

efile GRAPHIC print - DO NOT PROCESS

As Filed Data -

DLN: 93491073003128

Form 990-PF

Department of the Treasury  
Internal Revenue Service

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

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

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017

, and ending 12-31-2017

Name of foundation  
DAVID L KLEIN JR FOUNDATION

A Employer identification number  
13-6085432

Number and street (or P O box number if mail is not delivered to street address)  
16 E LANCASTER AVE NO 102

Room/suite

B Telephone number (see instructions)  
(800) 839-1754

City or town, state or province, country, and ZIP or foreign postal code  
ARDMORE, PA 19003

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

D 1. Foreign organizations, check here

D 2. Foreign organizations meeting the 85%  
participation test and attaching computation

Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	164,799	164,799		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-6,492			
	b	Gross sales price for all assets on line 6a	809,088			
	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				
Administrative Expenses	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	Total. Add lines 1 through 11	158,307	164,799		
	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)	21,460	21,460		0	
17	Interest					
18	Taxes (attach schedule) (see instructions)	743	0		0	
19	Depreciation (attach schedule) and depletion					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	138,176	111,012	111,012
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .	3,513,222	3,513,222	4,524,777
	c	Investments—corporate bonds (attach schedule) . . . . .	3,372,703	3,157,686	3,166,855
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	7,024,101	6,781,920	7,802,644	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ _____)			
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0	
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>				
	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	7,024,101	6,781,920	
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	7,024,101	6,781,920	
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) .	7,024,101	6,781,920		

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	7,024,101
2	Enter amount from Part I, line 27a . . . . .	2	-242,181
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3 . . . . .	4	6,781,920
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	6,781,920

**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 )
<b>1 a PUBLICLY TRADED SECURITIES</b>			
<b>b CAPITAL GAINS DIVIDENDS</b>	P		
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> 804,415		815,580	-11,165
<b>b</b> 4,673			4,673
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
<b>a</b>			-11,165
<b>b</b>			4,673
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	2	-6,492
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income )

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ 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 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))
2016	374,667	7,189,615	0 052112
2015	356,709	7,594,638	0 046969
2014	362,131	7,049,652	0 051369
2013	414,719	6,853,158	0 060515
2012	6,961,355	8,831,748	0 788219
<b>2 Total</b> of line 1, column (d)			0 999184
<b>3</b> 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			0 199837
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			7,607,924
<b>5</b> Multiply line 4 by line 3			1,520,345
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			1,433
<b>7</b> Add lines 5 and 6			1,521,778
<b>8</b> Enter qualifying distributions from Part XII, line 4			378,285

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)****Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)**

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	2,867
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	2,867
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	2,867
<b>6</b>	<b>Credits/Payments</b>		
<b>a</b>	2017 estimated tax payments and 2016 overpayment credited to 2017	<b>6a</b>	3,120
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	0
<b>7</b>	<b>Total credits and payments.</b> Add lines 6a through 6d. . . . .	<b>7</b>	3,120
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	0
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . ▶	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . . ▶	<b>10</b>	253
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2018 estimated tax</b> ▶ 253 <b>Refunded</b> ▶	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .	<b>1a</b>	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation ▶ \$ 0 <b>(2)</b> On foundation managers ▶ \$ 0		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities</i>	<b>2</b>	No
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T</i>	<b>5</b>	No
<b>6</b> 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? . . . . .	<b>6</b>	Yes
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i> . . . . .	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> . . . . .	<b>8b</b>	Yes
<b>9</b> 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 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .	<b>9</b>	No

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

<b>11</b>	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). . . . .	<b>11</b>		<b>No</b>
<b>12</b>	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) . . . . .	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	<b>13</b>	<b>Yes</b>	

**14** The books are in care of ► PEMBROKE PHILANTHROPY ADVISORS Telephone no ► (610) 896-3868

Located at ► 16 E LANCASTER AVENUE SUITE 102 ARDMORE PA ZIP+4 ► 19003

**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

<b>16</b>	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ►	<b>16</b>	<b>Yes</b>	<b>No</b>

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

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

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

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

**c** Any submission deadlines

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

<b>5a</b>	During the year did the foundation pay or incur any amount to			
	<b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	<b>(2)</b> Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	

[illegible]

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JANE BARNET C/O PEMBROKE PHILANTHROPY 16 E LANCASTER AVE STE 102 ARDMORE, PA 19003	PRESIDENT 1 00	0	0	0
HOWARD BARNET C/O PEMBROKE PHILANTHROPY 16 E LANCASTER AVE STE 102 ARDMORE, PA 19003	TREASURER 1 00	0	0	0
PETER BARNET C/O PEMBROKE PHILANTHROPY 16 E LANCASTER AVE STE 102 ARDMORE, PA 19003	SECRETARY 1 00	0	0	0
GEOFFREY BARNET C/O PEMBROKE PHILANTHROPY 16 E LANCASTER AVE STE 102 ARDMORE, PA 19003	MEMBER 1 00	0	0	0

2

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

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

Total number of other employees paid over \$50,000.

0

3

Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

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

Total number of others receiving over \$50,000 for professional services.

0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Total. Add lines 1 through 3

0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	7,659,757
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	64,024
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	7,723,781
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	7,723,781
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	115,857
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	7,607,924
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	380,396

**Disproportionate Allocation** (see instructions) (Section 4947(c)(2) and 4947(f) exempt private foundations only) **1** **2**



**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
<b>1</b> Distributable amount for 2017 from Part XI, line 7				377,529
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only. . . . .			0	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2017				
<b>a</b> From 2012. . . . . 6,526,564				
<b>b</b> From 2013. . . . . 88,338				
<b>c</b> From 2014. . . . . 32,827				
<b>d</b> From 2015. . . . .				
<b>e</b> From 2016. . . . . 18,289				
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	6,666,018			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 378,285				
<b>a</b> Applied to 2016, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2017 distributable amount. . . . .				377,529
<b>e</b> Remaining amount distributed out of corpus	756			
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	6,666,774			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018 . . . . .				0
<b>7</b> 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			
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions). . . . .	6,526,564			
<b>9</b> <b>Excess distributions carryover to 2018.</b> Subtract lines 7 and 8 from line 6a . . . . .	140,210			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2013. . . . . 88,338				
<b>b</b> Excess from 2014. . . . . 32,827				
<b>c</b> Excess from 2015. . . . .				
<b>d</b> Excess from 2016. . . . . 18,289				
<b>e</b> Excess from 2017. . . . . 756				

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

<b>1a</b> If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. . . . . ▶					
<b>b</b> Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total</b> . . . . .			<b>3a</b>	341,500
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .			<b>3b</b>	0

Enter gross amounts unless otherwise indicated

**Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**Form **990-PF** (2017)

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

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

**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

**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

<b>Sign Here</b>	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.	***** 2018-03-09 *****	May the IRS discuss this return with the preparer shown below? (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee	Date	Title

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	BRUCE BRAUNEWELLCPA				P00075336
	Firm's name <b>▶</b> CLIFTONLARSONALLEN LLP				Firm's EIN <b>▶</b> 41-0746749
	Firm's address <b>▶</b> 610 W GERMANTOWN PIKE STE 400 PLYMOUTH MEETING, PA 19462				Phone no (215) 643-3900

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ASSOCIATION OF ART MUSEUM CURATORS 174 EAST 80TH STREET NEW YORK, NY 10075		PC	GENERAL OPERATING SUPPORT	5,000
BROOKLYN ACADEMY OF MUSIC INC 30 LAFAYETTE AVE BROOKLYN, NY 11217		PC	THEATER PRODUCTIONS	7,500
CENTER FOR EMPLOYMENT OPPORTUNITIES INC 50 BROADWAY 16TH FLOOR NEW YORK, NY 10004		PC	GENERAL OPERATING SUPPORT	2,000
CHINATOWN HEALTH CLINIC FOUNDATION INC 268 CANAL STREET 6TH FLOOR NEW YORK, NY 10013		PC	GENERAL OPERATING SUPPORT	3,000
COLBY COLLEGE4120 MAYFLOWER HL WATERVILLE, ME 04901		PC	GENERAL OPERATING SUPPORT	5,000
<b>Total . . . . .</b> ► <b>3a</b>				341,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
COMPASSION AND CHOICES 4155 E JEWELL AVE SUITE 200 DENVER, CO 80222		PC	GENERAL OPERATING SUPPORT	5,000
CONNECTICUT COLLEGE 270 MOHEGAN AVE NEW LONDON, CT 06320		PC	GENERAL OPERATING SUPPORT	5,000
ELECTRONIC FRONTIER FOUNDATION INC 815 EDDY STREET SAN FRANCISCO, CA 94109		PC	GENERAL OPERATING SUPPORT	2,000
EVERYTOWN FOR GUN SAFETY SUPPORT FUND INC PO BOX 3886 NEW YORK, NY 10163		PC	GENERAL OPERATING SUPPORT	19,000
FRIENDS OF VAN CORTLANDT PARK INC 80 VAN CORTLANDT PARK SOUTH STE E1 BRONX, NY 10463		PC	GENERAL OPERATING SUPPORT	2,500
<b>Total . . . . . ▶</b> <b>3a</b>				341,500


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
GIVEDIRECTLY INCPO BOX 3221 NEW YORK, NY 10008		PC	GENERAL OPERATING SUPPORT	2,000
HISPANIC SOCIETY OF AMERICA 613 WEST 155TH STREET NEW YORK, NY 10032		PC	GOTHIC AND RENAISSANCE CONSERVATION	25,000
HOUSATONIC VALLEY ASSOCIATION 150 KENT ROAD CORNWALL BRIDGE, CT 06754		PC	GENERAL OPERATING SUPPORT	12,000
IFNOTNOWPO BOX 26425 WASHINGTON, DC 20001		PC	GENERAL OPERATING SUPPORT	2,000
INTERNATIONAL CENTER OF MEDIEVAL ART INC 799 FT WASHINGTON AVE NEW YORK, NY 10040		PC	GENERAL OPERATING SUPPORT	5,000
<b>Total . . . . . ▶</b> <b>3a</b>				341,500



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
INTERNATIONAL FOUNDATION FOR ART RESEARCH INC 500 5TH AVE STE 935 NEW YORK, NY 10110		PC	GENERAL OPERATING SUPPORT	2,500
THE VIVIAN BEAUMONT THEATER INC (DBA LINCOLN CENTER THEATER) 150 WEST 65TH STREET NEW YORK, NY 10023		PC	GENERAL OPERATING SUPPORT	5,000
LOWER EAST SIDE TENEMENT MUSEUM 91 ORCHARD ST NEW YORK, NY 10002		PC	MUSEUM ACCESS PROGRAMMING	25,000
MANITOGA INCPO BOX 249 GARRISON, NY 10524		PC	ARCHITECTURAL PRESERVATION	5,000
MEMORIAL SLOAN-KETTERING CANCER CENTER 885 SECOND AVE 8TH FLOOR NEW YORK, NY 10017		PC	MYSMARTSKIN	20,000
<b>Total . . . . .</b> ► <b>3a</b>				341,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MINT THEATER COMPANY INC 330 WEST 42ND STREET STE 1210 NEW YORK, NY 10036		PC	GENERAL OPERATING SUPPORT	5,000
MORE THAN WORDS INC 56 FELTON STREET WALTHAM, MA 02453		PC	GENERAL OPERATING SUPPORT	2,000
MOUNT SINAI VISITING DOCTORS PROGRAM ONE GUSTAVE L LEVY PLACE NEW YORK, NY 10029		PC	RAPID INTAKE PATIENT CARE PROGRAM	20,000
NEW YORKERS FOR PARKS		PC	GENERAL OPERATING SUPPORT	5,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
POMONA COLLEGE 550 N COLLEGE AVENUE CLAREMONT, CA 91711		PC	GENERAL OPERATING SUPPORT	5,000
SPECIAL OLYMPICS INC 1133 19TH STREET NW WASHINGTON, DC 20036		PC	GENERAL OPERATING SUPPORT	2,000
SPORTS AND ARTS IN SCHOOLS FOUNDATION INC 58-12 QUEENS BLVD WOODSIDE, NY 11377		PC	GENERAL OPERATING SUPPORT	5,000
STEEP ROCK ASSOCIATION INC PO BOX 279 WASHINGTON DEPOT, CT 06794		PC	GENERAL OPERATING SUPPORT	5,000
THE SKIN CANCER FOUNDATION 149 MADISON AVE NEW YORK, NY 10016		PC	GENERAL OPERATING SUPPORT	7,000
<b>Total</b> . . . . . 				341,500
<b>3a</b>				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SOCIETY OF THE THIRD STREET MUSIC SETTLEMENT SCHOOL (DBA THIRD STREET MUS 235 E 11TH STREET NEW YORK, NY 10003		PC	GENERAL OPERATING SUPPORT	3,000
YOUNG MEN'S & YOUNG WOMEN'S HEBREW ASSOCIATION 1395 LEXINGTON AVE NEW YORK, NY 10128		PC	MUSICAL INTRODUCTION SERIES	20,000
CENTRAL PARK CONSERVANCY INC 14 E 60TH STREET NEW YORK, NY 10022		PC	SUPPORT FOR WOMEN'S COMMITTEE 35TH ANNIVERSARY CELEBRATION	100,000
<b>Total . . . . .</b> ▶ <b>3a</b>				341,500

**TY 2017 Investments Corporate Bonds Schedule****Name:** DAVID L KLEIN JR FOUNDATION**EIN:** 13-6085432**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES 25241.647 SH	245,634	244,339
GS HIGH YIELD FUND INSTITUTIONAL SHARES 39131.199 SH	253,187	255,918
GS STRATEGIC FACTOR ALLOCATION FUND INSTITUTIONAL 32480.761 SH	336,077	360,536
WALT DISNEY COMPANY (THE) MTN 1.5% 09/17/2018 100000 UNITS	99,915	99,740
DR PEPPER SNAPPLE GROUP, INC. 2.6% 01/15/2019 100000 UNITS	101,087	100,315
UNION PACIFIC CORPORATION 2.25% 02/15/2019 100000 UNITS	101,404	100,127
PEPSICO, INC. 1.85% 04/30/2020 75000 UNITS	73,874	74,396
ABBVIE INC 2.5% 05/14/2020 50000 UNITS	49,749	50,154
BIOGEN INC. 2.9% 09/15/2020 100000 UNITS	99,792	101,362
DANAHER CORPORATION 2.4% 09/15/2020 100000 UNITS	99,757	100,377
FISERV, INC. 4.625% 10/01/2020 75000 UNITS	80,257	79,146
TEXTRON INC. 3.65% 03/01/2021 50000 UNITS	50,760	51,448
BURLINGTON NORTHERN SANTA FE 3.45% 09/15/2021 75000 UNITS	76,941	77,491
BANK OF NY MELLON CORP MTN 2.6% 02/07/2022 50000 UNITS	49,892	50,114
AT&T INC. 3.8% 03/15/2022 100000 UNITS	101,882	103,349

**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
FHLB 4.75% 06/08/2018 125000 UNITS	137,443	126,703
U.S. TREASURY NOTE 0.875000% 07/15/2018 150000 UNITS	149,689	149,461
FEDERAL HOME LOAN BANK SYSTEM 1.625% 06/14/2019 150000 UNITS	151,423	149,403
U.S. TREASURY NOTE 2.000000% 02/28/2021 50000 UNITS	51,385	49,970
ONTARIO (PROVINCE OF) 2.2% 10/03/2022 50000 UNITS	49,996	49,229
IBRD 1.875% 10/07/2022 100000 UNITS	99,876	98,010
U.S. TREASURY NOTE 1.375% 08/31/2023 50000 UNITS	48,260	47,666
U.S. TREASURY NOTE 2.125% 07/31/2024 150000 UNITS	151,049	148,220
U.S. TREASURY NOTE 2.375% 08/15/2024 50000 UNITS	50,309	50,160
U.S. TREASURY NOTE 2.25% 11/15/2024 75000 UNITS	76,163	74,613
GOLDMAN SACHS INVESTMENT GRADE FIXED INCOME BANK DEPOSIT	16,289	16,289

**TY 2017 Investments Corporate Stock Schedule****Name:** DAVID L KLEIN JR FOUNDATION**EIN:** 13-6085432

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
SPDR S&P BANK ETF (KBE) 4500 SH	151,153	213,030
SPDR S&P 500 ETF TRUST (SPY) 8375 SH	1,658,360	2,234,952
SPDR S&P MIDCAP 400 ETF TRUST ETF (MDY) 1150 SH	296,082	397,222
ISHARES RUSSELL 2000 ETF (IWM) 3200 SH	365,399	487,872
ISHARES MSCI EAFE ETF (EFA) 11150 SH	672,198	783,957
WISDOMTREE EUR HDGD EQ FD CMN (HEDJ) 6400 SH	370,030	407,744

**TY 2017 Other Expenses Schedule****Name:** DAVID L KLEIN JR FOUNDATION**EIN:** 13-6085432**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATION FEES	36.000	0		36.000



**TY 2017 Other Professional Fees Schedule****Name:** DAVID L KLEIN JR FOUNDATION**EIN:** 13-6085432

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
INVESTMENT FEES	21,460	21,460		0

**TY 2017 Taxes Schedule****Name:** DAVID L KLEIN JR FOUNDATION**EIN:** 13-6085432

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
990-PF	743	0		0