 2015 Accounting Fees Schedule

Name: THE LEEPS FOUNDATION INC
C/O PATRICIA V CUNNINGHAM

EIN: 54-1975226

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING SERVICES	1,660	0		1,660

TY 2015 Investments Corporate Bonds Schedule

Name: THE LEEPS FOUNDATION INC
C/O PATRICIA V CUNNINGHAM
EIN: 54-1975226

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FIXED INCOME SECURITIES	422,478	417,150

TY 2015 Investments Corporate Stock Schedule

Name: THE LEEPS FOUNDATION INC
C/O PATRICIA V CUNNINGHAM
EIN: 54-1975226

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQUITIES	271,443	438,476

TY 2015 Other Assets Schedule

Name: THE LEEPS FOUNDATION INC
C/O PATRICIA V CUNNINGHAM
EIN: 54-1975226

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INCOME	7,905	2,103	2,103

TY 2015 Other Decreases Schedule

Name: THE LEEPS FOUNDATION INC
C/O PATRICIA V CUNNINGHAM

EIN: 54-1975226

Description	Amount
CHANGE IN YEAR END ACCRUED INCOME VALUE	5,802
INCOME TAXED PER 1099 BUT NOT YET RECEIVED	58
INCOME MODIFICATION ADJUSTMENTS ON 1099	236

TY 2015 Other Expenses Schedule

Name: THE LEEPS FOUNDATION INC
C/O PATRICIA V CUNNINGHAM
EIN: 54-1975226

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TREASURER OF VIRGINIA - LICENSE FEE	25	0		0

TY 2015 Other Income Schedule

Name: THE LEEPS FOUNDATION INC
C/O PATRICIA V CUNNINGHAM
EIN: 54-1975226

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
NBB COMPANY - NON DIVIDEND DISTRIBUTIONS	1	1	1

TY 2015 Other Professional Fees Schedule

Name: THE LEEPS FOUNDATION INC
C/O PATRICIA V CUNNINGHAM
EIN: 54-1975226

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NBB TRUSTEE FEES	6,092	6,092		0

TY 2015 Taxes Schedule

Name: THE LEEPS FOUNDATION INC
C/O PATRICIA V CUNNINGHAM

EIN: 54-1975226

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	56	56		0
2014 FORM 990PF TAX	76	0		0
2015 FORM 990PF ESTIMATED TAXES	280	0		0