

2015

Open to Public
Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

For calendar year 2015, or tax year beginning 07-01-2015 , and ending 06-30-2016

Name of foundation THE LIPMAN FAMILY FOUNDATION INC		A Employer identification number 13-6066963			
Number and street (or P O box number if mail is not delivered to street address) 188 FAVONIO ROAD		B Telephone number (see instructions) (212) 509-6700			
City or town, state or province, country, and ZIP or foreign postal code PORTOLA VALLEY, CA 94028		C If exemption application is pending, check here ►			
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name 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			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 45,541,383		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>			
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)
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		385	385		
4 Dividends and interest from securities		123,059	123,059		
5a Gross rents					
b Net rental income or (loss) _____					
6a Net gain or (loss) from sale of assets not on line 10		275,949			
b Gross sales price for all assets on line 6a 1,961,643					
7 Capital gain net income (from Part IV, line 2)			275,949		
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)		71	71		
12 Total. Add lines 1 through 11		399,464	399,464		
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).		11,512	11,512		0
b Accounting fees (attach schedule).		5,000	5,000		0
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions)		41,341	1,341		0
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings.					
22 Printing and publications					
23 Other expenses (attach schedule).		122,715	117,443		1,802
24 Total operating and administrative expenses.					
Add lines 13 through 23		180,568	135,296		1,802
25 Contributions, gifts, grants paid		1,630,000			1,630,000
26 Total expenses and disbursements. Add lines 24 and 25		1,810,568	135,296		1,631,802
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-1,411,104			
b Net investment income (if negative, enter -0-)			264,168		
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	14,386	207,865	207,865
	2 Savings and temporary cash investments	1,712,978	2,728,907	2,728,907
	3 Accounts receivable ►			
	Less allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (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)	11,053,677	11,081,159	12,035,681
	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)				
14 Land, buildings, and equipment basis ►				
Less accumulated depreciation (attach schedule) ►				
15 Other assets (describe ► _____)	3,624,179	3,572,980	30,568,930	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	16,405,220	17,590,911	45,541,383	
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 ► _____)	32,244	1,756,339	1,756,339
	23 Total liabilities (add lines 17 through 22)	32,244	1,756,339	
Net Assets or Fund Balances	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	6,626,641	6,626,641	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	9,746,335	9,207,931	
	30 Total net assets or fund balances (see instructions)	16,372,976	15,834,572	
	31 Total liabilities and net assets/fund balances (see instructions)	16,405,220	17,590,911	

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	16,372,976
2	Enter amount from Part I, line 27a	2	-1,411,104
3	Other increases not included in line 2 (itemize) ►	3	872,700
4	Add lines 1, 2, and 3	4	15,834,572
5	Decreases not included in line 2 (itemize) ►	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	15,834,572

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
(b) P—Purchase
D—Donation

Date acquired
(c) (mo., day, yr.)

Date sold
(d) (mo., day, yr.)

1a	See Additional Data Table			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) (e) plus (f) minus (g)	
a	See Additional Data Table			
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) over col (j), if any (k)	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a	See Additional Data Table			
b				
c				
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	275,949
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?
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

Yes No

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	692,168	14,067,685	0 049203
2013	886,351	14,453,915	0 061323
2012	510,240	11,278,878	0 045239
2011	7,625,119	10,819,835	0 704735
2010	3,919,260	11,793,015	0 332337
2 Total of line 1, column (d).			2 1 192837
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 238567
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.			4 13,674,903
5 Multiply line 4 by line 3.			5 3,262,381
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 2,642
7 Add lines 5 and 6.			7 3,265,023
8 Enter qualifying distributions from Part XII, line 4.			8 1,631,802

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 ► <input type="checkbox"/>	and enter "N/A" on line 1	1	5,283
	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 ► <input type="checkbox"/>	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-)		2	0
3	Add lines 1 and 2.		3	5,283
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	5,283
6	Credits/Payments			
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	12,795	
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		12,795
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> If Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ►	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►	10		7,512
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ►	7,512	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?	<input type="checkbox"/>	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	<input type="checkbox"/>	Yes	No
	<i>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</i>			
1c	Did the foundation file Form 1120-POL for this year?	<input type="checkbox"/>	Yes	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?	<input type="checkbox"/>	Yes	No
	<i>If "Yes," attach a detailed description of the activities</i>			
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? <i>If "Yes," attach a conformed copy of the changes</i>			
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input type="checkbox"/>	Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	<input type="checkbox"/>	Yes	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	<input type="checkbox"/>	Yes	No
	<i>If "Yes," attach the statement required by General Instruction T</i>			
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?			
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	<input type="checkbox"/>	Yes	No
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
	► NY			
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? <i>If "No," attach explanation</i>	<input type="checkbox"/>	Yes	No
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)? <i>If "Yes," complete Part XIV</i>			
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>			

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 ►THE LIPMAN FAMILY FOUNDATION INC Located at ►C/O FREEDMAN CO CPA PC 61 BROADWAY STE 1602 NEW YORK NY	Telephone no ►(212) 509-6700 ZIP +4 ►10006	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► <input type="checkbox"/> 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? ► <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)? ► 1b		
c	Organizations relying on a current notice regarding disaster assistance check here. ► 1c		No
2	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	
a	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? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? ► <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	
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)?

Organizations relying on a current notice regarding disaster assistance check here. ►

5b

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?

If "Yes" to 6b, file Form 8870

6b**No**

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than \$50,000	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 CONTRIBUTIONS TO ORGANIZATIONS WHICH HAVE ESTABLISHED AN EXEMPT STATUS WITH THE INTERNAL REVENUE SERVICE AND ARE DEDUCTIBLE UNDER SECTION 170 OF THE CODE NUMBER OF ORGANIZATIONS AND EVENTS SUPPORTED-35	0
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	► 0

Part X Minimum Investment Return

(All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	12,283,911
b	Average of monthly cash balances.	1b	1,589,645
c	Fair market value of all other assets (see instructions).	1c	9,594
d	Total (add lines 1a, b, and c).	1d	13,883,150
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	13,883,150
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	208,247
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	13,674,903
6	Minimum investment return. Enter 5% of line 5.	6	683,745

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	683,745
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	5,283
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	5,283
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	678,462
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	678,462
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	678,462

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	1,631,802
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	3a	
a	Suitability test (prior IRS approval required).	3b	
b	Cash distribution test (attach the required schedule).	4	1,631,802
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,631,802

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				678,462
2 Undistributed income, if any, as of the end of 2015			0	
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.	2,078,621			
b From 2011.	7,625,878			
c From 2012.	556,496			
d From 2013.	713,818			
e From 2014.	47,656			
f Total of lines 3a through e.	11,022,469			
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ 1,631,802			0	
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.				678,462
e Remaining amount distributed out of corpus	953,340			
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:	11,975,809			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0	
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			0
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions).	2,078,621			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	9,897,188			
10 Analysis of line 9				
a Excess from 2011.	7,625,878			
b Excess from 2012.	556,496			
c Excess from 2013.	713,818			
d Excess from 2014.	47,656			
e Excess from 2015.	953,340			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling. ►				
b Check box to indicate whether the organization is a private operating foundation described in section <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				
c Qualifying distributions from Part XII, line 4 for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.				
c "Support" alternative test—enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

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

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

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

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

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

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

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

c Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total			► 3a	1,630,000
b <i>Approved for future payment</i>				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments.			14	385	
4 Dividends and interest from securities.			14	123,059	
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.			18	71	
8 Gain or (loss) from sales of assets other than inventory.			18	275,949	
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		399,464	
13 Total Add line 12, columns (b), (d), and (e). . .				399,464	

Part V: B. Relationship of Activities to the accomplishment of Program Purpose

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
THRU BNY MELLON ACCT UMF-902240		2015-06-16	2016-06-30
3300 SHS CABOT OIL & GAS CORP		2008-12-08	2016-01-20
450 SHS ANADARKO PETROLEUM CORP		2003-09-04	2016-01-06
50 SHS ***ACCENTURE PLC IRELANDSHS CL A		2009-06-01	2016-01-20
226 SHS WESTERN DIGITAL CORP		2016-05-13	2016-06-23
150 SHS UNITED CONTINENTAL HLDGS INC		2013-11-19	2016-01-20
1350 SHS TWENTY FIRST CENTURY FOX INC CLASS A		2015-06-19	2015-11-23
200 SHS TEXTRON INC		2013-08-15	2016-01-20
400 SHS SANOFI AVENTIS SPONSORED ADR		2015-05-27	2015-11-16
1600 SHS SANOFI AVENTIS SPONSORED ADR		2014-11-12	2015-11-16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
244,439		280,232	-35,793
52,725		20,094	32,631
20,093		9,877	10,216
4,932		1,543	3,389
11,483		8,250	3,233
6,606		5,725	881
40,533		44,704	-4,171
7,028		5,586	1,442
17,197		19,968	-2,771
68,789		74,635	-5,846

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	-35,793
			32,631
			10,216
			3,389
			3,233
			881
			-4,171
			1,442
			-2,771
			-5,846

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
200 SHS SANDISK CORP		2013-10-30	2016-01-20
950 SHS SANDISK CORP		2013-10-30	2016-05-13
200 SHS SANDISK CORP		2013-10-30	2016-01-26
200 SHS SANDISK CORP		2013-10-30	2016-01-25
100 SHS ***RYANAIR HLDGS PLCSPONSORED ADR NEW		2016-01-13	2016-01-20
100 SHS PNC FINANCIAL SVCS GROUP INC		2014-11-24	2016-01-20
300 SHS MICROSOFT CORP		2015-04-24	2015-11-13
200 SHS MICROSOFT CORP		2015-04-24	2016-01-20
93 SHS CALIFORNIA RES CORPCOM		2008-10-24	2016-04-04
500 SHS MICROSOFT CORP		2011-12-06	2016-03-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
13,894		13,922	-28
72,375		66,131	6,244
12,775		13,922	-1,147
12,354		13,922	-1,568
8,309		8,590	-281
8,369		8,791	-422
15,833		13,820	2,013
9,933		9,213	720
111		72	39
27,357		12,869	14,488

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	-28
			6,244
			-1,147
			-1,568
			-281
			2,013
			720
			39
			14,488

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
9 SHS CALIFORNIA RES CORPCOM		2008-11-12	2016-04-04
1650 SHS CARPENTER TECHNOLOGY CORP		2009-11-17	2016-01-13
27 82 SHS WESTERN DIGITAL CORP		2015-03-05	2016-05-13
1 SHS CALIFORNIA RES CORPCOM		2015-03-05	2016-04-06
800 SHS UNUM GROUP		2009-04-16	2016-02-11
700 SHS UNUM GROUP		2009-04-16	2016-01-20
50 SHS TRAVELERS COMPANIES INC THE		2009-05-08	2016-01-20
100 SHS TRAVELERS COMPANIES INC THE		2009-01-28	2016-01-20
500 SHS PIONEER NATURAL RESOURCES CO		2009-04-16	2016-01-20
2200 SHS PFIZER INC		2010-11-08	2016-01-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis (g) plus expense of sale	(h) (e) plus (f) minus (g)
11		8	3
41,754		39,169	2,585
28			28
1			1
19,411		11,607	7,804
18,759		10,156	8,603
5,156		1,913	3,243
10,312		4,038	6,274
52,520		10,583	41,937
67,376		37,448	29,928

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			3
			2,585
			28
			1
			7,804
			8,603
			3,243
			6,274
			41,937
			29,928

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
200 SHS PACKAGING CORP AMER		2009-01-06	2015-11-23
300 SHS PACKAGING CORP AMER		2009-01-06	2016-01-20
400 SHS PACKAGING CORP AMER		2009-01-06	2016-03-31
500 SHS PACKAGING CORP AMER		2009-01-06	2016-05-18
200 SHS ORACLE CORP		2008-12-08	2016-01-20
800 SHS OCCIDENTAL PETE CORP		2008-11-12	2016-01-20
50 SHS INTERNATIONAL BUSINESSMACHINES CORP		1998-06-20	2016-01-20
150 SHS INTERNATIONAL BUSINESSMACHINES CORP		1998-06-20	2015-08-04
400 SHS INTERNATIONAL BUSINESSMACHINES CORP		1998-06-20	2016-03-31
850 SHS CARPENTER TECHNOLOGY CORP		2009-11-17	2016-01-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis (g) plus expense of sale	(h) Gain or (loss) (h) (e) plus (f) minus (g)
13,456		2,961	10,495
16,469		4,442	12,027
24,145		5,923	18,222
32,450		7,403	25,047
6,684		3,324	3,360
47,939		36,766	11,173
6,077		2,693	3,384
23,614		8,080	15,534
60,892		21,547	39,345
21,533		20,178	1,355

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) FMV as of 12/31/69	Adjusted basis	Excess of col (i) over col (j), if any	
			10,495
			12,027
			18,222
			25,047
			3,360
			11,173
			3,384
			15,534
			39,345
			1,355

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
LITIGATION SETTLEMENTS		2015-01-19	2016-02-22
200 SHS MICROSOFT CORP		2011-12-06	2016-01-20
300 SHS MICROSOFT CORP		2011-08-15	2016-03-29
50 SHS AIR PRODUCTS & CHEMICALS INC		2015-08-28	2016-01-20
THRU HS MANAGEMENT ACCT 106600		2015-05-27	2016-06-30
THRU HS MANAGEMENT ACCT 106600		2015-07-06	2016-06-30
THRU SELECT EQUITY ACCT 106500		2015-05-27	2016-06-30
THRU SELECT EQUITY ACCT 106500		2015-07-06	2016-06-30
112 SHS AMPHENOL CORP		2015-03-05	2016-06-30
312 SHS SENSSATA TECHNOLOGIES HLDG		2015-06-01	2016-06-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis (g) plus expense of sale	(h) (e) plus (f) minus (g)
43			43
9,933		5,147	4,786
16,414		7,595	8,819
5,772		7,025	-1,253
		32,096	-32,096
		21,209	-21,209
		10,690	-10,690
1,841			1,841
6,365		6,530	-165
10,858		17,266	-6,408

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			43
			4,786
			8,819
			-1,253
			-32,096
			-21,209
			-10,690
			1,841
			-165
			-6,408

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
128 SHS AMPHENOL CORP		2015-03-05	2016-06-29
114 SHS WOLVERINE WORLD WIDE INC		2015-03-05	2016-06-29
67 SHS IHS INC		2015-03-05	2016-06-28
298 SHS SENSSATA TECHNOLOGIES HLDG		2015-06-01	2016-06-28
THRU BNY MELLON ACCT UMF-902166		2015-03-05	2016-06-30
THRU BNY MELLON ACCT UMF-902166		2015-12-02	2016-06-30
50 SHS COMCAST CORP		2015-11-19	2016-06-28
10 SHS AMAZON COM INC		2016-03-31	2016-06-28
50 SHS LULULEMON ATHLETICA INC		2015-09-16	2016-06-28
THRU BNY MELLON ACCT UMF-902240		2015-03-03	2016-06-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis (g) plus expense of sale	(h) (e) plus (f) minus (g)
7,197		7,463	-266
2,253		3,454	-1,201
7,325		7,749	-424
9,852		16,486	-6,634
78,639		74,964	3,675
28,494		28,577	-83
3,133		3,127	6
7,048		5,430	1,618
3,500		2,651	849
130,904		139,389	-8,485

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-266
			-1,201
			-424
			-6,634
			3,675
			-83
			6
			1,618
			849
			-8,485

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
100 SHS ***AON PLCSHS CL A		2011-08-15	2016-01-20
500 SHS MICROSOFT CORP		2011-08-08	2016-03-29
250 SHS BE AEROSPACE INC		2015-07-21	2016-01-20
305 SHS BED BATH & BEYOND INC		2015-01-15	2015-07-24
50 SHS M & T BANK CORP		2014-01-21	2016-01-20
150 SHS JOHNSON & JOHNSON		2012-11-21	2016-01-20
650 SHS JOHNSON & JOHNSON		2012-11-21	2016-03-15
1400 SHS INTERNATIONAL PAPER CO		2011-08-03	2016-01-20
500 SHS INTERNATIONAL PAPER CO		2011-04-13	2016-01-20
1350 SHS INTERNATIONAL PAPER CO		2011-04-13	2015-07-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
8,439		4,908	3,531
27,357		12,492	14,865
9,193		13,484	-4,291
23,071		25,371	-2,300
5,132		5,569	-437
14,300		10,440	3,860
70,086		45,240	24,846
48,087		38,684	9,403
17,174		14,234	2,940
63,446		38,432	25,014

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	3,531
			14,865
			-4,291
			-2,300
			-437
			3,860
			24,846
			9,403
			2,940
			25,014

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
100 SHS HONEYWELL INTL INC		2012-06-19	2016-01-20
400 SHS FEDEX CORP		2014-10-07	2016-01-14
350 SHS EOG RESOURCES INC		2012-05-23	2016-01-20
50 SHS ELI LILLY & CO		2014-10-08	2016-01-20
50 SHS DTE ENERGY CO		2014-11-12	2016-01-20
500 SHS CSX CORP		2015-11-23	2016-01-20
250 SHS CARPENTER TECHNOLOGY CORP		2012-06-12	2015-11-23
1000 SHS CALATLANTIC GROUP INCCOM		2015-11-23	2016-01-20
400 SHS BOEING CO		2011-06-24	2016-01-20
100 SHS BOEING CO		2012-11-21	2016-01-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
9,524		5,646	3,878
52,413		63,228	-10,815
20,313		17,259	3,054
4,071		3,223	848
4,000		4,065	-65
10,793		14,500	-3,707
8,270		10,789	-2,519
29,316		41,662	-12,346
48,737		28,533	20,204
12,184		7,334	4,850

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col. (i) (k) over col. (j), if any	
			3,878
			-10,815
			3,054
			848
			-65
			-3,707
			-2,519
			-12,346
			20,204
			4,850

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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) (mo, day, yr)	(d) Date sold (mo, day, yr)
50 SHS BERKSHIRE HATHAWAY INC DELCL B NEW		2014-10-07	2016-01-20
200 SHS BED BATH & BEYOND INC		2015-01-15	2015-07-21
140 SHS WOLVERINE WORLD WIDE INC		2016-01-22	2016-06-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis (h) plus expense of sale	(h) (e) plus (f) minus (g)
6,221		6,907	-686
13,456		14,498	-1,042
2,767		2,243	524

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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 (k) as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-686
			-1,042
			524

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BEVERLY S LIPMAN	PRESIDENT 7 00	0	0	0
188 FAVONIO ROAD PORTOLA VALLEY, CA 94028				
PETER W LIPMAN	VP 5 00	0	0	0
188 FAVONIO ROAD PORTOLA VALLEY, CA 94028				
TIMOTHY E LIPMAN	VP 1 00	0	0	0
188 FAVONIO ROAD PORTOLA VALLEY, CA 94028				
BENJAMIN H LIPMAN	DIRECTOR 1 00	0	0	0
188 FAVONIO ROAD PORTOLA VALLEY, CA 94028				
ROGER A GOLDMAN	VP/TREASURER 1 00	0	0	0
275 PARK AVE NEW YORK, NY 10021				
LESTER A GREENBERG	SECRETARY 1 00	0	0	0
1350 BROADWAY NEW YORK, NY 10018				

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
a Paid during the year				
BAY AREA LYME FOUNDATION 884 PORTOLA ROAD SUITE A7 PORTOLA VALLEY, CA 94028	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	500
CALDER FOUNDATION 207 WEST 25TH STREET NEW YORK, NY 10001	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	982,500
CALIFORNIA STATE PARKS FOUNDATION 50 FRANCISCO STREET SAN FRANCISCO, CA 94133	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	250
STANFORD UNIVERSITY - CANTOR ARTS CENTER 328 LOMITA DRIVE STANFORD, CA 94305	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	950
COMMITTEE FOR GREEN FOOTHILLS 3921 E BAYSHORE ROAD PALO ALTO, CA 94303	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	500
DOCTORS FOR GLOBAL HEALTH PO BOX 1761 DECATUR, GA 30031	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	10,000
EARTH JUSTICE 50 CALIFORNIA STREET SUITE 500 SAN FRANCISCO, CA 94111	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	1,000
ENS NICARAGUA PO BOX 4024 BELLINGHAM, WA 982274024	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	500
ENVIRONMENTAL DEFENSE FUND 257 PARK AVENUE SOUTH NEW YORK, NY 10010	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	1,000
FINE ARTS MUSEUM OF SAN FRANCISCO 50 HAGIWARA TEA GARDEN DRIVE SAN FRANCISCO, CA 94118	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	1,000
FOR SITE FOUNDATION 2 MARINA BOULEVARD BUILDING C SAN FRANCISCO, CA 94123	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	5,000
FRIENDS OF HUDDART & WUNDERLICH PARKS 2961 WOODSIDE ROAD WOODSIDE, CA 94062	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	500
GEOLOGICAL SOCIETY OF AMERICA FOUNDATION PO BOX 9140 3300 PENROSE PLACE BOULDER, CO 80301	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	25,500
GIVE-TECHORG 548 MARKET STREET 89706 SAN FRANCISCO, CA 94104	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	10,000
KQED 2601 MARIPOSA STREET SAN FRANCISCO, CA 94110	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	1,000
Total				1,630,000

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				
LAND TRUST OF SANTA CRUZ 617 WATER STREET SANTA CRUZ, CA 95060	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	1,000
MOMA - MUSEUM OF MODERN ART - NY 11 WEST 53 STREET NEW YORK, NY 10019	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	600
NEW MEXICO INSTITUTE OF MINING & TECHNOLOGY 801 LEROY PLACE SOCORRO, NM 87801	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	20,000
PALO ALTO ARTS CENTER 1313 NEWELL ROAD PALO ALTO, CA 94303	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	5,000
PLANNED PARENTHOOD 123 WILLIAM STREET NEW YORK, NY 10038	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	500
PORTOLA VALLEY LIBRARY 765 PORTOLA ROAD PORTOLA VALLEY, CA 94028	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	250
POST- PENINSULA OPEN SPACE TRUST 222 HIGH STREET PALO ALTO, CA 94301	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	2,000
SAN JOSE MUSEUM OF ART 110 SOUTH MARKET STREET SAN JOSE, CA 95113	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	284,950
SEMPERVIRENS FUND 419 SOUTH SAN ANTONIO ROAD SUITE 211 LOS ALTOS, CA 94022	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	1,000
SAN FRANCISCO FILM SOCIETY 1746 POST STREET SAN FRANCISCO, CA 94115	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	10,000
SFMOMA-SAN FANCISCO MUSEUM OF MODERN ART 151 THIRD STREET SAN FRANCISCO, CA 94103	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	2,500
SAN JOSE INSTITUTE OF CONTEMPORARY ART 560 SOUTH 1ST STREET SAN JOSE, CA 95113	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	10,000
SOLSTICE INSTITUTE 302 PEARL STREET BOULDER, CO 80302	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	20,000
STANFORD UNIVERSITY 450 SERRA MALL STANDFORD, CA 94305	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	8,500
STORM KING ART CENTER 1 MUSEUM ROAD NEW WINDSOR, NY 12553	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	10,000
Total				1,630,000
			► 3a	

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				
THE AMERICAN DREAM PROJECT - THE STANDBY PROGRAM 123 WEST 18TH STREET 7TH FL NEW YORK, NY 10011	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	2,000
THE NATURE CONSERVANCY 4245 NORTH FAIRFAX DRIVE SUITE 100 ARLINGTON, VA 22203	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	1,000
THE CONSERVATION FUND 1655 NORTH FORT MYER DRIVE SUITE 1300 ARLINGTON, VA 22209	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	200,000
WHITNEY MUSEUM 945 MADISON AVENUE NEW YORK, NY 10021	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	10,000
WOODSIDE FIRE DEPARTMENT FOUNDATION 3111 WOODSIDE ROAD WOODSIDE, CA 94062	NONE	OTHER PUBLIC CHARITY	CHARITABLE CONTRIBUTION TO PUBLIC CHARITY	500
Total			► 3a	1,630,000

TY 2015 Accounting Fees Schedule

Name: THE LIPMAN FAMILY FOUNDATION INC**EIN:** 13-6066963

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	5,000	5,000		0

TY 2015 Investments Corporate Stock Schedule

Name: THE LIPMAN FAMILY FOUNDATION INC
EIN: 13-6066963

Name of Stock	End of Year Book Value	End of Year Fair Market Value
400 SHS ACCENTURE PLC IRELAND SHS CLA	12,344	45,316
183 SHS ACUITY BRANDS INC COM	35,135	45,376
700 SHS AIR PRODUCTS & CHEM	96,141	99,428
1074 SHS ALLEGION PLC	62,070	74,567
200 SHS ALPHABET INC CAP STK CL CL	113,128	138,420
25 SHS AMAZON. COM INC	9,595	17,891
1625 SHS AMC NETWORKS INC	116,001	98,182
879 SHS AMPHENOL CORP	51,252	50,393
310 SHS ANSYS INC	27,631	28,132
1250 SHS APPLE INC	143,641	119,500
650 SHS AON PLC SHS CL A	31,902	70,999
3000 SHS B/E AEROSPACE INC COM	150,290	138,525
500 SHS BERKSHIRE HATHAWAY INC DEL CL B	69,066	72,395
515 SHS BIO-TECHNE CORP COM	44,997	58,077
854 SHS BROOKFIELD ASSET MANAGEMENT IN	31,169	28,242
0.08 SHS BROOKFIELD ASSET MGMT INC VTG SHS CL A	1	2
1499 SHS BRUKER CORP	28,409	34,087
600 SHS BOEING CO	39,219	77,922
3700 SHS C S X CORP	96,360	96,496
4900 SHS CABOT OIL & GAS CORP	29,837	126,126
2200 SHS CARNIVAL CORP PAIRED CTF 1 COM	107,325	97,159
2150 SHS COMCAST CORP CL A	130,682	140,159
800 SHS CHUBB LIMITED COM	100,515	104,568
2000 SHS CONAGRA FOODS INC COM	94,819	95,620
3201 SHS DENTSPLY INTERNATIONAL INC	168,571	198,590
1175 SHS DIAGEO PLC	135,001	132,634
1400 SHS WALT DISNEY CO	142,920	136,948
450 SHS DTE ENERGY CO	36,581	44,604
500 SHS EOG RES INC	24,655	41,710
1161 SHS EXPEDITORS INTL WASH INC	54,291	56,935

Name of Stock	End of Year Book Value	End of Year Fair Market Value
400 SHS FACEBOOK INC CL A	39,056	45,712
40 SHS FACTSET RESEARCH SYSTEMS INC	5,998	6,457
500 SHS FEDEX CORP	77,124	75,890
1343 SHS FIRST REPUBLIC BANK/CA	77,220	93,997
2750 SHS FLY LEASING LIMITED SPONSORED ADR	35,736	27,307
207 SHS GARTNER INC COM	17,972	20,164
581 SHS HEICO CORP	35,015	38,817
800 SHS HONEYWELL INTL INC	45,317	93,056
799 SHS IDEXX LABORATORIES INC	58,686	74,195
462 SHS IHS INC	52,028	53,412
300 SHS JOHNSON & JOHNSON	20,880	36,390
314 SHS KIRBY CORP	24,170	19,590
1600 SHS LENNAR CORP CL A	75,531	73,760
1200 SHS ELI LILLY & CO	83,252	94,500
900 SHS LULULEMON ATHLETICA INC	45,073	66,474
400 SHS LYONDELLBASELL INDUSTRIES N V COM	33,276	29,768
350 SHS M & T BANK CORP	38,982	41,380
1050 SHS MARRIOTT INTL INC NEW CL A	68,792	69,783
975 SHS MCDONALD'S CORP	95,291	117,332
214 SHS METTLER-TOLEDO INTERNATIONAL	71,012	78,093
3475 SHS MICROSOFT CORP	128,450	177,816
649 SHS MSC INDUSTRIAL DIRECT CO INC	47,197	45,793
648 SHS MOHAWK INDUSTRIES INC	119,287	122,964
1325 SHS NIKE INC	71,479	73,140
1600 SHS OCCIDENTAL PETE CORP	86,380	120,896
3000 SHS ORACLE CORPORATION	81,190	122,790
199 SHS O'REILLY AUTOMOTIVE INC	41,588	53,949
1350 SHS PACKAGING CORP AMER	17,567	90,356
2016 SHS PAYCHEX INC	94,812	119,952
1850 SHS PAYPAL HLDGS INC COM	69,800	67,544

Name of Stock	End of Year Book Value	End of Year Fair Market Value
90 SHS PRICELINE GROUP INC	106,366	112,357
500 SHS PERKINELMER INC	23,457	26,210
8600 SHS PFIZER INC	129,066	302,806
900 SHS PIONEER NATURAL RESOURCES CO	45,651	136,089
1200 SHS PNC FINANCIAL SVCS GROUP INC	105,909	97,668
327 SHS POLARIS INDUSTRIES INC COM	26,975	26,736
1774 SHS ROLLINS INC	40,501	51,925
1800 SHS RYANAIR LTD ADR	145,268	125,172
800 SHS STARBUCKS CORP	40,325	45,696
559 SHS SENATA TECHNOLOGIES HOLDING	28,744	19,504
179 SHS SHERWIN-WILLIAMS CO/THE	51,350	52,567
1706 SHS SIGNET JEWELERS LTD	208,191	140,591
450 SHS SS&C TECHNOLOGIES HOLDINGS INC	18,983	12,636
1750 SHS TEVA PHARMACEUTICAL INDUSTRIES ADR	97,803	87,903
523 SHS TELEFLEX INC	70,321	92,733
1300 SHS TEXTRON INC	36,308	47,528
1925 SHS TIME WARNER INC	157,410	141,565
1150 SHS THE TRAVELERS COMPANIES INC	43,431	136,896
298 SHS TRANSDIGM GROUP INC	64,146	78,580
1574 SHS TRIMBLE NAVIGATION LTD	38,030	38,343
1550 SHS UNITED CONTINENTAL HLDGS INC	64,410	63,612
1150 SHS UNITED PARCEL SERVICE INC	115,108	123,878
2400 SHS UNUM GROUP	33,161	76,296
1160 SHS VISA INC	79,343	86,037
774 SHS WABTEC COM	66,837	54,358
1725 SHS WALMART STORES INC COM	107,485	125,960
1666 SHS WHOLE FOODS MARKET INC	50,386	53,345
4549 SHS WILLIAMS-SONOMA INC	306,022	237,140
730 SHS WATTS WATER TECHNOLOGIES INC	38,197	42,530
503 SHS WEST PHARMACEUTICAL SVCS INC COM	28,358	38,168

Name of Stock	End of Year Book Value	End of Year Fair Market Value
350 SHS WHIRLPOOL CORP	61,439	58,324
644 SHS WOLVERINE WORLD WIDE INC	10,318	13,086
1500 SHS NESTLE SA	116,638	115,745
650 SHS LVMH MOET HENNESSY LOUIS VUITT	119,387	98,194
525 SHS HEINEKEN NV	48,491	48,268
INSTITUTIONAL DIVERSIFIED ARBITRAGE STRATEGIES	4,415,635	4,406,955

TY 2015 Legal Fees Schedule

Name: THE LIPMAN FAMILY FOUNDATION INC**EIN:** 13-6066963

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	11,512	11,512		0

TY 2015 Other Assets Schedule

Name: THE LIPMAN FAMILY FOUNDATION INC
EIN: 13-6066963

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED DIVIDEND	6,079	4,379	4,379
PENDING TRADES RECEIVABLE	0	60,301	60,301
FINE ARTS	3,618,100	3,508,300	30,504,250

TY 2015 Other Expenses Schedule

Name: THE LIPMAN FAMILY FOUNDATION INC**EIN:** 13-6066963

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEE	750	750		0
ADR FEES	2,338	2,320		0
INVESTMENT ADVISORY FEE	114,373	114,373		0
SHIPPING FEES	1,802	0		1,802
DECREASED IN ACCRUED INCOME	3,452	0		0

TY 2015 Other Income Schedule

Name: THE LIPMAN FAMILY FOUNDATION INC**EIN:** 13-6066963

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FOREIGN EXCHANGE	71	71	71

TY 2015 Other Increases Schedule

Name: THE LIPMAN FAMILY FOUNDATION INC

EIN: 13-6066963

Description	Amount
UNREALIZED GAIN ON DONATED PROPERTY	872,700

TY 2015 Other Liabilities Schedule

Name: THE LIPMAN FAMILY FOUNDATION INC

EIN: 13-6066963

Description	Beginning of Year - Book Value	End of Year - Book Value
PENDING TRADES PAYABLE	32,244	4,339
CUSTOMER DEPOSIT	0	1,752,000

TY 2015 Taxes Schedule

Name: THE LIPMAN FAMILY FOUNDATION INC**EIN:** 13-6066963

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	40,000	0		0
FOREIGN TAX	1,341	1,341		0