Form 990-PF Return of Private Foundation 2015

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 separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052
2015
Open to Public Inspection

For calendar year 2015 or tax year beginning JUL 1, 2015 , and ending JUN 30, 2016

Name of foundation: BUSINESS & EDUCATION AS MISSION

A Employer identification number: 52-1930894

Number and street (or P O box number if mail is not delivered to street address): PO BOX 1182 | Room/suite:

B Telephone number: (301) 520-0778

City or town, state or province, country, and ZIP or foreign postal code: WHEATON, IL 60187

C If exemption application is pending, check here ▶ [ ]

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

D 1 Foreign organizations, check here ▶ [ ]
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization: [x] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 3,595,647.

J Accounting method: [ ] Cash [x] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c) and (d) may not necessarily equal the amounts in column (a))

		(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	20,885.		N/A	
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	70,058.	70,058.		SEE STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-229,207.			
	b Gross sales price for all assets on line 6a 2,130,486.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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)				
	11 Other income				
	12 **Total** Add lines 1 through 11	-138,264.	70,058.		
Operating and Administrative Expenses	13 Compensation of officers directors, trustees etc	161,608.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	13,217.	0.		0.
	16a Legal fees STMT 2	49,206.	0.		0.
	b Accounting fees STMT 3	60,338.	19,912.		0.
	c Other professional fees STMT 4	10,719.	10,719.		0.
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy	4,556.	0.		0.
	21 Travel, conferences, and meetings	156.	0.		0.
	22 Printing and publications	1,975.	0.		0.
	23 Other expenses STMT 5	12,792.	522.		7,977.
	24 **Total operating and administrative expenses** Add lines 13 through 23	314,567.	31,153.		7,977.
	25 Contributions, gifts, grants paid	408,000.			408,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	722,567.	31,153.		415,977.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-860,831.			
	b **Net investment income** (if negative, enter -0-)		38,905.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED
MAY 16 2017
OGDEN, UT
IRS-OSC

946

523501
11-24-15 LHA For Paperwork Reduction Act Notice, see instructions

18

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	72,062.	83,498.	83,498.
	2 Savings and temporary cash investments	25,708.	995,681.	995,681.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶	991,210.		
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	1,272.		
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	2,038,466.	1,353,785.	1,353,785.
	c Investments - corporate bonds STMT 7	1,295,175.	1,162,683.	1,162,683.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ 12,475.			
	Less accumulated depreciation STMT 8 ▶ 12,475.			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,423,893.	3,595,647.	3,595,647.
Liabilities	17 Accounts payable and accrued expenses	1,841.	1,450.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	1,841.	1,450.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	3,851,067.	3,023,212.	
	25 Temporarily restricted	570,985.	570,985.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	4,422,052.	3,594,197.	
	31 **Total liabilities and net assets/fund balances**	4,423,893.	3,595,647.	

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	4,422,052.
2	Enter amount from Part I, line 27a	2	-860,831.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON INVESTMENTS	3	32,976.
4	Add lines 1, 2, and 3	4	3,594,197.
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	3,594,197.

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				
b	SEE ATTACHED STATEMENTS			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	2,130,486.		2,359,693.	-229,207.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col. (h))
a				
b				
c				
d				
e				-229,207.

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	-229,207.
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) If (loss), enter -0- in Part I, line 8	3	N/A

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			
2013			
2012			
2011			
2010			

2	**Total** of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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	1	778.
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	778.
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	778.
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a		
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	0.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	22.
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	800.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3	X	
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OK			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ CARRIE SCHWEITZER Telephone no. ▶ 630-580-5750

Located at ▶ 209 E. LIBERTY DRIVE, WHEATON, IL ZIP+4 ▶ 60187

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

			Yes	No
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c		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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
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.) N/A	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. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2015 as a result of (**1**) any purchase by the foundation or disqualified persons after May 26, 1969; (**2**) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (**3**) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)* N/A	3b		
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))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b** | X (No)

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? SEE STATEMENT 10 ☒ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** | X (No)

If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		161,608.	1,740.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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	2,774,262.
b	Average of monthly cash balances	1b	137,782.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,912,044.
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	2,912,044.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	43,681.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,868,363.
6	**Minimum investment return.** Enter 5% of line 5	6	143,418.

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	143,418.
2a	Tax on investment income for 2015 from Part VI, line 5 — 2a: 778.		
b	Income tax for 2015. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	778.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	142,640.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	142,640.
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	142,640.

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	415,977.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	415,977.
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	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	415,977.

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				142,640.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 415,977.				
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				142,640.
e Remaining amount distributed out of corpus	273,337.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	273,337.			
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 instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2016** Subtract lines 7 and 8 from line 6a	273,337.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015 273,337.				

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

1 a 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 ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
2 a 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 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 ▶ [x] 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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
INTERNATIONAL MESSENGERS P.O. BOX 618 110 ORCHARD COURT CLEAR LAKE, IA 50428	NONE	PC	SUPPORT THE MINISTRY OF THE RUSSIAN-AMERICAN LANGUAGE INSTITUTE	8,000.
MISSION EURASIA 218 W. WILLOW AVE. WHEATON, IL 60187	NONE	PC	SEED MONEY TO LAUNCH NGPLI CONFERENCES; MINISTRY OF RAY & CINDY LECLAIR	100,000.
THEOLOGICAL BOOK NETWORK 3529 PATTERSON AVE SE GRAND RAPIDS, MI 49512	NONE	PC	5,000 BOOKS TO THE ORTHODOX INSTITUTE OF MOSCOW	100,000.
A FAMILY FOR EVERY ORPHAN PO BOX 34628 SEATTLE , WA 98124-1628	NONE	PC	UKRAINE WITHOUT ORPHANS	30,000.
HODOS INSTITUTE 912 WESTMORLAND DRIVE WENATCHEE, WA 98801	NONE	PC	CHARITABLE CONTRIBUTION	20,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	408,000.
b Approved for future payment				
NONE				
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
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	70,058.	
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			18	-229,207.	
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.		-159,149.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 -159,149.

(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).

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

			Yes	No
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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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
N/A		

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

John A. Bernbaum | 5/8/17 | PRESIDENT

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
WILLIAM E. TURCO, CPA	William E Turco	MAY 08 2017		P00369217
Firm's name ▶ RSM US LLP			Firm's EIN ▶ 42-0714325	
Firm's address ▶ 9737 WASHINGTONIAN BLVD., #400 GAITHERSBURG, MD 20878-7340			Phone no. (301) 296-3600	

Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990* .

OMB No 1545-0047

2015

Name of the organization	Employer identification number
BUSINESS & EDUCATION AS MISSION	52-1930894

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
BUSINESS & EDUCATION AS MISSION	52-1930894

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BRADLEY FOUNDATION INC. 1249 N. FRANKLIN PLACE MILWAUKEE, WI 53202-2901	$ 15,000.	Person [x] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization	Employer identification number
BUSINESS & EDUCATION AS MISSION	52-1930894

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
BUSINESS & EDUCATION AS MISSION	52-1930894

Part III *Exclusively* religious, charitable, etc , contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc , contributions of $1,000 or less for the year (Enter this info once) ▶ $

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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	ARTISAN INTERNATIONAL ADV	P	12/29/14	12/18/15
b	BMO SMALL CAP GROWTH FUND CL I	P	12/29/14	12/04/15
c	DRIEHAUS SELECT CREDIT FUND	P	12/29/14	12/18/15
d	FEDERATED ULTRA SHORT BOND IS	P	12/29/14	08/20/15
e	FEDERATED ULTRA SHORT BOND IS	P	12/29/14	10/26/15
f	FIDELITY ADV FLOATING RATE HIGH INC-CL I	P	12/29/14	08/14/15
g	FIDELITY ADV FLOATING RATE HIGH INC-CL I	P	06/30/15	08/14/15
h	FMI LARGE CAP FUND	P	12/29/14	12/15/15
i	KAYNE ANDERSON MLP INVT CO	P	12/29/14	12/07/15
j	LOOMIS SAYLES BOND INSTL	P	12/29/14	12/18/15
k	MAINSTAY MARKETFIELDFUND CLASS I	P	12/29/14	07/09/15
l	MAINSTAY MARKETFIELDFUND CLASS I	P	12/29/14	07/28/15
m	MAINSTAY MARKETFIELDFUND CLASS I	P	12/29/14	10/26/15
n	MERGER FUND	P	12/29/14	08/14/15
o	OPPENHEIMER DEVELPNGMARKETS FUND CLASS I	P	12/29/14	12/18/15

	(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	60,000.		64,743.	-4,743.
b	89,531.		95,677.	-6,146.
c	40,000.		45,068.	-5,068.
d	100,000.		100,220.	-220.
e	50,000.		50,220.	-220.
f	29,669.		30,157.	-488.
g	31.		32.	-1.
h	284,072.		295,056.	-10,984.
i	41,381.		104,752.	-63,371.
j	25,000.		28,965.	-3,965.
k	82,000.		86,464.	-4,464.
l	30,000.		31,736.	-1,736.
m	52,925.		56,800.	-3,875.
n	30,000.		31,070.	-1,070.
o	75,000.		89,018.	-14,018.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				-4,743.
b				-6,146.
c				-5,068.
d				-220.
e				-220.
f				-488.
g				-1.
h				-10,984.
i				-63,371.
j				-3,965.
k				-4,464.
l				-1,736.
m				-3,875.
n				-1,070.
o				-14,018.

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	
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). If (loss), enter "-0-" in Part I, line 8	3	

523591
04-01-15

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	TORTOISE ENERGY INFRSTRCTR CP COM ISIN	P	12/29/14	12/07/15
b	BMO SMALL CAP GROWTH FUND CL I	P	02/02/16	05/03/16
c	DRIEHAUS SELECT CREDIT FUND	P	09/23/15	05/03/16
d	DRIEHAUS SELECT CREDIT FUND	P	03/23/16	05/03/16
e	ISHARES CORE S&P 500 ETF	P	12/15/15	01/25/16
f	ISHARES RUSSELL 2000 GROWTH ETH	P	12/04/15	01/28/16
g	MERGER FUND	P	12/28/15	03/09/16
h	MERGER FUND	P	12/28/15	03/09/16
i	DRIEHAUS ACTIVE INCOME FUND	P	12/29/14	05/03/16
j	DRIEHAUS SELECT CREDIT FUND	P	12/29/14	05/03/16
k	DRIEHAUS SELECT CREDIT FUND	P	12/29/14	05/03/16
l	FEDERATED ULTRA SHORT BOND IS	P	12/29/14	02/01/16
m	MERGER FUND	P	12/29/14	03/09/16
n	TORTOISE MLP RETURN OF CAPITAL	P		
o	KAYNE ANDERSON RETURN OF CAPITAL	P		

	(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	55,192.		105,328.	-50,136.
b	78,995.		73,265.	5,730.
c	3,204.		3,573.	-369.
d	3,842.		3,818.	24.
e	259,345.		281,732.	-22,387.
f	73,266.		88,233.	-14,967.
g	605.		603.	2.
h	1,097.		1,094.	3.
i	156,528.		164,418.	-7,890.
j	234,713.		274,932.	-40,219.
k	1,588.		1,877.	-289.
l	100,000.		100,773.	-773.
m	135,786.		143,930.	-8,144.
n	5,476.		5,476.	0.
o	663.		663.	0.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-50,136.
b				5,730.
c				-369.
d				24.
e				-22,387.
f				-14,967.
g				2.
h				3.
i				-7,890.
j				-40,219.
k				-289.
l				-773.
m				-8,144.
n				0.
o				0.

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	
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). If (loss), enter "-0-" in Part I, line 8	3	

523591
04-01-15

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	CAPITAL GAINS DIVIDENDS			
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	30,577.			30,577.
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				30,577.
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	-229,207.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

523591
04-01-15

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
RECON EDUCATION CENTER 03062, KYIVV, ESTONSKAJA STR. 31-B KIEV, UKRAINE	NONE	NC	GRANT TO SUPPORT THE EDUCATIONAL PROGRAM OF RECON COLLEGE	50,000.
ST. GREGORY THE THEOLOGIAN CHARITY 115191, DANILOVSKIY VAL, 22 MOSCOW, RUSSIA	NONE	NC	CONCERT "BENJAMIN BRITTEN'S WAR REQUIEM"	15,000.
ST. GREGORY THE THEOLOGIAN CHARITY 115191, DANILOVSKIY VAL, 22 MOSCOW, RUSSIA	NONE	NC	GRANT FOR THEOLOGICAL SYMPOSIUM	50,000.
LEADER CHRISTIAN SCHOOL VERKHNYANA PERVOMAYSKAYA 49/1, BLDG 2, 7-PARKOVAYA, 105264 MOSCOW, RUSSIA	NONE	NC	DONATION PER AGREEMENT	35,000.
Total from continuation sheets				150,000.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CEDAR STREET	2,117.	0.	2,117.	2,117.	
FIDELITY INVESTMENTS	98,518.	30,577.	67,941.	67,941.	
TO PART I, LINE 4	100,635.	30,577.	70,058.	70,058.	

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	49,206.	0.		0.
TO FM 990-PF, PG 1, LN 16A	49,206.	0.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	60,338.	19,912.		0.
TO FORM 990-PF, PG 1, LN 16B	60,338.	19,912.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVISOR FEE	10,719.	10,719.		0.
TO FORM 990-PF, PG 1, LN 16C	10,719.	10,719.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	522.	522.		0.
POSTAGE & SHIPPING	9,721.	0.		7,977.
PROMOTION & ADVERTISEMENT	1,280.	0.		0.
SUPPLIES & FURNISHINGS	1,269.	0.		0.
TO FORM 990-PF, PG 1, LN 23	12,792.	522.		7,977.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
12933.009 SHS KELLNER MERGER FUND INSTL CLASS	132,692.	132,692.
1345.004 SHS ARTISAN INTERNATIONAL ADV	36,692.	36,692.
14853.666 SHS FMI LARGE CAP FUND	291,132.	291,132.
1650.244 SHS FMI COMMON STOCK FUND	39,969.	39,969.
3977.596 SHS ACUITAS US MICROCAP INSTITUTIONAL	41,287.	41,287.
5003.466 SHS JOHN HANCOCK DISCIPLINED VALUE MID CAP I	98,919.	98,919.
1199.677 SHS OPPENHEIMER DEV MARKETS CLASS I	37,370.	37,370.
4,612.653 SHS T ROWE PRICE GROWTH STOCK	232,616.	232,616.
7760.446 SHS BOSTON PARTNERS GLOBL LONG SHRT INSL	83,425.	83,425.
4207.323 SHS TWEEDY BROWNE GLOBAL VALUE FUND	103,332.	103,332.
4833.112 SHS VANGUARD HIGH DIVID YLD INDEX FD INV CL	136,777.	136,777.
6481.000 SHS TORTOISE MLP FD INC COM	119,574.	119,574.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,353,785.	1,353,785.

FORM 990-PF CORPORATE BONDS STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
30906.364 SHS FIDELITY ADVISOR FL RATE HIGH INC CL I	288,665.	288,665.
25616.956 SHS ARTISAN HIGH INCOME FUND ADVISOR	244,386.	244,386.
20472.622 SHS DOUBLELINE TOTAL RETURN BOND FD CL I	223,766.	223,766.

15947.955 SHS DRIEHAUS ACTIVE INCOME FUND	156,609.	156,609.
7171.101 SHS FEDERATED ULTRA SHORT BOND IS	65,257.	65,257.
13529.426 SHS LOOMIS SAYLES BOND INSTL	184,000.	184,000.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,162,683.	1,162,683.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 8

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER EQUIPMENT	12,475.	12,475.	0.
TOTAL TO FM 990-PF, PART II, LN 14	12,475.	12,475.	0.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DR. JOHN A. BERNBAUM 209 E. LIBERTY DRIVE WHEATON, IL 60187	PRESIDENT 40.00	161,608.	1,740.	0.
DENNIS J. KUESTER 209 E. LIBERTY DRIVE WHEATON, IL 60187	CHAIR 1.00	0.	0.	0.
MILTON KUYERS 209 E. LIBERTY DRIVE WHEATON, IL 60187	TREASURER 1.00	0.	0.	0.
HOWARD A. DAHL 209 E. LIBERTY DRIVE WHEATON, IL 60187	TRUSTEE 1.00	0.	0.	0.
RICHARD N. DEAN 209 E. LIBERTY DRIVE WHEATON, IL 60187	TRUSTEE 1.00	0.	0.	0.
DR. MARK R. ELLIOTT 209 E. LIBERTY DRIVE WHEATON, IL 60187	TRUSTEE 1.00	0.	0.	0.

BOB FORESMAN 209 E. LIBERTY DRIVE WHEATON, IL 60187	TRUSTEE 1.00	0.	0.	0.
SIDNEY J. JANSMA, JR. 209 E. LIBERTY DRIVE WHEATON, IL 60187	TRUSTEE 1.00	0.	0.	0.
MARTY OZINGA III 209 E. LIBERTY DRIVE WHEATON, IL 60187	TRUSTEE 1.00	0.	0.	0.
EKATERINA SMYSLOVA 209 E. LIBERTY DRIVE WHEATON, IL 60187	TRUSTEE 1.00	0.	0.	0.
ROBERT WALLINGFORD 209 E. LIBERTY DRIVE WHEATON, IL 60187	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		161,608.	1,740.	0.

FORM 990-PF EXPENDITURE RESPONSIBILITY STATEMENT STATEMENT 10
PART VII-B, LINE 5C

GRANTEE'S NAME

ST. GREGORY THE THEOLOGIAN CHARITY

GRANTEE'S ADDRESS

115191 DANILOVSKIY VAL, 22
MOSCOW, RUSSIA

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
50,000.	01/15/16	50,000.

PURPOSE OF GRANT

THE GRANT REQUEST FROM METROPOLITAN HILARION OF THE RUSSIAN ORTHODOX CHURCH WAS SUBMITTED TO THE BOARD OF TRUSTEES ON JULY 24, 2015. AFTER REVIEW BY THE BEAM STAFF, THE PROPOSAL WAS FORWARDED TO THE BOARD WITH THE RECOMMENDATION THAT A GRANT OF $50,000 BE MADE TO SUPPORT THE SEVENTH EASTERN EUROPEAN INTERNATIONAL SYMPOSIUM OF NEW TESTAMENT SCHOLARS, HOSTED BY THE METROPOLITAN AND SCHEDULED TO BE HELD IN MOSCOW IN OCTOBER 2016. THE BOARD AGREED TO MAKE THIS GRANT ONCE IT WAS CONFIRMED THAT THE BALANCE OF THE CONFERENCE FUNDING WAS RAISED FROM OTHER SOURCES. WHEN THIS CONFIRMATION WAS RECEIVED, THE FUNDING WAS SENT TO THE METROPOLITAN'S ST. GREGORY THE THEOLOGIAN CHARITY FOUNDATION IN JANUARY 2016.

DATES OF REPORTS BY GRANTEE

OCTOBER 2016

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

THE BEAM STAFF ATTENDED THE OPENING OF THE CONFERENCE IN MOSCOW IN OCTOBER 2016 AND WITNESSED THE UNIQUE GATHERING OF SCHOLARS FROM EAST AND WEST, THE FIRST OF ITS KIND IN RUSSIA.

GRANTEE'S NAME

ST. GREGORY THE THEOLOGIAN CHARITY

GRANTEE'S ADDRESS

115191 DANILOVSKIY VAL, 22
MOSCOW, RUSSIA

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
15,000.	09/11/15	15,000.

PURPOSE OF GRANT

THE GRANT REQUEST FROM METROPOLITAN HILARION OF THE RUSSIAN ORTHODOX CHURCH WAS SUBMITTED TO THE BOARD OF TRUSTEES ON SEPTEMBER 11, 2015. AFTER REVIEW BY THE BEAM STAFF, THE PROPOSAL WAS FORWARDED TO THE BOARD WITH THE RECOMMENDATION THAT A GRANT OF $15,000 BE MADE TO SUPPORT THE PARTICIPATION OF AN AMERICAN SOLOIST IN THE CONCERT COMMEMORATING THE END OF WORLD WAR II. THIS REQUEST WAS STRONGLY SUPPORTED BY THE U. S. EMBASSY IN MOSCOW THAT WANTED AMERICAN INVOLVEMENT IN THE CONCERT. THE FUNDS WERE SENT IMMEDIATELY BECAUSE OF THE SHORTNESS OF TIME FOR THE TRAVEL ARRANGEMENTS.

DATES OF REPORTS BY GRANTEE

DECEMBER 2015

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

BEAM RECEIVED AN ORAL REPORT ON THE CONCERT AND LATER THE PRINTED PROGRAM IN WHICH THE AMERICAN SOLOIST WAS IDENTIFIED.

GRANTEE'S NAME

RECON EDUCATION CENTER

GRANTEE'S ADDRESS

03062, KYIVV, ESTONSKAJA STR
KIEV, UKRAINE

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
50,000.	09/30/15	50,000.

PURPOSE OF GRANT

THE GRANT APPLICATION FROM RECON COLLEGE WAS SUBMITTED TO THE BOARD OF TRUSTEES FOR THEIR REVIEW ON AUGUST 18, 2015. AFTER REVIEW BY THE BEAM STAFF, THE PROPOSAL WAS FORWARDED TO THE BOARD WITH THE RECOMMENDATION THAT A GRANT OF $50,000 BE MADE TO SUPPORT PHASE #1 OF A NEW PROGRAM TO OFFER A DEGREE IN STRATEGIC COMMUNICATIONS IN THREE LANGUAGES (RUSSIAN, UKRAINIAN AND ENGLISH) ONLINE. FOR THE FIRST YEAR OF THIS PROJECT THERE WERE THREE MAJOR COMPONENTS: THE DEVELOPMENT OF A LEARNING MANAGEMENT SYSTEM (LMS), A UNIVERSITY PORTAL AND INTERACTIVE WEBSITE, AND A STUDENT INFORMATION MANAGEMENT SYSTEM.

DATES OF REPORTS BY GRANTEE

MARCH 2016

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

REPORTS FROM RECON COLLEGE WERE RECEIVED SIX MONTHS AFTER THE GRANT AND AT THE END OF THE FIRST YEAR, AS REQUESTED. THIS IS THE NORMAL PATTERN FOR GRANTS. THE FUNDS GIVEN WERE USED FOR THE SPECIFIC ITEMS LISTED IN THEIR GRANT REQUEST.

THE BEAM STAFF VISITED RECON COLLEGE IN KIEV IN OCTOBER 2016, AT THE CONCLUSION OF THE FIRST YEAR OF THIS FUNDED PROJECT AND WERE PLEASED TO SEE THE PROGRESS THAT WAS MADE ON THE ONLINE PROGRAM.

GRANTEE'S NAME

LEADER CHRISTIAN SCHOOL

GRANTEE'S ADDRESS

VERKHNYANA PERVOMAYSKAYA 49/1, BLDG 2, 7-PARKOVAYA,
MOSCOW, RUSSIA

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
35,000.	02/03/16	35,000.

PURPOSE OF GRANT

THE GRANT APPLICATION FROM LCS WAS SUBMITTED TO THE BOARD OF TRUSTEES FOR THEIR REVIEW ON JANUARY 25, 2016. AFTER REVIEW BY THE BEAM, THE PROPOSAL WAS FORWARDED TO THE BOARD WITH THE RECOMMENDATION THAT A GRANT OF $35,000 BE MADE TO HELP STABILIZE THE SCHOOL'S FINANCES FOR THE 2015-16 ACADEMIC YEAR. FUNDING WAS SPECIFICALLY REQUESTED FOR SALARIES FOR TEACHERS AND ADMINISTRATIVE STAFF, AS WELL AS SUBSIDIES FOR RENT OF FACILITIES. THIS PROPOSAL WAS APPROVED BY THE BOARD.

DATES OF REPORTS BY GRANTEE

VARIOUS TIMES DURING FISCAL YEAR

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

BEAM RECEIVED REPORTS FROM LCS DURING THE 2015-16 SCHOOL YEAR AND BEAM STAFF PERSONALLY VISITED THE SCHOOL IN MOSCOW IN OCTOBER 2016 AND RECEIVED A FULL BRIEFING ON THE SCHOOL'S FINANCES AND THE USE OF THE FUNDS GRANTED. THE NORMAL PATTERN IS TO REQUEST A REPORT AT THE END OF SIX-MONTHS AND THEN A FINAL REPORT AT THE END OF THE YEAR. THE FUNDS WERE ENTIRELY USED FOR THE SPECIFIC ITEMS IDENTIFIED IN THEIR GRANT APPLICATION. NO MORE REPORTS ARE REQUIRED FOR THIS GRANT.

BEAM HAS A CLOSE RELATIONSHIP WITH THE WORD OF LIFE CHURCH, WHICH ESTABLISHED THE SCHOOL AND WE ALSO RECEIVE PERIODIC UPDATES FROM THE LEADERSHIP OF THE CHURCH AS WELL.

GENERAL EXPLANATION STATEMENT 11

FORM/LINE IDENTIFIER

FORM 990-PF

EXPLANATION:

THE RUSSIAN-AMERICAN CHRISTIAN UNIVERSITY (RACU) WAS ESTABLISHED IN MOSCOW, RUSSIA, IN SEPTEMBER 1996 AT THE INVITATION OF THE RUSSIAN GOVERNMENT AND OPERATED AS A FOUR-YEAR LIBERAL ARTS COLLEGE FOR FIFTEEN YEARS. THE SCHOOL, LATER RENAMED THE RUSSIAN-AMERICAN INSTITUTE (RAI), BUILT A CAMPUS FACILITY IN MOSCOW AND GRADUATED TEN CLASSES UNTIL THE KREMLIN PASSED A SERIES OF LAWS THAT REMOVED THE TAX-EXEMPT STATUS OF PRIVATE COLLEGES AND UNIVERSITIES AND NO LONGER RECOGNIZED THE ACADEMIC CREDENTIALS OF AMERICAN FACULTY, SO RAI COULD NOT GET RE-ACCREDITED. AS A RESULT, THE BOARD OF TRUSTEES DECIDED TO CLOSE THE SCHOOL AFTER THE 2010-2011 ACADEMIC YEAR AND MONETIZE ITS CAMPUS FACILITY.

ONCE THE CAMPUS FACILITY WAS SOLD AND THE TAXES AND CONSTRUCTION DEBTS WERE PAID, THE NET ASSETS WERE REINVESTED SO THAT GRANTS COULD BE MADE TO CHARITABLE, NON-PROFIT ORGANIZATIONS IN RUSSIA AND UKRAINE THAT PROVIDE EDUCATIONAL SERVICES. A FORMAL PROCESS WAS ESTABLISHED IN WHICH THE RAI STAFF REVIEWS GRANT APPLICATIONS AND CONDUCTS DUE DILIGENCE ON EACH APPLICATION; ONCE THIS IS COMPLETED AND THE GRANT APPLICATION IS APPROVED BY THE STAFF AND BOARD CHAIR, IT IS SENT TO THE BOARD OF TRUSTEES FOR THEIR REVIEW AND APPROVAL. ONCE THE GRANT IS APPROVED AND THE FUNDS DISBURSED, THE GRANTEE IS REQUIRED TO SUBMIT REPORTS EVERY SIX MONTHS ON THE PROGRESS OF THEIR PROJECT AND THESE REPORTS ARE CAREFULLY REVIEWED BY THE STAFF. IN ADDITION, ON-SITE VISITS ARE MADE BY THE STAFF OR BOARD MEMBERS TO ENSURE THAT THE FUNDS ARE BEING USED FOR THE PURPOSES STATED IN THE GRANT APPLICATION. NO ADDITIONAL FUNDING IS GIVEN TO ANY APPLICANT UNLESS THE STAFF IS CONFIDENT THAT THE INITIAL GRANT HAS MET ITS STATED OBJECTIVES.

THE BOARD OF TRUSTEES HAS ALSO DECIDED TO CHANGE THE NAME OF ITS ORGANIZATION TO "BUSINESS & EDUCATION AS MISSION" (BEAM), SINCE THE "RUSSIAN-AMERICAN INSTITUTE" IS NO LONGER AN ACCURATE DESCRIPTION OF ITS WORK. THE MISSION STATEMENT WAS ALSO UPDATED AND CURRENTLY READS AS FOLLOWS: "THIS CORPORATION IS FORMED EXCLUSIVELY FOR CHARITABLE, SCIENTIFIC, AND EDUCATIONAL PURPOSES. IN ACCOMPLISHING THE GENERAL PURPOSES FOR WHICH THE CORPORATION IS FORMED, THE STATED PURPOSES OF THE CORPORATION SHALL INCLUDE, WITHOUT LIMITATION, THE SUPPORT AND DEVELOPMENT OF EDUCATIONAL PROGRAMS FOCUSING ON COMPREHENSIVE LIBERAL ARTS AND PROFESSIONAL PROGRAMS GROUNDED IN THE BIBLICAL TRADITION AND DOCTRINES OF THE HISTORIC CHRISTIAN FAITH."

OFFICE OF THE SECRETARY OF STATE

STATE OF OKLAHOMA

AMENDED NOT FOR PROFIT CERTIFICATE OF INCORPORATION

WHEREAS, the Amended Not For Profit Certificate of Incorporation of

BUSINESS & EDUCATION AS MISSION (BEAM), INC.

has been filed in the office of the Secretary of State as provided by the laws of the State of Oklahoma.

NOW THEREFORE, I, the undersigned, Secretary of State of the State of Oklahoma, by virtue of the powers vested in me by law, do hereby issue this certificate evidencing such filing.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the Great Seal of the State of Oklahoma.

Filed in the city of Oklahoma City this 13th day of March, 2017.

Secretary of State

FILED - Oklahoma Secretary of State #2100553277 03/13/2017

03/13/2017 02:35 PM
OKLAHOMA SECRETARY OF STATE

SOS

33012820002

AMENDED CERTIFICATE OF INCORPORATION

(Oklahoma Not for Profit Corporation)

STATE

Filing Fee: $25.00

Oklahoma City, Oklahoma 73103
(405) 522-2520

I hereby execute the following articles for the purpose of amending an Oklahoma corporation's certificate of incorporation pursuant to the provisions of Title 18, Section 1077:

1. A) Name of the corporation:

The Russian - American Institute/U.S., Inc.

B) AS AMENDED: Name of the corporation:

Business & Education as Mission (BEAM), Inc.

(Note: The new name of the corporation shall contain one of the words association, company, corporation, club, foundation, fund, incorporated, institute, society, union, syndicate, limited or any abbreviations thereof, with or without punctuation, which shall be such as to distinguish it upon the records in the Office of the Secretary of State.)

2. If the corporation is a CHURCH, the street address of its location:

Street Address (P.O. BOXES ARE NOT ACCEPTABLE)	City	State	Zip Code

3. AS AMENDED: NAME and street address of the registered agent for service of process in the state of Oklahoma:

- The registered agent shall be the corporation itself, an individual resident of Oklahoma, or a domestic or qualified foreign corporation, limited liability company, or limited partnership.

Name	Street Address (P.O. BOXES ARE NOT ACCEPTABLE)	City	State	Zip Code	County
The Corporation Company	1833 South Morgan Road	Oklahoma City	Oklahoma	73128	Oklahoma County

4. Duration of the corporation is perpetual, unless otherwise stated: __________

5. AS AMENDED: Nature of the business or purposes to be conducted or promoted by the corporation:

- It shall be sufficient to state, either alone or with other businesses or purposes, that the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the general corporation law of Oklahoma.

This corporation is formed exclusively for charitable, scientific, and educational purposes. In accomplishing the general purposes for which the Corporation is formed, the stated purposes of the Corporation shall include, without limitation, the support and development of educational programs focusing on comprehensive liberal arts and professional programs grounded in the biblical tradition and doctrines of the historic Christian faith.

6. Set forth clearly any and all amendments to the certificate of incorporation:

The Certificate of Incorporation shall be amended to change the name of the corporation to "Business & Education as Mission (BEAM), Inc."

The Certificate of Incorporation shall be amended to change the offices and registered agent of the corporation to The Corporation Company, 1833 South Morgan Road, Oklahoma City, Oklahoma, 73128.

7. E-MAIL address of the primary contact for the registered business:

jbernbaummoscow@gmail.com

CHECK ONE OF THE FOLLOWING STATEMENTS, WHICHEVER IS APPLICABLE:

☐ The governing body of the corporation adopted a resolution setting forth the amendment proposed and declaring its advisability.

At a subsequent meeting held upon notice stating the purpose thereof and given in accordance with the provision of Title 18, Section 1067, a majority of all the members of the governing body voted in favor of the amendment.

OR

☒ At a meeting of the governing body of said corporation, a resolution was duly adopted setting forth the foregoing proposed amendment(s) to the certificate of incorporation of said corporation, declaring said amendment(s) to be advisable and calling a meeting of the members for consideration thereof.

Pursuant to such call and to due written notice given to each member, a meeting was held, at which meeting the necessary number of members as required by the certificate of incorporation of said corporation voted in favor of the amendment(s).

The amended certificate of incorporation must be signed by the president or vice president of said corporation and attested to by its secretary or assistant secretary.

- Signed this 3RD day of MARCH, 2017 by:

John A. Bernbaum

Signature of President or Vice President

JOHN A. BERNBAUM

Printed Name

Attested to by:

John A. Bernbaum

Signature of Secretary or Assistant Secretary

JOHN A. BERNBAUM

Printed Name

BYLAWS

OF

BEAM

(BUSINESS & EDUCATION AS MISSION)

INDEX TO

BYLAWS OF

BEAM (BUSINESS & EDUCATION AS MISSION).

ARTICLE		CAPTION	PAGE
I.		OFFICES AND REGISTERED AGENTS	1
II.		NAME, PURPOSES, AND NONDISCRIMINATION	1
	2.1.	Name	1
	2.2.	Purpose	1
	2.3.	Policy Against Nondiscrimination	1
III.		BOARD OF DIRECTORS	1
	3.1	General Powers	1
	3.2	Number, Tenure, and Qualifications	2
	3.3.	Regular Meetings	2
	3.4.	Special Meetings	2
	3.5.	Notice	3
	3.6.	Quorum	3
	3.7.	Manner of Acting	3
	3.8.	Action Without a Meeting	3
	3.9.	Vacancies and Newly Created Directorships	3
	3.10.	Compensation	3
	3.11.	Presumption of Assent	3
	3.12.	Participation	4
	3.13.	Committees	4

IV.		OFFICERS	5
	4.1.	Number	5
	4.2.	Removal	5
	4.3	Vacancies	5
	4.4.	President	5
	4.5.	Vice President	5
	4.6.	Treasurer	5
	4.7.	Secretary	6
	4.8.	Assistant Vice-Presidents	6
	4.9.	Assistant Treasurers	6
	4.10.	Assistant Secretaries	6
	4.11.	Delegation of Duties	6
	4.12.	Salaries	6
	4.13.	Surety Bond	6
V.		CONTRACTS, LOANS, CHECKS, AND DEPOSITS	7
	5.1.	Contracts	7
	5.2.	Loans	7
	5.3.	Checks and Drafts	7
	5.4.	Deposits	7
VI.		FISCAL YEAR	7
VII.		CORPORATE SEAL	7
VIII		WAIVER OF NOTICE	7
IX.		INDEMNIFICATION AND INSURANCE	8
	9.1.	Right to Indemnification	7
	9.2.	Right of Claimant to Bring Suit	7
	9.3.	Non-Exclusivity of Rights	8
	9.4.	Insurance	8
X.		DISSOLUTION	9
XI.		AMENDMENTS	10

the Board of Trustees, who shall also constitute the members of the Corporation. Without prejudice to such general power, but subject to the same limitations, it is hereby expressly declared that the Trustees shall have the following powers: to wit:

> First: To select and remove all officers, agents and employees of the Corporation, prescribe such powers and duties for them as may not be inconsistent with law, the Certificate of Incorporation or the Bylaws, and fix their compensation.
>
> Second: To designate any place within or without the State of Oklahoma for the holding of any members' meeting or meetings; and to adopt, make and use a corporate seal; and to alter the form of such seal from time to time, as in their judgment they may deem best, provided such seal shall at all times comply with the provisions oflaw.
>
> Third: To borrow money and incur indebtedness for the purposes of the Corporation, and to cause to be executed and delivered therefor, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations or other evidences of debt and securities therefor.

SECTION 3.02. Number, Tenure, and Qualifications. The number of Trustees of the Corporation shall be six or more, and shall consist of six Trustees, until within the limits above specified, a different number of Trustees, which shall constitute the whole board, shall be determined by resolution of the board. The board of Trustees shall be divided into three classes as nearly equal in number as possible with the term of office of one class expiring each year. Of the Trustees chosen ,at the first members' meeting, the term of office of those of the first class shall expire at the annual meeting after their elections; the term of office of those of the second class shall expire at the second annual meeting after their elections; and the term of office of those of the third class shall expire at the third annual meeting after their elections. At such annual meeting held after such classification and election, Trustees shall be chosen for a full term of three years to succeed those whose terms expire.

SECTION 3.03. Regular Meetings. A regular meeting of the Board of Trustees shall be held without other notice than this bylaw. The Board of Trustees may provide, by resolution, the time and place for the holding of additional regular meetings without other notice than such resolution.

SECTION 3.04. Special Meetings. Special meetings of the Board of Trustees may be called by, or at the request of the President or a majority of the Trustees. The person or persons authorized to call special meetings of the Board of Trustees may fix the place for holding any special meeting of the Board of Trustees called by them.

SECTION 3.05. Notice. Notice of any special meeting shall be given at least five (5) days previously thereto by written notice mailed to each Trustee at the Trustee's business address, or forty-eight (48) hours notice delivered personally or by telephone or telegraph. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage thereon prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. Any Trustee may waive notice of any meeting. The attendance of a Trustee at a meeting shall constitute a waiver of notice of such meeting, except where a Trustee attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting is not lawfully called or convened.

SECTION 3.06. Quorum. A majority of the number of Trustees, excluding vacancies, fixed by Section 3.02 shall constitute a quorum for the transaction of business at any meeting of the Board of Trustees; provided however, that in no event shall a number which is less than one-third (1/3) of the total number of Trustees constitute a quorum. If less than such majority is present at a meeting, a majority of the Trustees present may adjourn the meeting from time to time without further notice.

SECTION 3.07. Manner of Acting. The act of the majority of the Trustees present at a meeting, at which a quorum is present at the inception of the meeting, shall be the act of the Board of Trustees.

SECTION 3.08. Action Without a Meeting. Any action that may be taken by the Board of Trustees at a meeting may be taken without a meeting, if all the members of the Board of Trustees consent thereto in writing, and the writing or writings are filed with the minutes of the proceedings of the Board of Trustees.

SECTION 3.09. Vacancies and Newly Created Trusteeships. Any vacancy or newly created Trusteeship occurring in the Board of Trustees may be filled by the affirmative vote of a majority of the remaining Trustees, though less than a quorum of the Board of Trustees, unless otherwise provided by law. A Trustee elected to fill a vacancy shall be elected for the unexpired term of the predecessor in office. Any Trusteeship to be filled by election by the Board of Trustees for a term of office shall continue only until the next annual election of Trustees.

SECTION 3.10. Compensation. By resolution of the Board of Trustees, each Trustee may be paid expenses, if any, of attendance at each meeting of the Board of Trustees. Trustees as such shall not receive any stated salaries for their services.

Trustees shall not be precluded from serving the Corporation in any other capacity and receiving compensation therefor.

SECTION 3.11. Presumption of Assent. A Trustee of the Corporation who is present at a meeting of the Board of Trustees at which action on any corporate matter is taken shall be presumed to have assented to the action taken, unless the dissent shall be entered in the minutes of the meeting, or unless the Trustee shall file the written dissent to such action with the person acting as the Secretary of the meeting before the adjournment thereof, or shall forward such dissent by registered mail to the Secretary of the Corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Trustee who voted in favor of such action.

SECTION 3.12. Participation. Members of the Board of Trustees may participate in a meeting through the use of conference telephone or similar communications equipment, so long as all members participating in such meeting can hear one another, and participation in a meeting pursuant to this Section 3. 12 shall constitute presence in person at the meeting.

SECTION 3.13. Committees. The Board of Trustees may, by resolution passed by a majority of the whole Board, designate one or more committees, each committee to consist of one or more of the Trustees of the Corporation. The Board may designate one or more Trustees as alternate members of any committee, who may replace any absent or disqualified member at any meeting of the committee. In the absence or disqualification of a member of a committee, the member or members thereof present at any meeting and not disqualified from voting, whether or not they constitute a quorum, may unanimously appoint another member of the Board of Trustees to act at the meeting in the place of any such absent or disqualified member.

Any such committee shall have and may exercise all the powers and authority of the Board of Trustees in the management of business and affairs of the Corporation, and may authorize the seal of the Corporation to be affixed to all papers which may require it; but no such committee shall have the power or authority in reference to amending the Certificate of Incorporation, adopting an agreement of merger or consolidation with a domestic or foreign Corporation, which is not a parent or subsidiary of the Corporation, recommending to the members the sale, lease or exchange of all, or substantially all, of the Corporation's property and assets, recommending to the members a dissolution of the Corporation or a revocation of a dissolution, or amending the Bylaws.

Any committees created shall, to the extent consistent with this Section 3.13, follow the procedures outlined in this Article III.

ARTICLE IV

OFFICERS

SECTION 4.01. Number. The Board of Trustees have the authority to elect the officers of the Corporation, including, but not limited to a President, one or more Vice-Presidents, a Secretary and a Treasurer. In addition, the Board of Trustees may appoint one or more Assistant Vice-Presidents, one or more Assistant Secretaries, one or more Assistant Treasurers, and such other officers and agents as may from time to time be deemed necessary in the conduct of the affairs of the Corporation. Any number of offices may be held by the same person. Such elections shall be made pursuant to resolutions of the Board of Trustees.

SECTION 4.02. Removal. Any officer or agent may be removed by the Board of Trustees whenever, in its judgment, the best interests of the Corporation will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election or appointment of an officer or agent shall not of itself create contract rights.

SECTION 4.03. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Trustees for the unexpired portion of the term.

SECTION 4.04. President. The Board of Trustees shall elect one of its members to be President of the Corporation. The President shall preside at any meeting of the Board. The President shall have general executive powers, and shall have and may exercise any and all other powers and duties pertaining by law and practice, to the office of President, or imposed by the Bylaws The President shall also have and may exercise such further powers and duties as from time to time may be conferred upon, or assigned to the President by the Board of Trustees.

SECTION 4.05. Vice-President. The Vice-President shall perform such duties as shall from time to time be prescribed by the Board of Trustees or the President, and in the absence of the President shall (if there be more than one Vice-President, in the order of seniority), perform the duties of the President, unless otherwise prescribed by the Board.

SECTION 4.06. Treasurer. The Treasurer shall have custody of the funds and securities of the Corporation and see that they are deposited in such banks or trust companies as the Board of Trustees or the President shall designate. The Treasurer shall have custody of the books of the Corporation and see that therein is entered regularly a full and accurate account of all monies received and disbursed by the Corporation, together with such other accounts and records as may be required, and render such other reports as he may, from time to time, be called upon to do by the Board of Trustees or the President.

SECTION 4.07. Secretary. The Secretary shall keep minutes of the meetings of the Trustees. The Secretary shall have custody of the Corporate seal and shall have authority to attest and affix this seal to instruments of the Corporation. The Secretary shall perform such other duties as from time to time may be prescribed by the Board of Trustees or the President.

SECTION 4.08. Assistant Vice-Presidents. The Assistant Vice-Presidents shall perform such duties as shall from time to time be prescribed by the Board of Trustees, the President, or the Senior Vice-President.

SECTION 4.09. Assistant Treasurers. The Assistant Treasurers, in the order of seniority, shall act in the absence of the Treasurer, perform all the duties of the Treasurer, and shall assume such of the Treasurer's minor duties as that officer from time to time shall delegate to them.

SECTION 4.10. Assistant Secretaries. The Assistant Secretaries, in the order of seniority, shall act in the absence of the Secretary, perform all the duties of the Secretary, and shall assume such of the Secretary's minor duties as that officer from time to time shall delegate to them.

SECTION 4.11. Delegation of Duties. In case of the absence or disability of any officer of the Corporation or for any other reason that the Board of Trustees may deem sufficient, the Board of Trustees may, by vote of a majority of the whole Board, delegate, for the time being, the powers or duties, or any of them, of such officer to any other officer or to any Trustee.

SECTION 4.12. Salaries. The salaries of the officers shall be fixed from time to time by the Board of Trustees and no officer shall be prevented from receiving such salary by reason of the fact that such officer is also a Trustee of the Corporation.

SECTION 4.13. Surety Bond. If required by the Board of Trustees, the Treasurer, if one is chosen, or if not, the Secretary, shall give the Corporation a bond (which shall be renewed every six (6) years) in such sum and with such surety or sureties as shall be satisfactory to the Board of Trustees for the faithful performance of the duties of the office of a Treasurer, and for the restoration to the Corporation in the case of the Treasurer's (or Secretary's, as the case may be) death, resignation, retirement or removal from office, of all books, papers, vouchers, money and other property of whatever kind in the possession or under the control of the Treasurer (or Secretary, as the case may be) to the Corporation.

ARTICLE V

CONTRACTS, LOANS, CHECKS AND DEPOSITS

SECTION 5.01. Contracts. The Board of Trustees may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances.

SECTION 5.02. Loans. No loans shall be contracted on behalf of the Corporation and no evidences of indebtedness shall be issued in its name, unless authorized by a resolution of the Board of Trustees. Such authority may be general or confined to specific instances.

SECTION 5.03. Checks and Drafts. All checks, drafts or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Trustees.

SECTION 5.04. Deposits. All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Trustees may select.

ARTICLE VI

FISCAL YEAR

The fiscal year of the Corporation shall be determined by resolution of the Board of Trustees of the Corporation.

ARTICLE VII

CORPORATE SEAL

The Board of Trustees shall provide a corporate seal which shall be circular in form and shall have inscribed thereon the name of the Corporation and the state of Incorporation and the words, "Corporate Seal."

ARTICLE VIII

WAIVER OF

NOTICE

Unless otherwise provided by law, whenever any notice is required to be given to any Trustee of the Corporation under the provisions of these Bylaws, the Certificate of

Incorporation or by statute, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice. The attendance, whether in person or by proxy, of any member or Trustee of the Corporation at a meeting without protesting the lack of notice of the meeting at the beginning of such meeting, shall constitute a waiver of notice by such member or Trustee.

ARTICLE IX

INDEMNIFICATION AND

INSURANCE

SECTION 9.01. Right to Indemnification. Each person who was or is made a party or is threatened to be made a party to or is involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative (hereinafter, a "proceeding"), by reason of the fact that he or she, or a person of whom he or she is the legal representative, is or was a Trustee or officer of the Corporation or is or was serving at the request of the Corporation as a Trustee or officer of another Corporation or of a partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans maintained or sponsored by the Corporation (hereinafter, "Corporate Agent"), whether the basis of such proceeding is alleged action in an official capacity as a Trustee or officer of the Corporation or Corporate Agent or in any other capacity while serving as a Trustee, officer, or Corporate Agent, shall be indemnified and held harmless by the Corporation to the fullest extent authorized by the Oklahoma General Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than said Act permitted the Corporation to provide prior to such amendment), against all expense, liability and loss (including attorneys' fees, judgments, fines, excise taxes pursuant to the Employee Retirement Income Security Act of 1974 or penalties and amounts paid or to be paid in settlement) reasonably incurred or suffered by such person in connection therewith and such indemnification shall continue as to a person who has ceased to be a Trustee, officer, or Corporate Agent and shall inure to the benefit of his or her heirs, executors and administrators; provided, however, that, except as provided in Section 9.02 hereof, the Corporation shall indemnify any such person seeking indemnification in connection with a proceeding (or part thereof) initiated by such person only if such proceeding (or part thereof) was authorized by the Board of Trustees of the Corporation. The right to indemnification conferred in this Section shall be a contractual right and shall include the right to be paid by the Corporation the expenses incurred in defending any such proceeding in advance of its final disposition; provided, however, that, if the Oklahoma General Corporation Act requires, the payment of such expenses incurred by a Trustee or officer in advance of the final disposition of a proceeding shall be made only upon delivery to the Corporation of an undertaking, by or on behalf of such Trustee or officer, to repay all amounts so advanced if it shall ultimately be determined that such Trustee or officer is not entitled to be indemnified under this Section or otherwise. The Corporation may, by action of its Board of Trustees, provide indemnification to employees and other agents of the

Corporation with the same scope and effect as the foregoing indemnification of Trustees, officers, and Corporate Agents.

SECTION 9.02 Right of Claimant to Bring Suit. If a claim under Section 9.01 of this Section is not paid in full by the Corporation within thirty days after a written claim has been received by the Corporation, the claimant may at any time thereafter bring suit against the Corporation to recover the unpaid amount of the claim and, if successful in whole or in part, the claimant shall be entitled to be paid also the expense of prosecuting such claim. It shall be a defense to any such action (other than an action brought to enforce a claim for expenses incurred in defending any proceeding in advance of its final disposition where the required undertaking, if any is required, has been tendered to the Corporation) that the claimant has not met the standard of conduct which makes it permissible under the Oklahoma General Corporation Act for the Corporation to indemnify the claimant for the amount claimed, but the burden of proving such defense shall be on the Corporation. Neither the failure of the Corporation (including its Board of Trustees, independent legal counsel, or its members) to have made a determination prior to the commencement of such action that indemnification of the claimant is proper in the circumstances because he or she has met the applicable standard of conduct set forth in the Oklahoma General Corporation Act, nor an actual determination by the Corporation (including its Board of Trustees, independent legal counsel, or its members) that the claimant has not met such applicable standard of conduct, shall be a defense to the action or create a presumption that the claimant has not met the applicable standard of conduct.

SECTION 9.03 Non-Exclusivity of Rights. The right to indemnification and the payment of expenses incurred in defending a proceeding in advance of its final disposition conferred in this Section shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of this Certificate of Incorporation, By-Law, agreement, vote of the members or disinterested Trustees, or otherwise.

SECTION 9.04 Insurance. The Corporation may maintain insurance, at its expense, to protect itself and any Trustee, officer, employee or agent of the Corporation or another Corporation, partnership, joint venture, trust or other enterprise against any such expense, liability or loss, whether or not the Corporation would have the power to indemnify such person against such expense, liability or loss under the Oklahoma General Corporation Act.

ARTICLE X

DISSOLUTION

Upon dissolution, the board of Trustees shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all of the assets by conveying the assets to one or more exempt charitable, scientific or educational organization(s) as described in Section 501(c)(3) of the Internal Revenue Code of 1986 as amended, in the following order of priority:

1. To a successor organization to this Corporation, if any; or

2. To one or more organizations with similar charitable, scientific or educational purposes to this Corporation's, as determined by majority vote of the board of Trustees; or

3. To one or more exempt organizations, as determined by majority vote of the Board of Trustees.

ARTICLE XI

AMENDMENTS

These Bylaws may be amended, altered, changed or repealed or new Bylaws may be adopted in accordance with the Corporation's Certificate of Incorporation and the Oklahoma General Corporation Act.

The above and foregoing Bylaws were adopted this 27th day of November 2016.

John A. Bernbaum

John A. Bernbaum, Board Secretary