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

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation THE DEBORAH LOEB BRICE FOUNDATION	**A** Employer identification number 23-7065499
Number and street (or P O box number if mail is not delivered to street address) / Room/suite C/O GELLER & CO., P.O. BOX 1510	**B** Telephone number 212-583-6001
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10150	**C** If exemption application is pending, check here ▶ ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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: ☒ 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) ▶$ 41,962,172. **J** Accounting method: ☒ Cash ☐ 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			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	351.	351.		STATEMENT 1
	4 Dividends and interest from securities	675,930.	673,437.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,569,485.			
	b Gross sales price for all assets on line 6a 7,463,755.				
	7 Capital gain net income (from Part IV, line 2)		1,559,278.		
	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	24,761.	<1,488.>		STATEMENT 3
	12 **Total.** Add lines 1 through 11	2,270,527.	2,231,578.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	2,000.	2,000.		0.
	b Accounting fees STMT 5	2,163.	2,163.		0.
	c Other professional fees STMT 6	225,762.	225,762.		0.
	17 Interest	51,030.	51,030.		0.
	18 Taxes STMT 7	95,181.	9,229.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	3,203.	177.		900.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	379,339.	290,361.		900.
	25 Contributions, gifts, grants paid	1,827,850.			1,827,850.
	26 **Total expenses and disbursements.** Add lines 24 and 25	2,207,189.	290,361.		1,828,750.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	63,338.			
	b **Net investment income** (if negative, enter -0-)		1,941,217.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	428,494.	259,666.	259,666.
	2 Savings and temporary cash investments	15,291,258.	4,490,386.	4,490,386.
	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			
	7 Other notes and loans receivable ▶			
	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 STMT 9	0.	4,080,232.	4,103,767.
	b Investments - corporate stock STMT 10	16,240,292.	22,446,990.	29,884,263.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	1,993,205.	2,101,190.	2,585,896.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 12)	71.	638,194.	638,194.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	33,953,320.	34,016,658.	41,962,172.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	33,953,320.	34,016,658.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	33,953,320.	34,016,658.	
	31 **Total liabilities and net assets/fund balances**	33,953,320.	34,016,658.	

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	33,953,320.
2	Enter amount from Part I, line 27a	2	63,338.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	34,016,658.
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	34,016,658.

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 STATEMENT			
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	7,463,755.		5,914,078.	1,559,278.

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				1,559,278.

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	1,559,278.
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))
2015	2,050,506.	42,670,349.	.048055
2014	1,049,086.	42,811,870.	.024505
2013	2,413,974.	38,899,719.	.062056
2012	1,112,496.	33,951,528.	.032767
2011	1,461,929.	31,938,520.	.045773

2 **Total** of line 1, column (d)	2	.213156
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	.042631
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	40,734,842.
5 Multiply line 4 by line 3	5	1,736,567.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	19,412.
7 Add lines 5 and 6	7	1,755,979.
8 Enter qualifying distributions from Part XII, line 4	8	1,828,750.

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 ▶ [X] and enter 1% of Part I, line 27b		1	19,412.
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	19,412.
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	19,412.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a 73,434.		
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	73,434.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	54,022.
11 Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ 54,022.	**Refunded** ▶	11	0.

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?	4b	X	
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) ▶ 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? 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 2016 or the taxable year beginning in 2016 (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 ▶ ALEXA MODEL Telephone no. ▶ 212-468-5141

Located at ▶ C/O ASHWOOD CAP MGMT, 152 W57 ST 32F, NEW YORK, N ZIP+4 ▶ 10019

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 2016, 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)?	N/A	1b		
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 2016?		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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	☐ 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 2016 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 2016.)*	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 2016?		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)? N/A **5b**

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (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
DEBORAH L BRICE C/O ASHWOOD CAPITAL MANAGEMENT, 152 W NEW YORK, NY 10019	TRUSTEE 3.00	0.	0.	0.
JEROME A MANNING C/O STROOCK & STROOCK & LAVAN 180 MAI NEW YORK, NY 10038	TRUSTEE 0.10	0.	0.	0.
FREDERICK S KOONTZ C/O ASHWOOD CAPITAL MANAGEMENT, 152 W NEW YORK, NY 10019	TRUSTEE 1.00	0.	0.	0.
ALEXA MODEL C/O ASHWOOD CAPITAL MANAGEMENT, 152 W NEW YORK, NY 10019	TRUSTEE 2.00	0.	0.	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
ASHWOOD CAPITAL MANAGEMENT LLC - 152 WEST 57TH STREET, 32/F, NEW YORK, NY 10019	INVESTMENT ADVISORY FEES	130,478.
BROWN ADVISORY 12 EAST 49TH STREET 35/F, NEW YORK, NY 10017	INVESTMENT ADVISORY FEES	61,773.
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.

Form **990-PF** (2016)

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	26,338,799.
b	Average of monthly cash balances	1b	12,719,086.
c	Fair market value of all other assets	1c	2,297,285.
d	**Total** (add lines 1a, b, and c)	1d	41,355,170.
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	41,355,170.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	620,328.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	40,734,842.
6	**Minimum investment return.** Enter 5% of line 5	6	2,036,742.

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	2,036,742.
2a	Tax on investment income for 2016 from Part VI, line 5 2a 19,412.		
b	Income tax for 2016. (This does not include the tax from Part VI.) 2b 5,316.		
c	Add lines 2a and 2b	2c	24,728.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,012,014.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,012,014.
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	2,012,014.

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	1,828,750.
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	1,828,750.
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	19,412.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,809,338.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				2,012,014.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			253,370.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 1,828,750.				
a Applied to 2015, but not more than line 2a			253,370.	
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 2016 distributable amount				1,575,380.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (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	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 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				436,634.
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 2011 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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 2016, 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) 2016	(b) 2015	(c) 2014	(d) 2013	(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				
ADIRONDACK COUNCIL P.O. BOX D-2 103 HAND AVENUE, #3 ELIZABETHTOWN, NY 12932	NONE	PC	GENERAL PURPOSE CONTRIBUTION	15,000.
AMERICAN FOUNDATION FOR THE COURTAULD INSTITUTE 55 E END AVE APT 3D NEW YORK, NY 10028	NONE	PC	GENERAL PURPOSE CONTRIBUTION	334,670.
AMERICAN FRIENDS OF COVENT GARDEN 610 FIFTH AVENUE, #5155 NEW YORK, NY 10185	NONE	PC	GENERAL PURPOSE CONTRIBUTION	8,360.
AMERICAN FRIENDS OF THE ART FUND 125 BROAD ST STE 2524 NEW YORK, NY 10004	NONE	PC	GENERAL PURPOSE CONTRIBUTION	41,098.
AMERICAN FRIENDS OF THE LONDON GARDEN BRIDGE LTD 40 TEN EYCK PL EDISON, NJ 08820	NONE	PC	GENERAL PURPOSE CONTRIBUTION	163,871.
Total SEE CONTINUATION SHEET(S)			▶ 3a	1,827,850.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2016)

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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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
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	351.	
4 Dividends and interest from securities			14	673,437.	2,493.
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	523000	26,249.	14	<1,488.>	
8 Gain or (loss) from sales of assets other than inventory	523000	10,207.	18	1,559,278.	
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)		36,456.		2,231,578.	2,493.
13 **Total** Add line 12, columns (b), (d), and (e)				13	2,270,527.

(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).
4	INCOME REFLECTED IN COLUMN E REPRESENTS INTEREST INCOME FROM STATE AND
	LOCAL BONDS FROM PASS THROUGH ENTITIES WHICH IS EXCLUDED FROM TAX
	PURSUANT TO SECTION 103 OF THE INTERNAL REVENUE CODE.

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

▶ [signature] 11/13/17 ▶ TRUSTEE

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
TRICIA LEVIN	Tricia Levin	11/10/17		P00846854
Firm's name ▶ GELLER & COMPANY LLC			Firm's EIN ▶ 13-4149326	
Firm's address ▶ P.O. BOX 1510 NEW YORK, NY 10150			Phone no. 212- 583- 6001	

FORM 990PF U.S. CORPORATE STOCKS, CORPORATE NOTES, CORPORATE BONDS AND U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT A

Quantity	Security	Adjusted Cost	Market Value
	US STATE AND GOVERNMENT OBLIGATIONS		
4,079	U S Treasury Inflation Indexed Bond DTD 4/29/2016 0.125% 4/15/2021 0.125 % Due Apr 15, 2021	4,080,232	4,103,767
	TOTAL U.S. STATE AND GOVERNMENT OBLIGATIONS	4,080,232	4,103,767
	CORPORATE STOCKS		
650	3M Co	49,340	116,071
200	Adient PLC	9,317	11,720
40	Advansix Inc Com	342	886
11,500	American Electric Power Inc	471,844	724,040
1,500	American International Group Inc	88,153	97,965
3,400	American Tower Corporation	392,367	359,312
6,250	American Water Works Co Inc	129,698	452,250
3,635	Anadarko Petroleum Corp	170,472	253,469
1,000	Anheuser Busch Inbev SPN	58,540	105,440
1,990	Apple Inc	171,313	230,482
3,000	Arch Capital Group	28,040	258,870
5,725	Barrick Gold Corp	74,268	91,486
1	Berkshire Hathaway Inc Del CL A	61,889	244,121
21,230	Bioamber Inc	38,281	14,861
24,270	Bioamber Inc Com	230,477	133,485
2,300	Bright Horizons Family Solutions	151,004	161,046
2,400	C B S Corp CL A	34,361	155,558
2,100	CBS Corp New CL B	99,444	133,602
12,075	Comcast Corp New	473,153	833,779
1,000	CVS Health Corporation	16,068	78,910
6,500	Danaher Corp	444,056	505,960
3,800	Discovery Communications Inc	34,488	101,764
109	Dividend Tax Reclaim Euro 2016	122	120
8,813	Dividend Tax Reclaim Sweden 2016	1,069	967
27,399	Doubleline Total Return Bond Fund-I	305,409	290,979
18,650	Dow Chemical Co	941,108	1,067,153
8,511	Easterly Government Properties, Inc.	126,978	170,390
1,900	Edwards Lifesciences Corp	200,120	178,030
1,625	Fortive Corp.	58,318	87,149
16,772	Fuelcell Energy Inc	246,322	29,351
22,645	General Electric Company	402,377	715,582
2,000	General Mills Inc	55,582	123,540
10	Granite Broadcasting Corporation	-	1
3,300	Hexcel Corp New	130,499	169,752
2,000	Home Depot Inc	104,945	268,160
1,000	Honeywell Intl Inc	63,854	115,850
2,000	Interpublic Group Cos Inc	38,406	46,820

THE DEBORAH LOEB BRICE FOUNDATION
FORM 990PF - 2016 PART II LINE 10A & 10B

EIN: 23-7065499

FORM 990PF U.S. CORPORATE STOCKS, CORPORATE NOTES, CORPORATE BONDS AND U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT A

Quantity	Security	Adjusted Cost	Market Value
13,500	Johnson & Johnson	833,914	1,555,335
6,750	JP Morgan Chase & Co	274,965	582,458
4,000	Kayne Anderson MLP Investment Company	112,329	78,320
5,000	Kinder Morgan Inc.	173,625	103,550
192	Liberty Broadband	452	13,912
434	Liberty Broadband	802	32,146
172	Liberty Expedia Holdings Inc	957	6,823
1,560	Liberty Interactive Corporation	12,368	31,169
77	Liberty Media Corp	97	1,578
131	Liberty Media Corp	136	2,697
329	Liberty Media Corp	345	10,308
192	Liberty Media Corp	199	6,019
1,318	Liberty Media Corp	1,860	44,707
771	Liberty Media Corp	1,075	26,615
258	Liberty Ventures	1,436	9,512
7,825	Marsh & Mclennan Cos Inc	200,491	528,892
5,000	Mastercard Inc	153,736	516,250
24,331	Matthews Asia Dividend Fund	400,000	377,616
6,629	Matthews Asian Growth And Income Fund	93,065	98,910
21,239	Matthews Intl FDS Pac Tiger FD	521,376	486,799
20,025	Microsoft Corporation	551,320	1,244,354
14,700	Mondelez International	285,309	651,651
2,850	Morgan Stanley	87,707	120,413
1,000	National Fuel Gas Co N J	46,761	56,640
3,337	Nestle S A Sponsored ADR Repstg Reg SH	78,810	239,396
24,044	New Senior Investment Group Inc.	351,647	235,391
600	O'Reilly Automotive Inc	75,374	167,046
7,500	Owens Corning Inc	365,895	386,700
29,565	Pfizer Inc	622,994	960,271
3,800	Prologis, Inc.	144,773	200,602
6,000	Raytheon Co	838,162	852,000
1,600	Reckitt Benckiser Group PLC	13,122	136,139
6,000	Rolls-Royce HLDGS PLC	45,240	49,525
276,000	Rolls-Royce Holdings PLC	-	-
426,000	Rolls-Royce Holdings PLC Preferred.	-	-
1,320	Schlumberger LTD	124,640	110,814
2,700	Seattle Genetics Inc	100,648	142,479
600	Southwest Gas Corp	10,830	45,972
6,050	SPDR Gold Trust	634,008	663,141
5,000	Spectra Energy Corporation	104,237	410,900
1,500	State Street Corp	69,884	116,580
1,600	Time Warner Inc	41,473	154,448
848	Tootsie Roll Inds Inc	16,561	33,708
6,500	Twenty-First Century Fox, Inc.	55,814	182,260
850	United Parcel Service CL B	62,424	97,444
3,000	Unitedhealth Group Inc	428,912	480,120
10,950	US Bancorp	274,143	562,502
45,900	Vanguard Dividend Appreciation Index Fund	3,905,801	3,909,762

THE DEBORAH LOEB BRICE FOUNDATION
FORM 990PF - 2016 PART II LINE 10A & 10B

EIN: 23-7065499

FORM 990PF U.S. CORPORATE STOCKS, CORPORATE NOTES, CORPORATE BONDS AND U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT A

Quantity	Security	Adjusted Cost	Market Value
74,965	Vanguard Inflation Protected Secs Fund	1,031,617	973,050
12,723	Vanguard IT Sector ETF	1,506,163	1,545,845
2,400	Vanguard Materials Vipers	258,430	269,856
7,000	Vanguard REIT Index Fund	621,053	577,710
10,000	Visa Inc-Class A SHRS	644,322	780,200
576	Vornado Realty Trust	15,626	60,117
1,000	Walgreens Boots Alliance Inc	29,892	82,760
5,000	Walker & Dunlop Inc	94,270	156,000
4,000	Wells Fargo & Company	127,491	220,440
5,500	Weyerhaeuser Co	96,381	165,495
	TOTAL CORPORATE STOCKS	22,446,990	29,884,263

FORM 990-PF — OTHER INVESTMENTS — STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
683 CAPITAL PARTNERS LP	COST	1,689,573.	2,046,580.
LCS - 683 GP LLC	COST	411,617.	539,316.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,101,190.	2,585,896.

FORM 990-PF — OTHER ASSETS — STATEMENT 12

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED DIVIDEND RECEIVABLES	71.	5,893.	5,893.
DUE FROM BROKER	0.	632,301.	632,301.
TO FORM 990-PF, PART II, LINE 15	71.	638,194.	638,194.