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Return of Private Foundation

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

2015

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- Do not enter social security numbers on this form as it may be made public.
- Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2015 or tax year beginning 7/1/2015, and ending 6/30/2016

Name of foundation

BELLA SPEWACK ARTICLE 5TH TR

Number and street (or P O box number if mail is not delivered to street address) Room/suite

BNY Mellon, N A - P O Box 185

City or town

State

ZIP code

Pittsburgh

PA

15230-0185

Foreign country name

Foreign province/state/county

Foreign postal code

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, col. (c), line 16) ► \$ 1,404,727 **J** Accounting method Cash Accrual
 Other (specify) *(Part I, column (d) must be on cash basis)*

A Employer identification number

13-3669246

B Telephone number (see instructions)

(212) 922-8181

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)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	30,900	30,772		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	6,697			
	b Gross sales price for all assets on line 6a	8,938			
	7 Capital gain net income (from Part IV, line 2)		6,697		
	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	37,597	37,469	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	15,684	9,097		6,587
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	7,097	669		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	255	5		250
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	23,036	9,771	0	6,837
	25 Contributions, gifts, grants paid	74,000			74,000
	26 Total expenses and disbursements. Add lines 24 and 25	97,036	9,771	0	80,837
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-59,439			
	b Net investment income (if negative, enter -0-)		27,698		
	c Adjusted net income (if negative, enter -0-)			0	

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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
	1 Cash—non-interest-bearing				
	2 Savings and temporary cash investments		123,463	61,147	61,147
	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)				
	c Investments—corporate bonds (attach schedule)				
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)		941,204	943,791	1,343,580
	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)		1,064,667	1,004,938	1,404,727
	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 ►)		0	0	
	23 Total liabilities (add lines 17 through 22)				
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> 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 ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		1,064,667	1,004,938	
	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)		1,064,667	1,004,938	
	31 Total liabilities and net assets/fund balances (see instructions)		1,064,667	1,004,938	

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	1,064,667
2 Enter amount from Part I, line 27a	2	-59,439
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	1,005,228
5 Decreases not included in line 2 (itemize) ► RETURN OF CAPITAL ADJUSTMENT CUSIP G2918310	5	290
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,004,938

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a LAM RESH CORP				10/6/2014	8/13/2015
b LAM RESH CORP				10/6/2014	8/13/2015
c					
d					
e Capital Gains Distributions					
(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 1,453		1,493	-40		
b 726		748	-22		
c					
d					
e			6,759		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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					-40
b					-22
c					
d					
e			6,759		
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		6,697
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		0

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	76,164	1,465,667	0.051965
2013	70,649	1,392,519	0.050735
2012	56,289	1,304,308	0.043156
2011	70,961	1,242,892	0.057093
2010	64,362	1,245,547	0.051674

2 Total of line 1, column (d)	2	0.254623
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	0.050925
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	1,371,731
5 Multiply line 4 by line 3	5	69,855
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	277
7 Add lines 5 and 6	7	70,132
8 Enter qualifying distributions from Part XII, line 4	8	80,837

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)

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 3,764

b Exempt foreign organizations—tax withheld at source 6b

c Tax paid with application for extension of time to file (Form 8868) 6c

d Backup withholding erroneously withheld 6d

7 Total credits and payments Add lines 6a through 6d 7 3,764

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** ► 9 0

10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ► 10 3,487

11 Enter the amount of line 10 to be **Credited to 2016 estimated tax** ► 3,487 Refunded ► 11 0

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1a Yes X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

c Did the foundation file Form 1120-POL for this year? 1c Yes X

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

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

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*

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4a Yes X

b If "Yes," has it filed a tax return on Form 990-T for this year? 4b 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

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 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*

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►
NY AG REG # 04-75-71

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*

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*

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

1	277	
2	0	
3	277	
4		
5	277	
6a	3,764	
6b		
6c		
6d		
7	3,764	
8		
9	0	
10	3,487	
11	0	
1a		
1b		
1c		
2	X	
3		
4a	X	
4b	N/A	
5	X	
6		
7	X	
8b	X	
9		
10	X	

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 ► N/A	13	X
14	The books are in care of ► BNY MELLON, N.A. Located at ► P.O. BOX 185, PITTSBURGH, PA	Telephone no ► (212) 922-8181 ZIP+4 ► 15230-0185	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		15 N/A
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes X 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.

1a	During the year did the foundation (either directly or indirectly)	Yes	No
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	X
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	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 ► 20____, 20____, 20____, 20____	2a	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	2b	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 ► 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? If "Yes," list the years ►	3a	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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?	4b	X

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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	5b N/A					
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 <i>If "Yes," attach the statement required by Regulations section 53 4945–5(d)</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Yes	<input type="checkbox"/> No
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	6b X			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	7b N/A			

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
BNY Mellon, N.A. P O Box 185 Pittsburgh, PA 15230-0185	TRUSTEE SEE ATTACHED	16,754	NONE	NONE
BNY Mellon, N.A. P O Box 185 Pittsburgh, PA 15230-0185	FEE REIMBURSEMENT	-4,738	N/A	N/A
Minna Elias 336 West End Avenue Apt 5A New York, NY 10023	CO-TRUSTEE 50	1,834	NONE	NONE
Amotz Bar-Noy 336 West End Avenue Apt 5A New York, NY 10023	CO-TRUSTEE 50	1,834	NONE	NONE

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		►		NONE

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

▶ **NONE**

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	NONE	
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.

1	<u>NONE</u>	
2		
All other program-related investments See instructions		
3	<u>NONE</u>	
Total. Add lines 1 through 3		► <u>NONE</u>

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	1,310,525
b	Average of monthly cash balances	1b	82,095
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,392,620
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,392,620
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	20,889
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,371,731
6	Minimum investment return. Enter 5% of line 5	6	68,587

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	68,587
2a	Tax on investment income for 2015 from Part VI, line 5	2a	277
b	Income tax for 2015 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	277
3	Distributable amount before adjustments Subtract line 2c from line 1	3	68,310
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	68,310
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	68,310

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	80,837
b	Program-related investments—total from Part IX-B	1b	NONE
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	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	80,837
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	277
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)	6	80,560
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				68,310
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____				
3 Excess distributions carryover, if any, to 2015				
a From 2010 2,542				
b From 2011 9,756				
c From 2012				
d From 2013 2,121				
e From 2014 6,645				
f Total of lines 3a through e 21,064				
4 Qualifying distributions for 2015 from Part XII, line 4. ► \$ 80,837				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2015 distributable amount				
e Remaining amount distributed out of corpus 12,527				68,310
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 33,591				
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				
d Subtract line 6c from line 6b Taxable amount—see instructions				
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)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions) 2,542				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a 31,049				
10 Analysis of line 9				
a Excess from 2011 9,756				
b Excess from 2012				
c Excess from 2013 2,121				
d Excess from 2014 6,645				
e Excess from 2015 12,527				

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

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 foundation is a private operating foundation described in section				<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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				
b	85% of line 2a				0
c	Qualifying distributions from Part XII, line 4 for each year listed				0
d	Amounts included in line 2c not used directly for active conduct of exempt activities				0
e	Qualifying distributions made directly for active conduct of exempt activities				0
	Subtract line 2d from line 2c				0
3	Complete 3a, b, or c for the alternative test relied upon				
a	"Assets" alternative test—enter				
(1)	Value of all assets				0
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
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)				0
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3)	Largest amount of support from an exempt organization				0
(4)	Gross investment income				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

NOT APPLICABLE

b The form in which applications should be submitted and information and materials they should include

NOT APPLICABLE

c Any submission deadlines

NOT APPLICABLE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

NOT APPLICABLE

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total			► 3a	74,000
b Approved for future payment NONE				
Total			► 3b	NONE

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) 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					
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					
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)					
13	Total Add line 12, columns (b), (d), and (e)		0		37,597	0

(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)
	NOT APPLICABLE

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?

a Transfers from the reporting foundation to a noncharitable exempt organization of
(1) Cash
(2) Other assets

b Other transactions
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

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.

ANSWER: *the principles of modern knowledge*

May the IRS discuss this return
with the preparer shown below
(see instructions)? Yes No

Signature of officer or trustee		Date	Title		
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	Shawn P Hanlon		9/19/2016		P00965923
	Firm's name ► PRICEWATERHOUSECOOPERS LLP			Firm's EIN ► 13-4008324	
Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219			Phone no	(412) 355-6000	

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

THE ACTORS FUND OF AMERICA

Street

729 7TH AVENUE 10TH FLOOR

City NEW YORK	State NY	Zip Code 10019	Foreign Country
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Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 2,500
--	------------------------

Name

HASHOMER HATZAIR, INC

Street

424 W 33RD ST SUITE 150

City NEW YORK	State NY	Zip Code 10001	Foreign Country
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Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 10,000
--	-------------------------

Name

THE ISRAEL SPORT CENTER FOR THE DISABLED

Street

ONE NORTHFIELD PLAZA SUITE 300

City NORTHFIELD	State IL	Zip Code 60015	Foreign Country
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Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 55,000
--	-------------------------

Name

NATIONAL COUNCIL OF JEWISH WOMEN, NEW YORK SECTION

Street

475 RIVERSIDE DRIVE, SUITE 1901

City NEW YORK	State NY	Zip Code 10115	Foreign Country
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Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 3,000
--	------------------------

Name

VARIETY CHILD LEARNING CENTER

Street

47 HUMPHREY DRIVE

City SYOSSET	State NY	Zip Code 11791	Foreign Country
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Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 1,500
--	------------------------

Name

WOMEN IN NEED, INC

Street

115 WEST 31 ST, 7TH FLOOR

City NEW YORK	State NY	Zip Code 10001	Foreign Country
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Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 2,000
--	------------------------

Attachment to Form 990PF Part VIII, Column (b) Title and Average Hours Per Week Devoted To Position

The compensation reported in column (b) paid to BNY Mellon, N.A. as Corporate Trustee is calculated based on market value and current fee schedule. It is not determined on an hourly basis. Corporate Trustee services include administrative responsibilities, grant requirements, recordkeeping, investment management, income collection, statement and accounting services, and regulatory reporting.

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Part I, Line 18 (990-PF) - Taxes

		7,097	669	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES WITHHELD	669	669		
2	PRIOR YEAR EXCISE TAX DUE	2,664			
3	ESTIMATED EXCISE PAYMENTS	3,764			

Part I, Line 23 (990-PF) - Other Expenses

		255	5	0	250
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	INVESTMENT EXPENSES	5	5		
2	NEW YORK STATE AG FILING FEE	250	0		250

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	COMCAST CORP NEW CL A		0	3,036	5,867
2	CELANESE CORP DEL		0	3,271	6,545
3	COSTCO WHSL CORP NEW		0	2,541	6,126
4	DFA EMERG MKTS CORE EQUITY		0	15,000	13,088
5	DISNEY (WALT) COMPANY HOLDING CO		0	992	2,935
6	DOVER CORPORATION		0	3,095	4,159
7	DOW CHEMICAL COMPANY COMMON		0	2,479	2,486
8	DREYFUS PREM LT TERM HI YLD-R		0	50,208	40,252
9	DREYFUS EMERGING MARKETS-Y		0	27,024	17,442
10	DREYFUS/NEWTON INTERN EQTY-Y		0	15,000	13,214
11	CENTERPOINT ENERGY INC		0	3,151	3,840
12	CHEVRONTEXACO CORP		0	2,741	3,564
13	ELECTRONIC ARTS		0	2,246	4,546
14	FACEBOOK INC		0	2,803	5,714
15	FNF GROUP		0	3,002	4,500
16	GILEAD SCIENCES INC		0	1,221	5,005
17	HCA HOLDINGS INC		0	3,243	4,621
18	HALLIBURTON COMPANY COM		0	2,519	3,170
19	HARLEY DAVIDSON INC		0	2,919	2,265
20	HARTFORD FINL SVCS GROUP INC COM		0	3,648	4,438
21	HOME DEPOT INC USD 0.05		0	1,907	7,661
22	HONEYWELL INTL INC		0	3,964	10,469
23	ILLINOIS TOOL WORKS INC COM		0	3,472	4,166
24	INTEL CORPORATION		0	2,768	2,624
25	INTERCONTINENTALEXCHANGE GRO		0	3,932	7,679
26	EXPRESS SCRIPTS HLDG CO		0	2,332	3,790
27	J P MORGAN CHASE & CO		0	4,561	6,214
28	JOHNSON & JOHNSON COM		0	6,748	72,780
29	EXXON MOBIL CORP		0	10,412	65,618
30	JOHNSON CONTROLS INC		0	2,751	3,983
31	KEYSIGHT TECHNOLOGIES INC		0	733	1,018
32	LAS VEGAS SANDS CORP		0	2,151	2,174
33	MERCK & CO INC		0	4,193	4,609
34	MONDELEZ INTERNATIONAL INC		0	4,015	8,647
35	MONSTER BEVERAGE CORP		0	3,006	6,750
36	NUCOR CORP		0	3,050	3,459
37	OUTFRONT MEDIA INC		0	3,762	2,828
38	PNIC FINANCIAL SERVICES GROUP INC		0	2,614	4,070
39	PEPSICO INC		0	3,384	2,638
40	PHILIP MORRIS INTERNATIONAL		0	2,392	4,225
41	PEOPLES DREYFUS S&P MIDCAP INDEX		0	2,802	5,086
42	PROCTER & GAMBLE CO COM		0	1,553	1,587
43	PHILLIPS 66		0	12,224	57,745

Part II, Line 13 (990-PF) - Investments - Other

				941,204	943,791	1,343,580
	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV	End of Year
47	SALESFORCE COM INC		0	2,733	6,829	
48	SCHLUMBERGER LIMITED COM		0	3,113	3,638	
49	SEMPRA ENERGY		0	1,183	2,508	
50	SERVICENOW INC		0	2,657	3,984	
51	SOUTHWESTERN ENERGY CO		0	2,778	1,006	
52	STATE ST CORP COM		0	3,838	5,392	
53	DREYFUS INTEÑATION STOCK-Y		0	15,000	14,741	
54	TEVA PHARMACEUTICAL IND'S ADR		0	1,522	2,009	
55	THERMO ELECTRON CORP		0	2,965	4,137	
56	TIME WARNER INC		0	4,572	4,412	
57	TWITTER INC		0	2,563	846	
58	UNION PACIFIC CORP		0	1,311	2,792	
59	UNITED TECHNOLOGIES CORP		0	4,229	7,178	
60	VALERO ENERGY CORP NEW		0	1,958	4,080	
61	VERIZON COMMUNICATIONS INC		0	984	1,675	
62	VIRTUS EMERGING MKTS OPPOR-I		0	15,000	14,171	
63	WELLS FARGO & CO NEW		0	2,780	5,206	
64	YUM BRANDS INC		0	3,286	4,975	
65	ZIMMER HLDS INC		0	4,020	9,630	
66	ALLERGAN PLC		0	2,448	3,929	
67	ACCENTURE PLC IRELAND SHS CL A		0	2,501	3,399	
68	INGERSOLL-RAND PLC		0	2,876	5,731	
69	EATON CORP PLC		0	3,281	4,181	
70	INVESCO LTD		0	4,102	4,853	
71	TE CONNECTIVITY LTD		0	2,379	2,284	
72	BROADCOM LTD		0	2,384	7,770	
73	AFLAC INC		0	3,795	4,330	
74	AT&T INC		0	868	1,296	
75	ABBVIE INC		0	4,397	4,953	
76	ADOBE SYS INC COM		0	1,921	4,790	
77	ADVANTAGE DYN TOTAL RET-Y		0	11,024	12,968	
78	AGILENT TECHNOLOGIES INC		0	1,902	3,105	
79	ALEXION PHARMACEUTICALS INC		0	941	701	
80	ALPHABET INC		0	1,172	2,076	
81	ALPHABET INC/CA		0	6,008	8,442	
82	AMAZON COM INC		0	3,919	14,312	
83	AMGEN INC		0	1,869	2,434	
84	ANHEUSER BUSCH INBEV SPN ADR		0	3,349	4,082	
85	APPLE COMPUTER INC COM		0	7,330	76,480	
86	BNY MELLON SMALL/MID CAP FUND-M		0	36,129	30,525	
87	BNY MELLON INT'L APPR FD CL M		0	93,179	73,785	
88	BNY MELLON SMALL CAP STK FD CL M S		0	60,064	85,785	
89	BNY MELLON INTERMEDIATE BOND FDC		0	95,041	99,306	
90	BNY MELLON BOND FD CLM		0	235,906	244,731	
91	BIOGEN IDEC INC		0	1,538	1,209	
92	BRISTOL MYERS SQUIBB CO COM		0	2,400	3,678	

Part II, Line 13 (990-PF) - Investments - Other

		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
93	CAPITAL ONE FINL CORP COM		0	3,417	3,811
94	CARDINAL HEALTH INC COM		0	3,554	3,900
95	CATERPILLAR INC		0	5,569	5,307
			941,204	943,791	1,343,580

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation SEE ATTAC	Benefits	Expense Account
1	BNY Mellon, NA	X	P O Box 185	Pittsburgh	PA	15230-0185		TRUSTEE	16.754	NONE		NONE
2	BNY Mellon, NA	X	P O Box 185	Pittsburgh	PA	15230-0185		FEE	REIMBURS	-4,738	N/A	N/A
3	Minna Elias		336 West End Avenue Apt 5A	New York	NY	10023		CO-TRUSTEE	0.50	1,834	NONE	NONE
4	Amotz Bar-Noy		336 West End Avenue Apt 5A	New York	NY	10023		CO-TRUSTEE	0.50	1,834	NONE	NONE

Part VI, Line 6a (990-PF) - Estimated Tax Payments

- 1 Credit from prior year return
- 2 First quarter estimated tax payment
- 3 Second quarter estimated tax payment
- 4 Third quarter estimated tax payment
- 5 Fourth quarter estimated tax payment
- 6 Other payments
- 7 Total

	Date	Amount
1	1	0
2	11/10/2015	941
3	12/9/2015	941
4	3/9/2016	941
5	6/9/2016	941
6		
7	7	3,764