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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 2015, and ending**

HOWARD AND IRENE LEVINE
FAMILY FOUNDATION
1660 BUSH STREET #300
SAN FRANCISCO, CA 94109

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

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, column (c), line 16)
▶ \$ 14,964,068.

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

A Employer identification number
95-4663360

B Telephone number (see instructions)
415-561-6540

C If exemption application is pending, check here ☐

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 ☐

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)
1 Contributions, gifts, grants, etc. received (attach schedule)	48,783.			
2 Ck ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	105,208.	105,208.	105,208.	
4 Dividends and interest from securities	436,161.	436,161.	436,161.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-34,297.			
b Gross sales price for all assets on line 6a	1,405,995.			
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain			0.	
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	555,855.	541,369.	541,369.	
13 Compensation of officers, directors, trustees, etc	120,000.			120,000.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch) See St 1	1,444.			1,444.
c Other prof fees (attach sch) See St 2	69,669.			69,669.
17 Interest	894.			894.
18 Taxes (attach schedule)(see instrs) See Stm 3	63,522.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
See Statement 4	2,103.			2,103.
24 Total operating and administrative expenses. Add lines 13 through 23	257,632.			194,110.
25 Contributions, gifts, grants paid Part XV	740,900.			540,900.
26 Total expenses and disbursements. Add lines 24 and 25	998,532.	0.	0.	735,010.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-442,677.			
b Net investment income (if negative, enter -0-)		541,369.		
c Adjusted net income (if negative, enter -0-)			541,369.	

SCANNED NOV 29 2016

REVENUE

ADMINISTRATIVE
AND
OPERATING
EXPENSES

902

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	102,535.	123,388.	123,388.
	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 sch)			
	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)	8,072,478.	8,238,764.	8,376,383.
	c Investments — corporate bonds (attach schedule)	44,770.	44,770.	50,875.
	11 Investments — land, buildings, and equipment basis			
LIABILITIES	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 ▶ See Statement 5)	7,298,151.	6,565,781.	6,413,422.
	16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	15,517,934.	14,972,703.	14,964,068.
	17 Accounts payable and accrued expenses			
	18 Grants payable	24,000.	200,000.	
	19 Deferred revenue			
NET ASSETS OR FUND BALANCES	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	24,000.	200,000.	
	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			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	15,493,934.	14,772,703.	
	30 Total net assets or fund balances (see instructions)	15,493,934.	14,772,703.	
	31 Total liabilities and net assets/fund balances (see instructions)	15,517,934.	14,972,703.	

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	15,493,934.
2 Enter amount from Part I, line 27a	2	-442,677.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	15,051,257.
5 Decreases not included in line 2 (itemize) ▶ See Statement 6	5	278,554.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	14,772,703.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a	FIDELITY INVESTMENTS	P	Various	Various
b	FIDELITY INVESTMENTS	P	Various	Various
c	FIDELITY INVESTMENTS	P	Various	Various
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 27,437.		29,772.	-2,335.
b 1,335,197.		1,410,520.	-75,323.
c 43,361.			43,361.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-2,335.
b			-75,323.
c			43,361.
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	-34,297.
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	-34,297.

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	1,111,828.	15,728,955.	0.070687
2013	1,468,191.	14,684,771.	0.099981
2012	1,213,766.	13,891,087.	0.087377
2011	644,954.	10,318,954.	0.062502
2010	1,014,988.	8,121,995.	0.124968

2 Total of line 1, column (d)	2	0.445515
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	0.089103
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	15,566,428.
5 Multiply line 4 by line 3	5	1,387,015.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,414.
7 Add lines 5 and 6	7	1,392,429.
8 Enter qualifying distributions from Part XII, line 4	8	735,010.

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 instructions)

1 a 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. ☐ and enter 1% of Part I, line 27b		1	10,827.
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	10,827.
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	10,827.
6 Credits/Payments:			
a 2015 estimated tax pmts and 2014 overpayment credited to 2015	6 a	35,968.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	35,968.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	25,141.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <u>25,141.</u> Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?		X
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?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation <u>\$ 0.</u> (2) On foundation managers <u>\$ 0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <u>\$ 0.</u>		
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
4 a 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?	N/A	
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	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) N/A		
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

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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		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)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>PACIFIC FOUNDATION SERVICES</u> Telephone no <u>415-561-6540</u> Located at <u>1660 BUSH STREET, SUITE 300 SAN FRANCISCO CA</u> ZIP + 4 <u>94109</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
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		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country <u></u>				

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
1 a 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 ☐	1 b	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?	1 c	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? If 'Yes,' list the years <u>20</u> <u></u> , <u>20</u> <u></u> , <u>20</u> <u></u> , <u>20</u> <u></u>	☐ Yes	☒ No
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.)	2 b	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 <u>20</u> <u></u> , <u>20</u> <u></u> , <u>20</u> <u></u> , <u>20</u> <u></u>		
3 a 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.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
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?	4 b	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)?

5b N/A

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 (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 Statement 7		120,000.	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	(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 N/A	
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 N/A	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3.	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	1 a	8,774,767.
b Average of monthly cash balances	1 b	126,910.
c Fair market value of all other assets (see instructions)	1 c	6,901,803.
d Total (add lines 1a, b, and c)	1 d	15,803,480.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	15,803,480.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	237,052.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,566,428.
6 Minimum investment return. Enter 5% of line 5	6	778,321.

Part XII 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	778,321.
2a Tax on investment income for 2015 from Part VI, line 5	2 a	10,827.
b Income tax for 2015 (This does not include the tax from Part VI.)	2 b	
c Add lines 2a and 2b	2 c	10,827.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	767,494.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	767,494.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	767,494.

Part XIII 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	1 a	735,010.
b Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	735,010.
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 Adjusted qualifying distributions. Subtract line 5 from line 4	6	735,010.

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				767,494.
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	522,994.			
b From 2011	151,396.			
c From 2012	535,976.			
d From 2013	757,582.			
e From 2014	361,345.			
f Total of lines 3a through e	2,329,293.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 735,010.				
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				735,010.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	32,484.			32,484.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	2,296,809.			
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 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 (see instructions)	490,510.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	1,806,299.			
10 Analysis of line 9:				
a Excess from 2011	151,396.			
b Excess from 2012	535,976.			
c Excess from 2013	757,582.			
d Excess from 2014	361,345.			
e Excess from 2015				

N/A

- (4) Gross investment income

[illegible]

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
<i>a Paid during the year</i> SEE SCHEDULE ATTACHED				540,900.
Total			3a	540,900.
<i>b Approved for future payment</i> SEE SCHEDULE ATTACHED				200,000.
Total			3b	200,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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) Exclu- sion 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	14		14	105,208.	
4 Dividends and interest from securities	14		14	436,161.	
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					-34,297.
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)				541,369.	-34,297.
13 Total. Add line 12, columns (b), (d), and (e)				13	507,072.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

The Howard and Irene Levine Family Foundation
GRANTS PAID, CURRENT AND FUTURE PAYMENT REPORT

Approval Date	Organization	Grant Type	Program Title	Address	Payment Number	Payment Amount
12/14/2015	American Associates Ben-Gurion University	G2 Grant	Program support	1001 Avenue of the Americas, 19th Floor New York, NY 10018	1 of 1	\$10,000
9/26/2015	American Jewish University	G1 Grant	2015-2016 Annual Gift	15600 Mulholland Drive Los Angeles, CA 90077	1 of 1	\$10,000
5/30/2015	American Jewish University	G1 Grant	Masters of Arts in Teaching (MAT) Program scholarships	15600 Mulholland Drive Los Angeles, CA 90077	1 of 1	\$15,000
12/14/2015	American Jewish World Service	G3 Grant	Program support	45 West 36th Street, 11th floor New York, NY 10018	1 of 1	\$1,000
12/14/2015	American Jewish World Service	G2 Grant	Program support	45 West 36th Street, 11th floor New York, NY 10018	1 of 1	\$10,000
12/14/2015	American Red Cross National Headquarters	G3 Grant	General support	PO Box 37839 Boone, IA 20006	1 of 1	\$500
12/14/2015	Asante Africa	G3 Grant	Program support	1334 Carlton Place Livermore, CA 94550	1 of 1	\$1,000
12/14/2015	Barry & Florence Friedberg Jewish Community Center	G3 Grant	Sunrise Association	c/o Sunrise Day Camp Oceanside, NY 11572	1 of 1	\$1,000
12/14/2015	Be chol Lashon	G3 Grant	Abayudaya community	3198 Fulton Street San Francisco, CA 94118	1 of 1	\$1,000
12/14/2015	Birtheright Israel Foundation	G3 Grant	General support	33 East 33rd Street New York, NY 10016	1 of 1	\$1,000
12/14/2015	Birtheright Israel Foundation	G2 Grant	General support	33 East 33rd Street New York, NY 10016	1 of 1	\$5,000
12/10/2015	Bnai Zion Foundation	G1 Grant	Safe rooms in Ahava Village and underground emergency area at the Bnai Zion Medical Center	23723 Stagg Street West Hills, CA 91304	1 of 1	\$1,000
12/14/2015	Brandeis Marin	G3 Grant	General support	180 N San Pedro Road San Rafael, CA 94903	1 of 1	\$500
10/7/2014	Camp Ramah	G1 Grant	New Edah	17525 Ventura Boulevard Encino, CA 91316	2 of 5	\$1,000
12/14/2015	Camp Tawonga	G2 Grant	General support	131 Steuart Street, Suite 460 San Francisco, CA 94105	1 of 1	\$10,000
12/14/2015	Child Mind Institute	G3 Grant	General support	445 Park Avenue New York, NY 10022	1 of 1	\$500

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GRANTS PAID, CURRENT AND FUTURE PAYMENT REPORT

Approval Date	Organization	Grant Type	Program Title	Address	Payment Number	Payment Amount
12/14/2015	Child Mind Institute	G3 Grant	General support	445 Park Avenue New York, NY 10022	1 of 1	\$1,000
12/14/2015	Child Mind Institute	G2 Grant	General support	445 Park Avenue New York, NY 10022	1 of 1	\$10,000
12/14/2015	City Harvest	G2 Grant	Kosher Initiative	6 East 32nd Street, 5th Floor New York, NY 10016	1 of 1	\$5,000
12/14/2015	Congregation Emanuel-el	G3 Grant	Food Drive	2 Lake Street San Francisco, CA 94118	1 of 1	\$1,000
12/14/2015	Congregation Emanuel-el	G2 Grant	General support	2 Lake Street San Francisco, CA 94118	1 of 1	\$10,000
12/14/2015	Contemporary Jewish Museum	G3 Grant	General support	736 Mission Street San Francisco, CA 94103	1 of 1	\$1,000
12/14/2015	Contemporary Jewish Museum	G2 Grant	General support	736 Mission Street San Francisco, CA 94103	1 of 1	\$10,000
12/14/2015	Farm to Pantry	G3 Grant	General support	331 1st Street Healdsburg, CA 95448	1 of 1	\$2,000
12/14/2015	Friends of the Israel Defense Forces	G3 Grant	General support	1430 Broadway New York, NY 10018	1 of 1	\$500
12/14/2015	Horizons at San Francisco Friends School	G3 Grant	General support	250 Valencia Street San Francisco, CA 94103	1 of 1	\$1,000
12/14/2015	Israel 21c	G2 Grant	General support	44 Montgomery Street, Suite 4150 San Francisco, CA 94104	1 of 1	\$5,000
12/14/2015	It Gets Better Project	G3 Grant	General support	110 S. Fairfax Avenue Los Angeles, CA 90036	1 of 1	\$250
12/14/2015	Jewish Community Federation & Endowment Fund	G3 Grant	General support	121 Steuart Street San Francisco, CA 94105	1 of 1	\$2,000
12/14/2015	Jewish Community Federation & Endowment Fund	G2 Grant	General support	121 Steuart Street San Francisco, CA 94105	1 of 1	\$10,000
12/14/2015	Jewish Community High School of the Bay	G2 Grant	Program support	1835 Ellis Street San Francisco, CA 94115	1 of 1	\$10,000
1/30/2015	Jewish Community Relations Council	G1 Grant	In honor of Marc Dollinger	121 Steuart Street, Suite 301 San Francisco, CA 94105	1 of 1	\$2,500
12/14/2015	Jewish Family and Children's Services - SF	G3 Grant	Program support	P.O. Box 159004 San Francisco, CA 94115	1 of 1	\$500
12/14/2015	Jewish Family and Children's Services - SF	G2 Grant	Program support	P.O. Box 159004 San Francisco, CA 94115	1 of 1	\$10,000

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GRANTS PAID, CURRENT AND FUTURE PAYMENT REPORT

Approval Date	Organization	Grant Type	Program Title	Address	Payment Number	Payment Amount
12/14/2015	Jewish Family Services of Greenwich	G2 Grant	General support	One Holly Hill Lane Greenwich, CT 06830	1 of 1	\$5,000
7/17/2015	Jewish Graduate Student Initiative	G1 Grant	Community Dinner Series	8812 W. Pico Boulevard, #211 Los Angeles, CA 90035	1 of 1	\$5,000
12/14/2015	Jewish LearningWorks	G3 Grant	General support	601 14th Avenue San Francisco, CA 94118	1 of 1	\$500
12/14/2015	Jewish Women's Archive	G3 Grant	General support	One Harvard Street, Suite 200 Brookline, MA 02445	1 of 1	\$500
9/26/2015	Jewish World Watch	G1 Grant	Special gift honoring Stuart and Judith Gabriel	5551 Balboa Boulevard Encino, CA 91316	1 of 1	\$2,500
12/14/2015	JTeen Leadership	G3 Grant	General support	701 Westchester Avenue, White Plains, NY 10604	1 of 1	\$500
12/14/2015	JTeen Leadership	G2 Grant	General support	701 Westchester Avenue, White Plains, NY 10604	1 of 1	\$5,000
9/26/2015	Los Angeles Jewish Home	G1 Grant	Special gift honoring Molly Forrest, CEO	7150 Tampa Avenue Reseda, CA 91335	1 of 1	\$2,600
12/14/2015	Memorial Sloan Kettering Cancer Center	G3 Grant	Bob Rohdie's 75th Birthday	633 Third Avenue - 28th Floor New York, NY 10017	1 of 1	\$1,000
9/26/2015	Mercy Housing California	G1 Grant	Annual Gift	1360 Mission Street, Suite 300 San Francisco, CA 94103	1 of 1	\$10,000
12/14/2015	NaNoWrriMo	G3 Grant	General support for National Novel Writing Month	3354 Adeline Street Berkeley, CA 94703	1 of 1	\$250
12/14/2015	National Alliance on Mental Illness - NAMI	G3 Grant	Program support	3803 N Fairfax Drive, Suite 100 Arlington, VA 22203	1 of 1	\$500
1/5/2015	National Center for Family Philanthropy	Foundation Initiative	Membership and general support	1667 K Street, NW Washington, DC 20036	1 of 1	\$900
12/14/2015	National Institute of Mental Health	G3 Grant	General support	6001 Executive Boulevard, Room 6101 Bethesda, MD 20892-9655	1 of 1	\$500
12/14/2015	Osher Marin Jewish Community Center	G2 Grant	Program support	200 N San Pedro Road San Rafael, CA 94903	1 of 1	\$7,400
12/14/2015	Penn Hillel	G3 Grant	Jewish Renaissance Project	215 S 39th Street Philadelphia, PA 19096	1 of 1	\$500
12/14/2015	Penn Hillel	G3 Grant	Jewish Renaissance Project	215 S 39th Street Philadelphia, PA 19096	1 of 1	\$500

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GRANTS PAID, CURRENT AND FUTURE PAYMENT REPORT

Approval Date	Organization	Grant Type	Program Title	Address	Payment Number	Payment Amount
12/14/2015	Plan International USA	G3 Grant	Program support		1 of 1	\$500
4/29/2014	River Garden Hebrew Home for the Aged	G1 Grant	General support	11401 Old St Augustine Road Jacksonville, FL 32258	2 of 3	\$10,000
12/14/2015	Rye Country Day School	G3 Grant	\$100 for Alumni Fund and \$400 for Michael R McClintock Scholarship Fund	Cedar Street Rye, NY 10580	1 of 1	\$500
12/14/2015	Rye Country Day School	G3 Grant	\$100 for the Alumni Fund and \$400 for the Michael R McClintock Scholarship Fund	Cedar Street Rye, NY 10580	1 of 1	\$500
12/14/2015	Rye Country Day School	G3 Grant	Michael R. McClintock Scholarship Fund	Cedar Street Rye, NY 10580	1 of 1	\$2,000
12/14/2015	Rye Country Day School	G2 Grant	Capital Campaign	Cedar Street Rye, NY 10580	1 of 1	\$10,000
12/14/2015	San Francisco Food Bank	G3 Grant	General support	900 Pennsylvania Avenue San Francisco, CA 94107	1 of 1	\$1,000
12/14/2015	San Francisco Friends School	G3 Grant	General support	250 Valencia Street San Francisco, CA 94103	1 of 1	\$1,000
12/14/2015	Teach for America	G3 Grant	General support	25 Broadway, 12th Floor New York, NY 10004	1 of 1	\$500
11/25/2015	The Jewish Federation of Los Angeles	G1 Grant	Philanthropic activities in Israel, Los Angeles and throughout the world	6505 Wilshire Boulevard, Suite 1000 Los Angeles, CA 90048	1 of 1	\$23,000
11/25/2015	The Jewish Federation of Los Angeles	G1 Grant	Philanthropic activities in Israel, Los Angeles and throughout the world	6505 Wilshire Boulevard, Suite 1000 Los Angeles, CA 90048	1 of 1	\$37,000
12/14/2015	The Urban School of San Francisco	G3 Grant	General support	1563 Page Street San Francisco, CA 94117	1 of 1	\$1,000
9/26/2015	The Washington Institute for Near East Policy	G1 Grant	Annual Gift	1111 19th Street, NW Suite 500 Washington, DC 20036	1 of 1	\$10,000
12/14/2015	To Write Love on Her Arms (Twloha)	G3 Grant	General support	PO Box 2203 Melbourne, FL 32902	1 of 1	\$500
5/6/2013	UCLA Foundation	G1 Grant	A Path to a Cure - Parkinson's Disease	710 Westwood Boulevard Los Angeles, CA 90095	3 of 3	\$200,000

The Howard and Irene Levine Family Foundation
GRANTS PAID, CURRENT AND FUTURE PAYMENT REPORT

Approval Date	Organization	Grant Type	Program Title	Address	Payment Number	Payment Amount
12/14/2015	UJA Federation of Greenwich	G3 Grant	\$500 for Leket, \$500 for United Hatzallah, and \$500 for Emunah Center	One Holly Hill Lane Greenwich, CT 06830	1 of 1	\$1,500
12/14/2015	UJA Federation of Greenwich	G3 Grant	\$500 for United Hazalah, \$500 Emunah Center, and \$500 for Israel Trauma Coalition	One Holly Hill Lane Greenwich, CT 06830	1 of 1	\$1,500
12/14/2015	UJA Federation of Greenwich	G3 Grant	\$1000 for United Hatzallah and \$1000 for Emunah Center	One Holly Hill Lane Greenwich, CT 06830	1 of 1	\$2,000
12/14/2015	UJA Federation of New York/ Westchester	G2 Grant	Israel Trauma Coalition Emergency Fund	701 Westchester Avenue, Suite 203E White Plains, NY 10604	1 of 1	\$10,000
12/14/2015	UpStart	G2 Grant	General support	560 Mission Street, Suite 1395 San Francisco, CA 94105	1 of 1	\$5,000
12/14/2015	URJ Camp Newman	G2 Grant	Program support	711 Grand Avenue, Suite 280 San Rafael, CA 94901	1 of 1	\$2,600
10/12/2015	Valley Beth Shalom	G1 Grant	Annual Campaign	15739 Ventura Boulevard Encino, CA 91436	1 of 1	\$1,800
5/23/2013	Valley Beth Shalom Day School - Endowment Fund	G1 Grant	Generations LA Initiative	15739 Ventura Boulevard Encino, CA 91436	3 of 5	\$20,000
2/12/2015	Valley Beth Shalom Day School	G1 Grant	36th Anniversary of School	15739 Ventura Boulevard Encino, CA 91436	1 of 1	\$3,600
12/14/2015	Waterside School	G3 Grant	General support	770 Pacific Street Stamford, CT 06902	1 of 1	\$500
12/14/2015	Waterside School	G3 Grant	General support	770 Pacific Street Stamford, CT 06902	1 of 1	\$1,000
12/14/2015	Youth Speaks, Inc	G3 Grant	General support	1663 Mission Street, Ste. 604 San Francisco, CA 94103	1 of 1	\$500

TOTAL PAID (78 GRANTS) \$540,900

Approval Year	Organization	Grant Type	Program Title	Address	Payment Number	Scheduled Payment Date	Scheduled Payment Amount
2015	UCLA Foundation	G1 Grant	A Path to a Cure - Parkinson's Disease	710 Westwood Boulevard Los Angeles, CA 90095	1 of 3	6/1/2016	\$200,000
TOTAL PAID (4 GRANTS)							\$200,000

Approval Year	Organization	Grant Type	Program Title	Address	Payment Number	Scheduled Payment Date	Scheduled Payment Amount
2015	UCLA Foundation	G1 Grant	A Path to a Cure - Parkinson's Disease	710 Westwood Boulevard Los Angeles, CA 90095	1 of 3	6/1/2016	\$200,000
						TOTAL PAID (4 GRANTS)	\$200,000

Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING	\$ 1,444.			\$ 1,444.
Total	<u>\$ 1,444.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 1,444.</u>

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
AUDIT FEES	\$ 6,700.			\$ 6,700.
INVESTMENT ADVISOR FEES	15,969.			15,969.
PROFESSIONAL SERVICES	42,000.			42,000.
TAX PREPARATION AND CONSULTING	5,000.			5,000.
Total	<u>\$ 69,669.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 69,669.</u>

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FOREIGN TAX WITHHELD	\$ 2,808.			
FRANCHISE TAX BOARD	10.			
INTERNAL REVENUE SERVICE	60,642.			
INTERNAL REVENUE SERVICE - REFUND	-88.			
REGISTRY OF CHARITABLE TRUSTS	150.			
Total	<u>\$ 63,522.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
BANK FEES	\$ 16.			\$ 16.
BUSINESS EXPENSES	100.			100.
MEDICAL PREMIUMS	1,787.			1,787.
PAYROLL FEES	200.			200.
Total	<u>\$ 2,103.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 2,103.</u>

Statement 5
Form 990-PF, Part II, Line 15
Other Assets

	<u>Book Value</u>	<u>Fair Market Value</u>
EAGLE VISTA EQUITIES	\$ 500,000.	
MUTUAL FUNDS	6,054,960.	\$ 5,902,601.
PREPAID EXPENSES	10,821.	10,821.
SKYLINE VISTA EQUITIES		500,000.
Total	<u>\$ 6,565,781.</u>	<u>\$ 6,413,422.</u>

Statement 6
Form 990-PF, Part III, Line 5
Other Decreases

BASIS ADJUSTMENT	\$ 278,554.
Total	<u>\$ 278,554.</u>

Statement 7
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compensation</u>	<u>Contribution to EBP & DC</u>	<u>Expense Account/Other</u>
HOWARD LEVINE 1660 BUSH STREET, #300 SAN FRANCISCO, CA 94109	President 0	\$ 0.	\$ 0.	\$ 0.
IRENE LEVINE 1660 BUSH STREET, #300 SAN FRANCISCO, CA 94109	Secretary 0	0.	0.	0.
DAVID LEVINE 1660 BUSH STREET, #300 SAN FRANCISCO, CA 94109	Executive Dir. 30.00	120,000.	0.	0.
JAY LEVINE 1660 BUSH STREET, #300 SAN FRANCISCO, CA 94109	Treasurer 0	0.	0.	0.
MARCI DOLLINGER 1660 BUSH STREET, #300 SAN FRANCISCO, CA 94109	Director 0	0.	0.	0.
Total		<u>\$ 120,000.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>