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EXTENDED TO NOVEMBER 15, 2017

Return of Private Foundation

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

OMB No 1545-0052

2016

Open to Public Inspection

Form **990-PF**Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2016 or tax year beginning

, and ending

Name of foundation BENDER FOUNDATION, INC.		A Employer identification number 52-6054193
Number and street (or P.O. box number if mail is not delivered to street address) 1120 CONNECTICUT AVENUE, N.W.	Room/suite	B Telephone number 2028289000
City or town, state or province, country, and ZIP or foreign postal code WASHINGTON, DC 20036		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 153,015,458.	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____	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	17,134,242.		N/A	
2 Check ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	274,811.	274,811.		STATEMENT 1
4 Dividends and interest from securities	1,919,076.	1,919,076.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-577,170.			
b Gross sales price for all assets on line 6a	12,993,147.			
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	2,165,760.	2,144,190.		STATEMENT 3
12 Total. Add lines 1 through 11	20,916,719.	4,338,077.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	198,677.	89,405.		109,272.
14 Other employee salaries and wages	42,799.	4,280.		38,519.
15 Pension plans, employee benefits	154,999.	69,750.		62,703.
16a Legal fees STMT 4	7,124.	0.		7,124.
b Accounting fees STMT 5	6,500.	0.		0.
c Other professional fees STMT 6	112,388.	30,200.		76,688.
17 Interest				
18 Taxes STMT 7	53,752.	18,127.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	5,037.	0.		5,037.
22 Printing and publications				
23 Other expenses STMT 8	56,524.	32,615.		23,909.
24 Total operating and administrative expenses. Add lines 13 through 23	637,800.	244,377.		323,252.
25 Contributions, gifts, grants paid	6,955,812.			6,955,812.
26 Total expenses and disbursements. Add lines 24 and 25	7,593,612.	244,377.		7,279,064.
27 Subtract line 26 from line 12	13,323,107.			
a Excess of revenue over expenses and disbursements		4,093,700.		
b Net investment income (if negative, enter -0-)				
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	507,325.	1,313,113.	1,313,113.
	2 Savings and temporary cash investments	27,488,028.	22,060,989.	22,060,989.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶	20,393,805.		
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ 44,187,578.			
	Less allowance for doubtful accounts ▶ 0.	35,135,974.	44,187,578.	44,187,578.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	51,312.	4,129.	4,129.
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 10	15,207,063.	44,914,976.	44,914,976.
	c Investments - corporate bonds STMT 11	7,061,941.	8,020,588.	8,020,588.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	28,684,775.	31,752,834.	31,752,834.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 13)	723,251.	761,251.	761,251.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	135,253,474.	153,015,458.	153,015,458.
	17 Accounts payable and accrued expenses	75,956.	16,729.	
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 14)	0.	9,964.	
	23 Total liabilities (add lines 17 through 22)	75,956.	26,693.	
	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted and complete lines 24 through 26 and lines 30 and 31.			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	135,177,518.	152,988,765.	
	30 Total net assets or fund balances	135,177,518.	152,988,765.	
	31 Total liabilities and net assets/fund balances	135,253,474.	153,015,458.	

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	135,177,518.
2 Enter amount from Part I, line 27a	2	13,323,107.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	4,488,140.
4 Add lines 1, 2, and 3	4	152,988,765.
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	152,988,765.

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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	12,993,147.	10,097,894.	-577,170.

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

(i) FMV as of 12/31/69	(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			-577,170.

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	-577,170.
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	3,400,264.	59,468,717.	.0571177
2014	3,001,609.	57,754,896.	.051972
2013	2,693,558.	53,335,018.	.050503
2012	2,362,116.	48,744,260.	.048459
2011	2,076,726.	44,423,918.	.046748

2 Total of line 1, column (d)	2	.254859
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	.050972
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	141,972,449.
5 Multiply line 4 by line 3	5	7,236,620.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	40,937.
7 Add lines 5 and 6	7	7,277,557.
8 Enter qualifying distributions from Part XII, line 4 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	8	7,279,064.

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	40,937.
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	40,937.
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	40,937.
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	25,000.	
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	25,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	479.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	16,416.	
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 2017 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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>DC</u>		
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 SEE STATEMENT 15		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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► JULIE BENDER SILVER, PRESIDENT Telephone no ► 202-828-9000 Located at ► CORPORATE ADDRESS, 1120 CONNECTICUT AVE., DC ZIP+4 ► 20036		
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		
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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 c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► _____	2b	
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? 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?	4a	X
	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

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**

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 16		198,677.	145,631.	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**

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	67,821,089.
b Average of monthly cash balances	1b	25,684,727.
c Fair market value of all other assets	1c	50,628,650.
d Total (add lines 1a, b, and c)	1d	144,134,466.
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	144,134,466.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,162,017.
5 Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	141,972,449.
6 Minimum investment return. Enter 5% of line 5	6	7,098,622.

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	7,098,622.
2a Tax on investment income for 2016 from Part VI, line 5	2a	40,937.
b Income tax for 2016 (This does not include the tax from Part VI)	2b	2,636.
c Add lines 2a and 2b	2c	43,573.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	7,055,049.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	7,055,049.
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	7,055,049.

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	7,279,064.
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	7,279,064.
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	40,937.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	7,238,127.

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

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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				7,055,049.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012	2,527.			
c From 2013	51,909.			
d From 2014	152,817.			
e From 2015	472,352.			
f Total of lines 3a through e	679,605.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 7,279,064.				
a Applied to 2015, 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 2016 distributable amount				7,055,049.
e Remaining amount distributed out of corpus	224,015.			
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	903,620.			
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				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 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	903,620.			
10 Analysis of line 9				
a Excess from 2012	2,527.			
b Excess from 2013	51,909.			
c Excess from 2014	152,817.			
d Excess from 2015	472,352.			
e Excess from 2016	224,015.			

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(1)(3) or ☐ 4942(1)(5)

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

(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

[illegible]

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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				
SEE ATTACHED SCHEDULE	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	6,955,812.
Total			3a	6,955,812.
b Approved for future payment				
NONE				
Total			3b	0.

Form 990-PF (2016)

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

- | | | |
|--|-------------------|------------------|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | <p>Yes</p> | <p>No</p> |
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[illegible]

- 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 of officer or trustee Marie B. Selver Date 11/15/17 Title President

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
FRANK H. SMITH	<i>Frank H. Smith</i>	11/14/17		P00639053
Firm's name ▶ RAFFA, PC			Firm's EIN ▶ 52-1511275	
Firm's address ▶ 1445 RESEARCH BLVD, SUITE 300 ROCKVILLE, MD 20850			Phone no. (301) 770-3750	

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	THIRD AVE VALUE FUND	P		03/11/16
b	MASON HILL LP LIQUIDATION	P		
c	PUBLICLY HELD SECURITIES- CHEVY CHASE			
d	PIMCO EMERGING BOND	P		
e	FORTIVE	P		
f	MERRILL LYNCH-BLACKROCK	P		
g	MERRILL LYNCH- DOLAN	P		
h	PARTNERSHIP INVESTMENTS K-1			
i	PARTNERSHIP INVESTMENTS K-1			
j	CAPITAL GAINS DIVIDENDS			
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	1,489,577.		1,591,650.	-102,073.
b	5,927,627.		3,472,809.	2,454,818.
c	35,604.		12,685.	22,919.
d	1,485,269.		2,257,822.	-772,553.
e	18.		5.	13.
f	1,673,576.		1,678,692.	-5,116.
g	1,101,651.		1,084,231.	17,420.
h				-4,481.
i				-3,467,942.
j	1,279,825.			1,279,825.
k				
l				
m				
n				
o				

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

(i) FMV as of 12/31/69	(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			-102,073.
b			2,454,818.
c			22,919.
d			-772,553.
e			13.
f			-5,116.
g			17,420.
h			-4,481.
i			-3,467,942.
j			1,279,825.
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	-577,170.
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

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

2016

Name of the organization

BENDER FOUNDATION, INC.

Employer identification number

52-6054193

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 foundationCheck 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. Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't 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 doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization	Employer identification number
BENDER FOUNDATION, INC.	52-6054193

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	ESTATE OF HOWARD S. BENDER 1120 CONNECTICUT AVENUE WASHINGTON, DC 20036	\$ 17,134,242.	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.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

BENDER FOUNDATION, INC.

52-6054193

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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization	Employer identification number
BENDER FOUNDATION, INC.	52-6054193

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CAPITAL BANK	239,991.	239,991.	
CAPITAL BANK-CONVERTIBLE NOTES	7,076.	7,076.	
IRS	124.	124.	
ISRAEL BOND INTEREST	17,163.	17,163.	
PARTNERSHIP INVESTMENT K-1S	5,733.	5,733.	
VANGUARD	4,724.	4,724.	
TOTAL TO PART I, LINE 3	274,811.	274,811.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ALCENTRA	62,408.	0.	62,408.	62,408.	
CHEVY CHASE BANK	22,445.	0.	22,445.	22,445.	
COSTCO	460.	0.	460.	460.	
DANAHER CORP	9,486.	0.	9,486.	9,486.	
FIRST EAGLE SOGEN	139,954.	0.	139,954.	139,954.	
FORTIVE	1,198.	0.	1,198.	1,198.	
HARBOR FUNDS	222,682.	0.	222,682.	222,682.	
MATTHEW ASIA G&I	154,029.	97,477.	56,552.	56,552.	
ML-BLACKROCK	84,910.	0.	84,910.	84,910.	
ML-DOLAN	99,648.	0.	99,648.	99,648.	
ML-HYBRIDS	1,356.	0.	1,356.	1,356.	
OAKMARK INT'L PARTNERSHIP	30,521.	0.	30,521.	30,521.	
INVESTMENT K-1S	28,825.	0.	28,825.	28,825.	
PIMCO EMERGING BOND	15,840.	0.	15,840.	15,840.	
PIMCO ST FUND	34,379.	0.	34,379.	34,379.	
PIMCO TOTAL RETURN	83,305.	14,811.	68,494.	68,494.	
SCHWAB FUND	374,530.	220,104.	154,426.	154,426.	
SEQUOIA FUND	663,362.	663,362.	0.	0.	
TWEEDY BROWNE GLOBAL VALUE	92,808.	38,361.	54,447.	54,447.	
TWEEDY BROWNE WW HI	54,885.	21,022.	33,863.	33,863.	
VANGUARD REIT	68,172.	13,163.	55,009.	55,009.	
VANGUARD- EQUITY INCOME	65,081.	23,582.	41,499.	41,499.	
VANGUARD- EUROPEAN STOCK	40,205.	0.	40,205.	40,205.	

VANGUARD- INT TM				
INV GD ADML	146,780.	17,002.	129,778.	129,778.
VANGUARD- LT GRD				
ADML	27,181.	7,261.	19,920.	19,920.
VANGUARD-CONVERTIB				
E SECURITIES	34,754.	0.	34,754.	34,754.
VANGUARD-DIV				
GROWTH	40,575.	11,011.	29,564.	29,564.
VANGUARD-EMERGING				
MKTS	35,732.	0.	35,732.	35,732.
VANGUARD-HIGH				
YIELD CORP	196,003.	0.	196,003.	196,003.
VANGUARD-SHORT-TER				
INVEST.	75,347.	0.	75,347.	75,347.
VANGUARD-TOTAL				
STOCK MKT	69,553.	0.	69,553.	69,553.
WELLS FARGO	24,830.	0.	24,830.	24,830.
YACKTMAN	197,657.	152,669.	44,988.	44,988.
TO PART I, LINE 4	<u>3,198,901.</u>	<u>1,279,825.</u>	<u>1,919,076.</u>	<u>1,919,076.</u>

FORM 990-PF

OTHER INCOME

STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INVESTMENT K-1	34,378.	34,378.	
PARTNERSHIP INVESTMENT K-1 UBI	21,570.	0.	
MISCELLANEOUS INCOME	1,559.	1,559.	
NOTE RECEIVABLE INTEREST	2,108,253.	2,108,253.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<u>2,165,760.</u>	<u>2,144,190.</u>	

FORM 990-PF

LEGAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	7,124.	0.		7,124.
TO FM 990-PF, PG 1, LN 16A	<u>7,124.</u>	<u>0.</u>		<u>7,124.</u>

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING	6,500.	0.		0.	
TO FORM 990-PF, PG 1, LN 16B	6,500.	0.		0.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES K-1	30,200.	30,200.		0.	
CONSULTING FEES	82,188.	0.		76,688.	
TO FORM 990-PF, PG 1, LN 16C	112,388.	30,200.		76,688.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES PAID	17,024.	17,024.		0.	
FEDERAL EXCISE TAXES	35,625.	0.		0.	
FOREIGN TAXES PAID K-1	1,103.	1,103.		0.	
TO FORM 990-PF, PG 1, LN 18	53,752.	18,127.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TRANSPORTATION	13,468.	0.		13,468.	
DUES & SUBSCRIPTION	750.	0.		750.	
OFFICE EXPENSE	2,702.	0.		2,702.	
BROKERAGE MANAGEMENT FEES	32,615.	32,615.		0.	
INSURANCE EXPENSE	6,989.	0.		6,989.	
TO FORM 990-PF, PG 1, LN 23	56,524.	32,615.		23,909.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	9
DESCRIPTION		AMOUNT	
UNREALIZED GAIN ON INVESTMENTS		3,856,410.	
PY VORNADO INVESTMENT NOT ON THE BOOKS		631,730.	
TOTAL TO FORM 990-PF, PART III, LINE 3		4,488,140.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
FIRST EAGLE FUNDS	3,105,319.	3,105,319.	
MERRILL LYNCH-PRITSIOS	990,427.	990,427.	
MERRILL LYNCH-DOLAN	3,085,632.	3,085,632.	
MERRILL LYNCH-BLACKROCK	4,916,602.	4,916,602.	
TWEEDY BROWNE GLOBAL VALUE	2,914,903.	2,914,903.	
TWEEDY BROWNE HY DIV	1,251,267.	1,251,267.	
VANGUARD DIVIDEND GROWTH	2,070,732.	2,070,732.	
VANGUARD EMERGING MKTS	1,296,098.	1,296,098.	
VANGUARD EQUITY INCOME FUND	2,319,156.	2,319,156.	
VANGUARD EUROPEAN STOCK	1,726,329.	1,726,329.	
VANGUARD HIGH YIELD CORP	4,349,429.	4,349,429.	
VANGUARD INTER TERM INV	4,556,620.	4,556,620.	
VANGUARD TOTAL STK	4,795,776.	4,795,776.	
VANGUARD REIT INDEX	2,459,456.	2,459,456.	
VANGUARD SHORT-TERM INVESTMENT	3,677,944.	3,677,944.	
VANGUARD LONG TERM INVESTMENT	520,767.	520,767.	
FORTIVE	459,019.	459,019.	
WELLS FARGO PFD STK	419,500.	419,500.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	44,914,976.	44,914,976.	

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
HARBOR BOND FUND	5,208,096.	5,208,096.
VANGUARD CONVERTIBLE	2,812,492.	2,812,492.
TOTAL TO FORM 990-PF, PART II, LINE 10C	8,020,588.	8,020,588.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALCENTRA EUROPEAN DLF	FMV	1,049,638.	1,049,638.
BLUESTONE INVESTMENT PARTNERS	FMV	353,141.	353,141.
CAPITAL BANK CONVERTIBLE DEBT	FMV	1,416,682.	1,416,682.
ESCHAKAN OPPORTUNITY FUND-CAPITAL BANK	FMV	3,000,000.	3,000,000.
ISRAEL BONDS	FMV	1,000,000.	1,000,000.
MASON HILL PARTNERS	FMV	113,114.	113,114.
MATTHEWS ASIA G&I	FMV	1,814,230.	1,814,230.
OAKMARK INT'L	FMV	1,787,565.	1,787,565.
PCI MUNITRUST	FMV	8,299.	8,299.
PIMCO EMERGING BONDS	FMV	0.	0.
PIMCO ST. FUND	FMV	1,916,554.	1,916,554.
PIMCO TOTAL RETURN FUND	FMV	2,770,794.	2,770,794.
PRUDENT CAPITAL II LP	FMV	154,645.	154,645.
SCHWAB FUND US LARGE	FMV	5,553,112.	5,553,112.
SCHWAB CAP FUND	FMV	0.	0.
SEQUOIA FUND	FMV	4,385,743.	4,385,743.
THIRD AVE. VALUE	FMV	0.	0.
URBAN EDGE PROPERTIES	FMV	101,429.	101,429.
VORNADO REALTY LP	FMV	622,229.	622,229.
WEST CREEK PARTNERS	FMV	657,301.	657,301.
YACHTMAN FUND	FMV	2,503,771.	2,503,771.
VANGUARD - DANAHER CORP	FMV	1,485,251.	1,485,251.
CHEVY CHASE	FMV	1,059,336.	1,059,336.
TOTAL TO FORM 990-PF, PART II, LINE 13		31,752,834.	31,752,834.

FORM 990-PF	OTHER ASSETS		STATEMENT 13
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
LIFE INSURANCE RECEIVABLE	723,251.	761,251.	761,251.
TO FORM 990-PF, PART II, LINE 15	723,251.	761,251.	761,251.

FORM 990-PF	OTHER LIABILITIES		STATEMENT 14
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
INCOME TAX LIABILITY	0.	9,964.	
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	9,964.	

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 8B	STATEMENT 15
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EXPLANATION

DISTRICT OF COLUMBIA NO LONGER REQUIRES A COPY OF THE FEDERAL FORM 990PF.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 16

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JULIE BENDER SILVER 1120 CONNECTICUT AVENUE, N.W. WASHINGTON, DC 20036	PRESIDENT 40.00	156,177.	40,924.	0.
DAVID S. BENDER 1120 CONNECTICUT AVENUE, N.W. WASHINGTON, DC 20036	VICE PRESIDENT 5.00	6,000.	0.	0.
BARBARA A. BENDER 1120 CONNECTICUT AVENUE, N.W. WASHINGTON, DC 20036	VICE PRESIDENT 5.00	12,000.	44,918.	0.
EILEEN B. GREENBERG 1120 CONNECTICUT AVENUE, N.W. WASHINGTON, DC 20036	VICE PRESIDENT 5.00	4,500.	59,789.	0.
RICHARD GREENBERG 1120 CONNECTICUT AVENUE, N.W. WASHINGTON, DC 20036	DIRECTOR 5.00	6,000.	0.	0.
NANETTE BENDER 1120 CONNECTICUT AVENUE, N.W. WASHINGTON, DC 20036	DIRECTOR 5.00	4,500.	0.	0.
DAVID SILVER 1120 CONNECTICUT AVENUE, N.W. WASHINGTON, DC 20036	DIRECTOR 5.00	1,500.	0.	0.
JASON BELINKIE 1120 CONNECTICUT AVENUE, N.W. WASHINGTON, DC 20036	DIRECTOR 5.00	4,000.	0.	0.
JENA RILEY 1120 CONNECTICUT AVENUE, N.W. WASHINGTON, DC 20036	DIRECTOR 5.00	4,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		198,677.	145,631.	0.

Bender Foundation, Inc.

Form 990PF, Part XV-Grants and Contributions Paid During the Year
Year ended December 31, 2016

52-6054193

Accrual Basis

January through December 2016

Type	Date	Num	Name	Memo	Debit	Credit	Balance
5000001 - FUND DISBURSEMENTS							
Check	01/05/2016	3440	AMERICAN HEART ASSOCIATION	Heart Walk 2015 Match for Blake Real Estate	51,117.00		51,117.00
Check	02/04/2016	3446	DENVER CITY LAX	Donation Only	1,500.00		52,617.00
Check	02/04/2016	3447	NATIONAL JEWISH HEALTH	Towards the 2016 Beaux Arts Grand Ball	5,000.00		57,617.00
Check	02/04/2016	3448	AMERICAN HEART ASSOCIATION	Heart Ball 2016 payment 7 of 10	100,000.00		157,617.00
Check	02/26/2016	3456	AUSTIM SPEAKS	In Honor of Garchik Family	5,000.00		162,617.00
Check	03/02/2016	3460	UNIVERSITY OF COLORADO FOUN...	Pledge Payment Jewish Studies	50,000.00		212,617.00
Check	03/02/2016	3461	DENVER HEALTH FOUNDATION	2016 NightShine Gala	5,000.00		217,617.00
Check	03/08/2016	3462	STATE OF ISRAEL	Jewish Women International	50,000.00		267,617.00
Check	03/16/2016	3463	BIG BROTHERS BIG SISTERS	One-to-One Mentoring	20,000.00		287,617.00
Check	03/16/2016	3464	CENTER FOR ADOPTION SUPPORT ...	Towards Branching Out Gala	15,000.00		302,617.00
Check	03/16/2016	3460	HOPE FOR HENRY	General Operating Support	50,000.00		352,617.00
Check	03/16/2016	3481	Israel Bond	VOID: JCC (Payment 1 of 3 Parenting Center)...	0.00		352,617.00
Check	03/16/2016	3482	CHILDREN'S HOSPITAL FOUNDATION	Heroes Curing Childhood Cancer	11,500.00		364,117.00
Check	03/16/2016	3483	LEUKEMIA SOCIETY OF AMERICA	20016 Leukemia Ball Donation Only	10,000.00		374,117.00
Check	03/16/2016	3484	MAKE-A-WISH-FOUNDATION OF TH...	Donation Only Night Under the Stars	2,500.00		376,617.00
Check	03/16/2016	3485	SUBURBAN HOSPITAL FOUNDATION	Showcase Event	15,000.00		391,617.00
Check	03/17/2016	3487	KIPP DC	Power Up Program	5,000.00		396,617.00
Check	03/18/2016		ROSE COMMUNITY FOUNDATION		250,000.00		646,617.00
Check	03/22/2016	3488	VANGUARD CHARITABLE FUND	Barbara Ann Bender Acct #A1052114	250,000.00		896,617.00
Check	03/22/2016	3489	BANK OF AMERICA CHARITABLE GL...	Discretionary Fund (David Bender)	250,000.00		1,146,617.00
Check	03/22/2016	3490	EMORY NOURISH INTERNATIONAL	2016 Nourish Giving Challenge	600.00		1,147,217.00
Check	03/22/2016	3491	JEWISH FAMILY SERVICE OF COLO...	Sponsor the Executive Luncheon	10,000.00		1,157,217.00
Check	03/22/2016	3492	CHILDRENS INN	Donation Only Towards Rock and Roll for Chil...	10,000.00		1,167,217.00
Check	03/22/2016	3493	UNIVERSITY OF MARYLAND SCHOO...	Team Landon Sneade Walk/Run for Sids	1,500.00		1,168,717.00
Check	03/22/2016	3494	BANK OF AMERICA CHARITABLE GL...	Discretionary Fund (Jule Silver)	250,000.00		1,418,717.00
Check	03/22/2016	3495	JEWISH COMMUNITY CENTER	Payment 1 of 3 JCC/Parenting Center	50,000.00		1,468,717.00
Check	03/22/2016	3496	Israel Bond	JSSA (Gala)	10,000.00		1,478,717.00
Check	03/22/2016	3497	ALZHEIMER'S DRUG DISCOVERY F...	Great Ladies Luncheon	5,000.00		1,483,717.00
Check	04/12/2016	3507	CHARLES E. SMITH JEWISH DAY SC...	Sports Hall of Fame (Payment 1 of 5)	80,000.00		1,563,717.00
Check	04/12/2016	3508	CHARLES E. SMITH JEWISH DAY SC ...	Spotlight Gala	8,000.00		1,571,717.00
Check	04/12/2016	3513	AMERICAN FOUNDATION FOR SUIC...	2016 Fairfax, Virginia Community Walk	5,000.00		1,576,717.00
Check	04/12/2016	3514	HOPE FOR HENRY	5K to Make a Kids Day	5,000.00		1,581,717.00
Check	04/12/2016	3515	AVON 35	For Walker Dahn Burke (Washington DC)	1,000.00		1,582,717.00
Check	04/12/2016	3516	WILMER EYE INSTITUTE	Juvenile Idiopathic Arthritis (JIA) Donation Only	20,000.00		1,602,717.00
Check	04/12/2016	3517	STATE OF ISRAEL	2016 National Tribute Dinner	25,000.00		1,627,717.00
Check	04/12/2016	3518	NATIONAL BUILDING MUSEUM	As a Sustainer Level (2016 Gala Dinner)	15,000.00		1,642,717.00
Check	04/13/2016	3531	UNIVERSITY OF PENNSYLVANIA	Sandra D. Bender Endowed Scholarship Fund	15,000.00		1,657,717.00
Check	04/13/2016	3532	RAMAH IN THE ROCKIES	Naming of the Equestrian Center (Payment 3 ...	50,000.00		1,707,717.00
Check	04/20/2016	3535	CSAAC FOUNDATION	As a Gold Sponsor (November 13, 2016 Event)	10,000.00		1,717,717.00
Check	04/20/2016	3536	AMERICAN HEART ASSOCIATION	Paint the Town Red Event	5,000.00		1,722,717.00
Check	04/20/2016	3537	CITYDANCE ESSEMBLE, INC.	Dream	10,000.00		1,732,717.00
Check	04/20/2016	3538	FRIENDS OF THE ISRAEL DEFENSE ...	Donation Only	2,500.00		1,735,217.00
Check	04/20/2016	3539	HEARTSONGS LUNCHEON FUND	Donation Only toward event	5,000.00		1,740,217.00
Check	04/20/2016	3540	STATE OF ISRAEL	Jewish Council for the Aging	1,000.00		1,741,217.00

Bender Foundation, Inc.
Form 990PF, Part XV-Grants and Contributions Paid During the Year
Year ended December 31, 2016

52-6054193

BENDER FOUNDATION
Transaction Detail by Account

Accrual Basis

January through December 2016

Type	Date	Num	Name	Memo	Debit	Credit	Balance
Check	04/21/2016	3541	WASHINGTON TENNIS & EDUCATIO.	towards the Tennis Ball (Nan Bender) 1 ticket	500.00		1,741,717.00
Check	04/21/2016	3542	TRUST FOR THE NATIONAL MALL	As a Silver Sponsor	10,000.00		1,751,717.00
Check	05/12/2016	3546	NATIONAL KIDNEY FOUNDATION	As a Golfer Gift Sponsor	5,000.00		1,756,717.00
Check	05/12/2016	3547	FOOD & FRIENDS	Donation Only	5,000.00		1,761,717.00
Check	05/12/2016	3548	WASHINGTON DCJCC	Donation Only In memory of Phyllis Margolius	1,000.00		1,762,717.00
Check	05/12/2016	3549	SUNFLOWER BAKERY	VOID: Donation Only	0.00		1,762,717.00
Check	05/12/2016	3550	JEWISH FOUNDATION FOR GROUP	AS a Chat Sponsor	1,800.00		1,764,517.00
Check	05/12/2016	3551	STATE OF ISRAEL	Jewish Foundation for Group Homes	30,000.00		1,794,517.00
Check	06/09/2016	3562	ATHLETES UNITED FOR SOCIAL JU..	VOID: Donation Only Athletes and kids, toget..	0.00		1,794,517.00
Check	06/09/2016	3563	HOPE AND A HOME	Higher Education for All Programs	25,000.00		1,819,517.00
Check	06/09/2016	3564	FRIENDS OF JACLYN	Donation Only	5,000.00		1,824,517.00
Check	06/09/2016	3565	ATHLETES FOR HOPE	General Support 2 of 2	75,000.00		1,899,517.00
Check	06/09/2016	3566	TORTURE ABOLITION AND SURVIV.	General Support	100,000.00		1,999,517.00
Check	06/09/2016	3567	AMERICAN UNIVERSITY	Programmatic Support Jewish Studies	25,000.00		2,024,517.00
Check	06/09/2016	3568	CHARLES E. SMITH JEWISH DAY SC..	Building our future Endowment Campa. 1 of 5	60,000.00		2,084,517.00
Check	06/09/2016	3569	CITYDANCE ESSEMBLE, INC.	Dream payment 1 of 4	50,000.00		2,134,517.00
Check	06/09/2016	3570	HEBREW EDUCATIONAL ALLIANCE	General Support	15,000.00		2,149,517.00
Check	06/09/2016	3571	GEORGIA'S FRIENDS	Donation Only	20,000.00		2,169,517.00
Check	06/09/2016	3572	KABBALAH EXPERIENCE	Donation Only	15,000.00		2,184,517.00
Check	06/09/2016	3573	IMAGINATION STAGE	Learning Through Theatre	50,000.00		2,234,517.00
Check	06/09/2016	3574	JEWISH COMMUNITY CENTER OF D...	Family Programs Department	20,000.00		2,254,517.00
Check	06/09/2016	3575	KIPP DC	KIPP DC's Capital Teaching Residency	25,000.00		2,279,517.00
Check	06/09/2016	3578	THE DIENER SCHOOL	Donation Only (Rock Gala)	1,500.00		2,281,017.00
Check	06/09/2016	3577	SUNFLOWER BAKERY	Donation Only	2,500.00		2,283,517.00
Check	06/09/2016	3578	WOLF TRAP FOUNDATION	General Operating Support	7,500.00		2,291,017.00
Check	06/23/2016	3580	ATHLETES UNITED FOR SOCIAL JU...	Donation Only Athletes and kids, together	25,000.00		2,316,017.00
Check	07/20/2016	3587	SUBURBAN HOSPITAL FOUNDATION	Showcase Event Donatino	5,000.00		2,321,017.00
Check	07/20/2016	3588	JEWISH COLORADO	YAD Family Shabbat	10,000.00		2,331,017.00
Check	07/20/2016	3589	HIGHER ACHIEVEMENT	2016 Going Places Gala	15,000.00		2,346,017.00
Check	07/20/2016	3590	BUILDING BRIDGES ACROSS THE R...	2016 Event	10,000.00		2,356,017.00
Check	07/29/2016	3592	JEWISH WOMEN INTERNATIONAL	Sandra D. Bender Community Leadership Inst.	118,500.00		2,472,517.00
Check	07/29/2016	3593	JEWISH WOMEN INTERNATIONAL	Expansion of the Young Women's Leadership	75,000.00		2,547,517.00
Check	08/11/2016	3594	HOPE FOR HENRY	Strikes for Smiles Donation Only	5,000.00		2,552,517.00
Check	09/12/2016	3595	BERMAN HEBREW ACADEMY	Enhancement of Berman Track and Field	85,000.00		2,637,517.00
Check	09/12/2016	3596	STATE OF ISRAEL	Jewish Colorado	10,000.00		2,647,517.00
Check	09/21/2016	3600	KIDS ENJOY EXERCISE NOW	Donation Only	3,000.00		2,650,517.00
Check	09/21/2016	3601	ANIMAL HAVEN	General Operating Support/Donation Only	10,000.00		2,660,517.00
Check	09/21/2016	3602	REACH EDUCATION, INC.	VOID: General Operating Support	0.00		2,660,517.00
Check	09/21/2016	3603	KIPP DC	Power Up Program - Year 2016-2017	10,000.00		2,670,517.00
Check	09/27/2016	3604	AMERICAN HEART ASSOCIATION	Naming of the Main Conference Room	250,000.00		2,920,517.00
Check	09/27/2016	3605	STATE OF ISRAEL	Jewish Federation (PJ Library) (General)	55,000.00		2,975,517.00
Check	09/27/2016	3606	AMERICAN HEART ASSOCIATION	Extra Tickets Paint the Town Red	510.00		2,976,027.00
Check	09/27/2016	3607	SHWAYDER CAMP	Capital Campaign	10,000.00		2,986,027.00
Check	09/27/2016	3608	NAMI	In Honor of Holly Snider Kopit	2,500.00		2,988,527.00
Check	09/27/2016	3609	JEWISH COMMUNITY CENTER	Sports Hall of Fame Dinner of Champions	30,000.00		3,018,527.00
Check	09/27/2016	3610	JEWISH COLORADO	Annual Campaign	20,000.00		3,038,527.00
Check	09/27/2016	3611	JEWISH COMMUNITY CENTER	Bender-Desik Parenting Center (1 of 3)	50,000.00		3,088,527.00
Check	09/27/2016	3612	JEWISH COMMUNITY CENTER	Renovation of Building & Aquatics Fac (1 of 3)	1,500,000.00		4,588,527.00
Check	09/27/2016	3613	JEWISH COMMUNITY CENTER	Debi Fund	25,000.00		4,613,527.00
Check	09/27/2016	3614	JEWISH COMMUNITY CENTER	SDB&HMB Early Childhood Center	250,000.00		4,863,527.00
Check	09/30/2016	3623	AMERICAN HEART ASSOCIATION	Extra Tickets Paint the Town Red	340.00		4,863,867.00
Check	10/11/2016	3631	KNOCK-OUT-ABUSE	As a Sapphire Sponsor	7,500.00		4,871,367.00
Check	10/11/2016	3632	STATE OF ISRAEL	Concert Against Hate (ADL)	25,000.00		4,896,367.00
Check	10/11/2016	3633	LEUKEMIA AND LYMPHOMA SOCIETY	Light the Night Walk 1/15/2016 Walker Tent ...	5,000.00		4,901,367.00
Check	10/25/2016	3635	JEWISH COMMUNITY CENTER OF D...	JCC Annual Dinner	10,000.00		4,911,367.00
Check	11/14/2016	3638	REACH EDUCATION, INC.	General Operating Support	50,000.00		4,961,367.00
Check	11/30/2016	3640	COLORADO STATE UNIVERSITY FO...	Temple Grandin Equine Center Capital Camp...	50,000.00		5,011,367.00
Check	11/30/2016	3641	UNIVERSITY OF COLORADO FOUN...	Pledge Payment Jewish Studies	50,000.00		5,061,367.00
Check	11/30/2016	3642	CROHN'S AND COLITIS FOUNDATIO...	Donation Only	500.00		5,061,867.00
Check	11/30/2016	3643	ST. COLLETTA OF GREATER WASHI...	Donation Only	2,000.00		5,063,867.00
Check	11/30/2016	3644	NATIONAL CAMPAIGN TO STOP VIO...	VOID: Do the Right Thing Challenge Program	0.00		5,063,867.00
Check	11/30/2016	3645	SUBURBAN HOSPITAL FOUNDATION	Sandra and Howard Bender Emergency Dept	250,000.00		5,313,867.00
Check	11/30/2016	3648	MESTAR WASHINGTON HOSPITAL ...	VOID: Donation Only	0.00		5,313,867.00
Check	11/30/2016	3647	JEWISH WOMEN INTERNATIONAL	Young Women's Leadership Conference	20,000.00		5,333,867.00
Check	11/30/2016	3648	AMERICAN HEART ASSOCIATION	Heart Walk 2016 BRE Match	50,594.50		5,384,461.50
Check	11/30/2016	3649	MEDSTAR WASHINGTON HOSPITAL...	Medstar Wash. Hosp. Center Heart Hospital	250,000.00		5,634,461.50
Check	12/07/2016	3650	STATE OF ISRAEL	ADL (esthmb Inst.) Genesis, Hebrew Home, ...	406,000.00		6,040,461.50
Check	12/07/2016	3655	NATIONAL CAMPAIGN TO STOP VIO...	Do the Right Thing Challenge Program	10,000.00		6,050,461.50
Check	12/14/2016	3689	BBYO	General Support	10,000.00		6,060,461.50
Check	12/14/2016	3670	WISCONSIN ALUMNI ASSOCIATION	Earmarked for Enriching Academic Posse' Sc...	50,000.00		6,110,461.50
Check	12/14/2016	3671	SUNFLOWER BAKERY	Donation Only	10,000.00		6,120,461.50
Check	12/14/2016	3672	JEWISH WOMEN INTERNATIONAL	Expansion of the Young Leadership Network	75,000.00		6,195,461.50
Check	12/19/2016	3678	CANINE COMPANIONS FOR INDEPE...	Colorado Puppy Raising Program Support	35,000.00		6,230,461.50
Check	12/19/2016	3679	LEVELING THE PLAYING FIELD	Level the Playing Field	10,000.00		6,240,461.50
Check	12/19/2016	3680	TEMPLE SINAI PRESCHOOL	Outside Learning/Technology Enhancements	10,000.00		6,250,461.50
Check	12/19/2016	3681	COLORADO STATE UNIVERSITY	Temple Grandin Equine Center Payment 1 of 4	250,000.00		6,500,461.50
Check	12/19/2016	3682	UNIVERSITY OF MARYLAND FOUN...	Top Terp	11,000.00		6,511,461.50
Check	12/19/2016	3683	JEWISH COALITION AGAINST COME...	Donation Only	5,000.00		6,516,461.50
Check	12/19/2016	3684	JUVENILE DIABETES FOUNDATION	Towards the Hope Gala	5,000.00		6,521,461.50
Check	12/19/2016	3685	KENNEDY CENTER	For The Performing Arts Education Programs	25,000.00		6,546,461.50
Check	12/19/2016	3686	A PRECIOUS CHILD	Precious Gift	5,000.00		6,551,461.50
Check	12/19/2016	3700	ALZHEIMER'S ASSOCIATION	Arielle Cole's Walk	1,000.00		6,552,461.50
Check	12/19/2016	3701	ANIMAL HAVEN	General Operating Support	1,200.00		6,553,661.50
Check	12/19/2016	3687	CHARITY WATER	Biosand Filters for a Community in Cambodia	10,000.00		6,563,661.50
Check	12/19/2016	3688	DENVER CITY LAX	General Support	1,500.00		6,565,161.50
Check	12/19/2016	3689	DREAM FOUNDATION	Dream Granting Program	2,300.00		6,567,461.50
Check	12/19/2016	3690	EMMA'S TORCH	VOID: General Operating Support	0.00		6,567,461.50
Check	12/19/2016	3691	NOURISH INTERNATIONAL/EMORY	Donation Only (Emory Alumni) Dana Bender...	600.00		6,568,061.50
Check	12/19/2016	3692	POSSE FOUNDATION	VOID: Posse Scholars	0.00		6,568,061.50
Check	12/19/2016	3693	ROCKY MOUNTAIN MICROFINANCE ...	General Operating Support	4,500.00		6,572,561.50
Check	12/19/2016	3694	THE GOOD DOG FOUNDATION	General Operating Support	1,000.00		6,573,561.50

Bender Foundation, Inc.

**Form 990PF, Part XV-Grants and Contributions Paid During the Year
Year ended December 31, 2016**

52-6054193

**BENDER FOUNDATION
Transaction Detail by Account**

Accrual Basis

January through December 2016

Type	Date	Num	Name	Memo	Debit	Credit	Balance
Check	12/19/2016	3695	THRIVE DC	Daily Bread/Daily Needs	2,250.00		6,575,811.50
Check	12/19/2016	3696	OZONE HOUSE	General Operating Support	2,250.00		6,578,061.50
Check	12/19/2016	3698	ST. ANNS CENTER FOR CHILDREN...	2016 Zinz's Christmas Party Donation Only	4,500.00		6,582,561.50
Check	12/19/2016	3699	ANTI-DEFAMATION LEAGUE	Contribution Only	2,250.00		6,584,811.50
Check	12/20/2016	3711	UNIVERSITY OF WISCONSIN FOUN...	VOID Earmarked for Center of Non-Profits	0.00		6,584,811.50
Check	12/20/2016	3712	MACCABI USA	In Support of Kaitlin Goodman (Junior Track ...	5,000.00		6,589,811.50
Check	12/20/2016	3713	FRIENDSHIP CIRCLE	Miami Friendship Circle Race Alex Arking	2,500.00		6,592,311.50
Check	12/20/2016	3714	FRIENDSHIP CIRCLE	Miami Friendship Circle Race Reuben Winston	2,000.00		6,594,311.50
Check	12/20/2016	3715	FRIENDSHIP CIRCLE	Miami Friendship Circle Race Rena Edery	500.00		6,594,811.50
Check	12/20/2016	3704	TEMPLE SINAI PRESCHOOL	Outside Learning/Technology Enhancements	5,000.00		6,599,811.50
Check	12/20/2016	3703	CONGREGATION BETH EL	VOID Rabbi Rudolph Millennial Project	0.00		6,599,811.50
Check	12/20/2016	3705	STATE OF ISRAEL	JFGH, Genesis Foundation	150,000.00		6,749,811.50
Check	12/20/2016	3707	LEVELING THE PLAYING FIELD	Level the Playing Field	15,000.00		6,764,811.50
Check	12/27/2016	3717	THE JEWISH MILLENNIAL ENGAGE.	General Operating Support	25,000.00		6,789,811.50
Check	12/28/2016	3718	WORD/DANCE THEATER	Donation Only	2,000.00		6,791,811.50
Check	12/28/2016	3719	THE NATIONAL THEATRE FOUNDAT...	VOID: As a Circle Member 2016-2017	0.00		6,791,811.50
Check	12/28/2016	3720	Israel Bond	JSSA (Renovation Bldg. Renov.) Jewish Fede...	150,000.00		6,941,811.50
Check	12/29/2016	3721	THE NATIONAL THEATRE FOUNDAT...	As a Circle Member 2016 - 2017	1,500.00		6,943,311.50
Check	12/30/2016	3725	THE SOCIAL GOOD FUND	General Operating Support - Emma's Torch	2,500.00		6,945,811.50
Check	12/30/2016	3726	UNIVERSITY OF WISCONSIN FOUN...	Earmarked for Center of Non-Profits	10,000.00		6,955,811.50
Total 5000001 - FUND DISBURSEMENTS					6,855,811.50	0.00	6,955,811.50